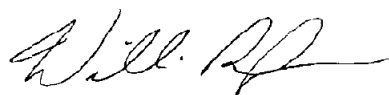


The relief described hereinbelow is SO ORDERED

Done this 1st day of March, 2013.



**William R. Sawyer**  
**United States Bankruptcy Judge**



**UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF ALABAMA, SOUTHERN DIVISION**

<b>In Re:</b>	)	<b>Case No: 11-12254-WRS-11</b>
	)	
<b>SMALL LOANS, INC., et al.</b>	)	<b>Chapter 11</b>
	)	
<b>Debtors.</b>	)	<b>Jointly Administered</b>

**ORDER GRANTING CHAPTER 11 TRUSTEE'S  
FIRST OMNIBUS OBJECTION TO CLAIMS**

S. Gregory Hays, the chapter 11 trustee (the "Trustee") appointed in the above captioned cases, filed the Chapter 11 Trustee's First Omnibus Objection to Claims [ECF Docket No. 656] (the "First Omnibus Objection") in this matter on November 27, 2012.

In the First Omnibus Objection, the Trustee objects to the allowance of certain proofs of claim (the "Disputed Claims") filed against Small Loans, Inc. ("Small Loans"), The Money Tree, Inc. ("Money Tree"), The Money Tree of Louisiana, Inc. ("Money Tree LA"), The Money Tree of Florida, Inc. ("Money Tree FL"), and The Money Tree of Georgia Inc. ("Money Tree GA") (collectively, the "Debtors"). The Disputed Claims are

listed in Exhibits "A" through "E" to the First Omnibus Objection and copies of **Exhibits "A" through "E"** are attached hereto for reference.

The Court entered an Order Setting Hearing (the "Hearing Order") regarding the First Omnibus Objection on December 14, 2012. Pursuant to the Hearing Order, the Court scheduled a hearing on the First Omnibus Objection for Friday, January 25, 2013. At the hearing, appearances were made by Brad Hightower on behalf of the Trustee and by John Elrod on behalf of the Omnibus Official Committee of Unsecured Creditors (the "Committee").

Upon consideration of the First Omnibus Objection and upon the arguments and testimony presented at the hearing and the Court's determination that the relief requested by the Trustee is a core proceeding pursuant to 11 U.S.C. §§ 157 and 1334; that venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; that proper notice has been provided; that no other or further notice need be provided; that there is just cause for granting the relief requested by the Trustee; that the relief requested by the Trustee is in the best interest of the Debtors, their estates, and creditors and all other parties in interest; that any responses to the First Omnibus Objection have been withdrawn, resolved, or overruled on the merits; and that the Court has the authority to enter this order pursuant to Sections 105(a) and 502 of the Bankruptcy Code, it is ORDERED that:

1. The First Omnibus Objection is granted to the extent set forth herein.
2. Pursuant to Section 502(b) of the Bankruptcy Code, and except with regard to the claims subsequently described herein, the Disputed Claims are allowed and/or disallowed and expunged in their entirety, reduced

and/or reclassified, all in the manner listed on **Exhibits “A” through “E”** that are attached hereto.

3. By agreement between the Trustee and U.S. Bank National Association, in its capacity as Indenture Trustee ("U.S. Bank"), the deadline for U.S. Bank to respond to the Trustee's objections to Claim Numbers 265, 266, and 463 filed against Money Tree is extended ninety (90) days from January 2, 2013 to April 2, 2013 but only with respect to that portion of U.S. Bank's claims that relate to fees, expenses, indemnities and all other amounts claimed by U.S. Bank in its own right under the Subordinated Demand Notes Indenture and Subordinated Debentures Indenture issued by the Money Tree for which U.S. Bank serves as indenture trustee. That portion of Claim Number 266 held by U.S. Bank solely in its representative capacity as indenture trustee is allowed as a general unsecured claim in the amount of \$3,502,449.50 in principal and \$211,392.31 in interest, for a total of \$3,713,841.81. That portion of Claim Number 463 held by U.S. Bank solely in its representative capacity as indenture trustee is allowed as a general unsecured claim in the amount of \$58,960,975.41 in principal and \$8,656,856.06 in interest, for a total of \$67,617,831.47. Claim Number 265 shall be disallowed and expunged.
4. By agreement between the Trustee and Regina L. Hixon ("Regina Hixon"), the Trustee's objection to the claims filed by Regina Hixon is passed to February 28, 2013 at 10:00 a.m. or such other date and time as selected by the Court.

