

Peggy Hunt (Utah State Bar No. 6060)
Nathan S. Seim (Utah State Bar No. 12654)
DORSEY & WHITNEY LLP
136 South Main Street, Suite 1000
Salt Lake City, UT 84101-1685
Telephone: (801) 933-7360
Facsimile: (801) 933-7373
Email: hunt.peggy@dorsey.com
seim.nathan@dorsey.com

Attorneys for Gil A. Miller, Chapter 11 Trustee

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:

WATERFORD FUNDING, LLC,
WATERFORD LOAN FUND, LLC,
WATERFORD SERVICES, LLC,
WATERFORD CANDWICH, LLC,
WATERFORD PERDIDO, LLC, *and*
INVESTMENT RECOVERY, L.C.,

Debtors.

Bankr. Case No. 09-22584
(Substantively Consolidated)

Chapter 11

The Honorable R. Kimball Mosier

NOTICE OF PROPOSED FORM OF PUBLICATION NOTICE

Gil A. Miller, Chapter 11 trustee in the above-captioned case (the "Trustee"), by and through his counsel hereby submits this Notice of Proposed Form of Publication Notice to be considered in conjunction with his Motion for Entry of an Order (I) Approving Disclosure Statement for Chapter 11 Trustee's [Proposed] Plan of Liquidation Dated August 2, 2011, (II) Approving Solicitation Procedures, Including Form of Ballot and Manner of Notice, and (III) Fixing the Confirmation Hearing and the Deadline for Filing Objections to the Confirmation of

the Plan [Docket No. 1625] (the “Disclosure Statement Approval Motion”). In the Disclosure Statement Approval Motion, the Trustee requests that the Court approve the proposed Publication Notice attached hereto as **Exhibit A**.

DATED this 18th day of October, 2011.

DORSEY & WHITNEY LLP

/s/ Peggy Hunt

Peggy Hunt
Nathan S. Seim
Attorneys for Gil A. Miller, Chapter 11 Trustee

EXHIBIT A

NOTICE OF PLAN OF LIQUIDATION AND INJUNCTION APPLICABLE REGARDING WATERFORD FUNDING, LLC, WATERFORD LOAN FUND, LLC, WATERFORD CANDWICH, LLC, WATERFORD PERDIDO, LLC AND INVESTMENT RECOVERY, LC

TAKE NOTICE THAT Gil A. Miller, the “Trustee” for the above-named entities, all Ch. 11 Debtors in a case pending in the U.S. Bankruptcy Court, District of Utah (“Court”) (Case No. 09-22584) (“Case”) is soliciting votes for his proposed Plan of Liquidation Dated August 2, 2011 (the “Plan”) through an approved “Disclosure Statement” filed in conjunction with the Plan. The Disclosure Statement and Plan are on file with Court. Copies may be obtained at the Court, at www.waterfordtrustee.com or upon request at difrancesco.moana@dorsey.com.

TAKE FURTHER NOTICE THAT you should contact the Trustee’s counsel at (801) 933-8956 if you believe you are entitled to vote on the Plan and did not receive a Ballot to vote. If disputes related to your right to vote cannot be resolved, then *by no later than 11/08/2011*, you must file with the Court and serve on the Trustee through undersigned counsel, a motion pursuant to Fed. R. Bankr. P. 3018(a). Motions not timely filed and served shall not be considered.

TAKE FURTHER NOTICE THAT a hearing to consider confirmation of the Plan and any objections or proposed amendments or modifications thereto, will be held before the Hon. R. Kimball Mosier, U.S. Bankruptcy Judge, in Rm. 369, United States Courthouse, 350 S. Main St., Salt Lake City, UT, commencing on *12/06/2011 at 2:00 p.m. (Mountain Time)*. This hearing may be adjourned from time to time without further notice other than an announcement of the adjourned date(s) at scheduled hearings. Objections to Plan confirmation must be filed with the Court and served on the Trustee by no later than *11/28/2011*. Service on the Trustee is made by receipt of the objection on or before 11/28/2011 addressed to: Peggy Hunt, Dorsey & Whitney LLP, 136 S. Main St., # 1000, Salt Lake City, UT 84101.

TAKE FURTHER NOTICE THAT pursuant to 11 U.S.C. § 1141(d)(3), any Confirmation Order shall not discharge Claims against the Debtors. But, no holder of a Claim may receive any payment from or seek recourse against any assets that are property of the Debtor’s Consolidated Estate, except for those assets required to be distributed to such holder as expressly provided for in the Plan. **THUS, THE PLAN PROVIDES FOR AN INJUNCTION THAT APPLIES TO ALL CREDITORS AND PARTIES IN INTEREST.** Details of the Injunction are in the Plan and Disclosure Statement which you may obtain as directed above. **IF YOU OBJECT TO THIS INJUNCTION, YOU MUST FILE AND SERVE AN OBJECTION TO THE PLAN IN THE MANNER AND TIME SET FORTH ABOVE. YOUR FAILURE TO TIMELY OBJECT TO THE PLAN SHALL MEAN THAT YOU CONSENT TO THIS INJUNCTION AND YOU ARE FOREVER BARRED FROM CHALLENGING THIS INJUNCTION.**