5. By agreement between the Trustee and Trevor Dees, the Trustee's objection to the claims filed by Trevor Dees is passed to February 28, 2013 at 10:00 a.m. or such other date and time as selected by the Court.
6. By agreement between the Trustee and Brittany Cherise Prime ("Brittany Prime"), the Trustee's objection to the claims filed by Brittany Prime is passed to February 28, 2013 at 10:00 a.m. or such other date and time as selected by the Court.
7. By agreement between the Trustee and Debbie R. Johnson ("Debbie Johnson"), the Trustee's objection to the claims filed by Debbie Johnson is passed to February 28, 2013 at 10:00 a.m. or such other date and time as selected by the Court.
8. By agreement of the Trustee and Neil Berry, Claim Number 313 filed against Money Tree GA shall be disallowed and expunged.
9. By agreement of the Trustee and Kathy Berry, Claim Number 363 filed against Money Tree GA shall be disallowed and expunged.
10. By agreement of the Trustee and Barbara Jean Peck, Claim Number 426 filed against Money Tree GA shall be disallowed and expunged; Claim Number 433 filed against Money Tree shall be disallowed and expunged; Claim Number 490 filed against Money Tree shall be disallowed and expunged; Claim Number 25 filed against Small Loans shall be disallowed and expunged; Claim Number 393 filed against Money Tree GA will be allowed as a general unsecured claim in the amount of \$46,031.38; and this claimant will receive a pro rata amount of the distribution from either

Claim Number 266 or Claim Number 463 filed by U.S. Bank (the "Indenture Trustee Claims"), based upon the \$54,821.97 amount of the Indenture Trustee Claims that is owed to the claimant.

11. By agreement of the Trustee and Syrene Griner, Claim Numbers 411, 489, 499, and 500 filed against Money Tree shall be disallowed and expunged and this claimant will receive a pro rata amount of the distribution from the Indenture Trustee Claims based upon the \$45,174.39 amount of the Indenture Trustee Claims that is owed to the claimant.; Claim Number 376 filed against Money Tree GA shall be disallowed and expunged.

12. By agreement of the Trustee and David C. Roberts and Patricia S. Roberts, Claim Numbers 369, 573, and 585 filed against Money Tree shall be disallowed and expunged and the claimants will receive a pro rata amount of the distribution from the Indenture Trustee Claims based upon the \$16,019.96 amount of the Indenture Trustee Claims that is owed to the claimants; Claim Numbers 349, 471, and 477 filed against Money Tree GA shall be disallowed and expunged; Claim Number 479 filed against Money Tree GA shall be allowed as a general unsecured claim in the amount of \$2,263.58.

13. By agreement of the Trustee and Marlene H. Dekle and/or Marion Dekle, Claim Numbers 396, 451, 481, and 482 filed against Money Tree shall be disallowed and expunged and the claimants will receive a pro rata amount of the distribution from the Indenture Trustee Claims based upon the

\$37,745.04 amount of the Indenture Trustee Claims that is owed to the claimants]

14. By agreement of the Trustee and Larry Mann, Claim Numbers 301, 412, and 413 filed against Money Tree GA shall be disallowed and expunged and Claim Number 411 filed against Money Tree GA is allowed as a general unsecured claim in the amount of \$171,407.46
15. By agreement of the Trustee and Pitney Bowes Global Financial Services, Claim Number 1 filed against Money Tree will be allowed as a general unsecured claim in the amount of \$13,653.20 and Claim Number 39 will be allowed as a general unsecured claim in the amount of \$24,197.10.
16. By agreement of the Trustee and Carolyn Huddleston, Claim Number 161 against Money Tree GA, Claim Number 372 filed against Money Tree Inc., and Claim Number 638 filed against Money Tree shall be disallowed and expunged and the claimant will receive a pro rata amount of the distribution from the Indenture Trustee Claims based upon the \$13,739.52 amount of the Indenture Trustee Claims that is owed to the claimant.
17. By agreement of the Trustee and Sarah R. Brown, Claim Number 362 against Money Tree GA is allowed as a general unsecured claim in the amount of \$169,462.08. Claimant will also have an allowed general unsecured claim against Money Tree GA in the amount of \$96,389.56 in the name of Sarah R. Brown and/or Nathan B. Brown, Jr. Claimant will also receive a pro rata amount of the distribution from the Indenture Trustee Claims based upon the \$107.74 amount of the Indenture Trustee

Claims that is owed to the claimant in the name of Sarah R. Brown and/or Nathan B. Brown, Jr.

18. By agreement of the Trustee and GE Capital Information Technology Solutions, Inc. fdba IKON Financial Services, Claim Number 184 filed against Money Tree is allowed as a general unsecured claim in the amount of \$33,723.77.
19. By agreement of the Trustee and Bright Meyers Swainsboro Associates LP, a/k/a Fletcher Bright Company, Claim Number 286 filed against Money Tree GA is allowed as a general unsecured claim in the amount of \$15,152.55.
20. By agreement of the Trustee and Mary H. Dixon and/or Elizabeth Faircloth, Claim Number 358 filed against Money Tree GA is allowed as a general unsecured claim in the amount of \$20,516.56.
21. By agreement of the Trustee and Harry Thomas Gallion, Claim Numbers 428 filed against Money Tree shall be disallowed and expunged; Claim Number 426 filed against Money Tree is allowed as a general unsecured claim in the amount of \$3,097.00.
22. By agreement of the Trustee and Battlefield Centre LLC, Claim Number 380 filed against Money Tree GA is allowed as a general unsecured claim in the amount of \$19,711.88.
23. By agreement of the Trustee and Clarke Crossing LLC, Claim Number 391 filed against Money Tree GA is allowed as a general unsecured claim

in the amount of \$1,316.77 and Claim Number 392 filed against Money Tree GA shall be disallowed and expunged.

24. By agreement between the Trustee and Georgia Power Company, Claim Number 284 filed against Money Tree will be allowed as a general unsecured claim in the amount of \$17,737.83.

25. By agreement between the Trustee and Larry B. Goggins, Claim Numbers 38, 96, and 354 filed against Money Tree GA shall be disallowed and expunged and the claimant will receive a pro rata amount of the distribution from Indenture Trustee Claims based upon the \$299,817.09 amount of the Indenture Trustee Claims that is owed to the claimant.

26. By agreement between the Trustee and Joyce T. Barry and/or Charles B. Barry, Sr., Claim Number 598 filed against Money Tree is allowed as a general unsecured claim in the amount of \$3,202.96.

27. By agreement between the Trustee and Letitia M. Clark and Mary B. O'Neal as beneficiaries for the Estate of Hugh McCrary, deceased, Claim Numbers 50, 51, 246, 263, 361, and 362 filed against Money Tree shall be disallowed and expunged and the claimant will receive a pro rata amount of the distribution from Indenture Trustee Claims based upon the \$29,402.55 amount of the Indenture Trustee Claims that is owed to the claimant; Claim Number 36 filed against Money Tree GA will be allowed as a general unsecured claim in the amount of \$31,206.59; Claim Numbers 37, 246, 257, 340, and 347 filed against Money Tree GA shall be disallowed and expunged; Claim Numbers 35, 36, 158, 177, 198, and 199



filed against Small Loans shall be disallowed and expunged; and the distribution to the claimant will be paid in equal amounts to Letitia M. Clark and Mary B. O'Neal as the claimant's beneficiaries.

28. By agreement between the Trustee and WRI TEXLA LLC, Weingarten Realty Investors, Claim Number 12 filed against Money Tree LA will be allowed as a general unsecured claim in the amount of \$33,385.68.

29. By agreement between the Trustee and Delmon L. Moore, Claim Number 83 filed against Small Loans shall be disallowed and expunged and claimant will receive a pro rata amount of the distribution from the Indenture Trustee Claims filed against Money Tree based upon the \$18,735.19 amount of the Indenture Trustee Claims that is owed to the claimant. This claimant will also have an allowed general unsecured claim against Money Tree GA in the amount of \$16,626.46

30. By agreement between the Trustee and Delta Peachtree LLC, Claim Number 452 filed against Money Tree of GA will be allowed as a general unsecured claim in the amount of \$27,956.59.

31. By agreement between the Trustee and GT Winder Enterprises, Claim Numbers 389 and 433 filed against Money Tree GA shall be disallowed and expunged; Claim Number 385 filed against Money Tree GA will be allowed as a general unsecured claim in the amount of \$1,818.54.

32. By agreement between the Trustee and Smith Wayne Wallace, Claim Numbers 494 and 606 filed against Money Tree shall be disallowed and expunged and the claimant will receive a pro rata amount of the

distribution from Indenture Trustee Claims filed against Money Tree based upon the \$224,005.78 amount of the Indenture Trustee Claims that is owed to the claimant.

33. By agreement between the Trustee and Sylvia B. Holmes and/or Alexander A. Holmes, Sr., Claim Number 138 filed against Money Tree shall be disallowed and expunged and the claimants will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$102,582.89 amount of the Indenture Trustee Claims that is owed to the claimants.

34. By agreement between the Trustee and Bobby Muggridge, Claim Number 475 filed against Money Tree shall be disallowed and expunged and the claimant will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$46,323.36 amount of the Indenture Trustee Claims that is owed to the claimant.

35. By agreement of the Trustee and Alabama Power Company, Claim Number 23 filed against Small Loans is allowed as a general unsecured claim in the amount of \$4,568.41

36. By agreement between the Trustee and Deirdre P. Hall-Mahone, Claim Number 276 filed against Money Tree shall be disallowed and expunged and the claimant (and/or others as indicated below) will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$309,791.53 amount of the Indenture Trustee Claims that is owed to the claimant. The \$309,791.53 amount owed to the

claimant will be paid as follows: Deirdre P. Hall-Mahone will receive a pro rata amount of the distribution based on a debt amount of \$195,179.17; Deirdre P. Hall-Mahone and/or Brandon K. Mahone will receive a pro rata amount of the distribution based on a debt amount of \$57,306.18; and Deirdre P. Hall-Mahone and/or Brittany N. Mahone will receive a pro rata amount of the distribution based on a debt amount of \$57,306.18.

37. By agreement between the Trustee and Eva Raley, Claim Number 189 filed against Small Loans will be allowed as a general unsecured claim in the amount of \$36,450.00.

38. By agreement between the Trustee and Clyne Carson and Vivian Carson, Claim Number 122 filed by Clyne Carson against Money Tree shall be disallowed and expunged; Claim Number 457 filed by Clyne Carson against Money Tree shall be disallowed and expunged; Claim Number 472 filed by Clyne Carson shall be disallowed and expunged and claimant will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$391,469.18 amount of the Indenture Trustee Claims that is owed to the claimant; Claim Number 579 filed by Emily Carson and/or Brian Carson and/or Vivian Carson against Money Tree shall be disallowed and expunged and claimants will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$3,351.96 amount of the Indenture Trustee Claims that is owed to the claimants; Claim Number

583 filed by Hunter Brian Carson and/or Brian Carson and/or Vivian Carson against Money Tree shall be disallowed and expunged and claimants will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$4,529.33 amount of the Indenture Trustee Claims that is owed to the claimants; Claim Number 495 filed by Sydney EllaGrace Carson and/or Brian Carson and/or Vivian Carson against Money Tree shall be disallowed and expunged and claimants will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$1,149.57 amount of the Indenture Trustee Claims that is owed to the claimants; Claim Number 473 filed by Vivian Carson and/or Clyne Carson against Money Tree shall be disallowed and expunged and claimants will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$462,638.70 amount of the Indenture Trustee Claims that is owed to the claimants; Claim Number 474 filed by Vivian Carson and/or Mika Mitchum and/or Kelly Mitchum against Money Tree shall be disallowed and expunged and claimants will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$4,419.53 amount of the Indenture Trustee Claims that is owed to the claimants; Claim Number 519 filed by Vivian Carson and/or Clyne Carson against Money Tree shall be disallowed and expunged; Claim Number 294 filed by Clyne Carson against Money Tree GA shall be disallowed and expunged; Claim Number

418 filed by Clyne Carson against Money Tree GA shall be disallowed and expunged; Claim Number 478 filed by Emily Carson and/or Brian Carson and/or Vivian Carson against Money Tree GA is allowed as a general unsecured claim in the amount of \$3,054.39; Claim Number 475 filed by Hunter Brian Carson and/or Brian Carson and/or Vivian Carson against Money Tree GA is allowed as a general unsecured claim in the amount of \$4,302.72; Claim Number 99 filed by Vivian Carson against Money Tree GA shall be disallowed and expunged; Claim Number 290 filed by Vivian Carson and/or Clyne Carson against Money Tree GA shall be disallowed and expunged; Claim Number 414 filed by Vivian Carson against Money Tree GA shall be disallowed and expunged; and Claim Number 425 filed by Vivian Carson and/or Mika Mitchum and/or Kelly Mitchum against Money Tree GA is allowed as a general unsecured claim in the amount of \$12,673.63.

39. By agreement between the Trustee and Kenneth Sims and/or Mai Sims, Claim Number 232 filed against Money Tree and Claim Number 1 filed against Small Loans shall be disallowed and expunged and the claimants will receive a pro rata amount of the distribution from Indenture Trustee Claims filed against Money Tree based upon the \$14,729.75 amount of the Indenture Trustee Claims that is owed to the claimant.

40. By agreement between the Trustee and Eugene Stewart, Claim Number 236 filed against Money Tree GA will be allowed as a general unsecured claim in the amount of \$87,397.76 and paid by the Trustee in the name of

the claimant's IRA custodian, First Trust Company of Onaga; the claimant will also receive a pro rata amount of the distribution from the Indenture Trustee Claims based upon the \$7,764.96 amount of the Indenture Trustee Claims that is owed to the claimant; the claimant will also receive in the name of the claimant's IRA custodian, First Trust Company of Onaga, a pro rata amount of the distribution from the Indenture Trustee Claims based upon the \$28,631.54 amount of the Indenture Trustee Claims that is owed to the claimant.

41. By agreement of the Trustee and Roger Hemphill and/or Sara Hemphill, Claim Number 68 filed against Money Tree GA will be allowed as a general unsecured claim in the amount of \$48,499.55; the claimants will also receive a pro rata amount of the distribution from the Indenture Trustee Claims based upon the \$129,136.76 amount of the Indenture Trustee Claims that is owed to the claimants.

42. By agreement between the Trustee and Sondra Horton and Mike Horton, Claim Number 171 filed by J.M. Horton and/or Sondra M. Horton against Money Tree GA shall be disallowed and expunged and claimants will receive a pro rata amount of the distribution from the Indenture Trustee Claims filed against Money Tree based upon the \$15,697.35 amount of the Indenture Trustee Claims that is owed to the claimants; Claim Number 172 filed by Sondra Horton against Money Tree GA is allowed as a general unsecured claim in the amount of \$9,963.37; and Claim Number 204 filed by Brittany Horton and/or Sondra Horton against Money Tree

GA shall be disallowed and expunged and claimants will receive a pro rata amount of the distribution from the Indenture Trustee Claims filed against Money Tree based upon the \$6,727.08 amount of the Indenture Trustee Claims that is owed to the claimant.

43. By agreement between the Trustee and Vernon Meentemeyer and Suzan B. Meentemeyer, Claim Number 67 against Money Tree GA is allowed as a general unsecured claim in the amount of \$4,149.54.

44. By agreement between the Trustee and Carl T. Hedrick, Claim Number 52 against Money Tree GA is allowed as a general unsecured claim in the amount of \$9,031.38; and this claimant will receive a pro rata amount of the distribution from the Indenture Trustee Claims filed against Money Tree based upon the \$5,165.78 amount of the Indenture Trustee Claims that is owed to the claimant.

45. The claims to which the Trustee has not objected at this time (the "Surviving Claims") will remain on the respective claims registers, and such Surviving Claims are neither allowed nor disallowed at this time, subject, however to any future objection on any basis.

46. The disallowance and expungement of the Disputed Claims does not constitute any admission or finding with respect to any of the Surviving Claims.

47. The provisions of this Order shall not prejudice any claim, defense, counterclaim, or other cause of action of the estates including, without

limitation, any defense under section 502(d) of the Bankruptcy Code,  
against the holder of a claim allowed pursuant to this Order.

48. The terms and conditions of this Order shall be immediately effective and  
enforceable upon entry of the Order.

###END OF ORDER###

**This order prepared by:**

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