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Attorneys for Receiver Gil A. Miller

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

**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

vs.

**JOHN SCOTT CLARK, IMPACT CASH,
LLC, a Utah Limited Liability company
and IMPACT PAYMENT SYSTEMS,
LLC a Nevada Limited Liability Company,**

Defendants.

**RECEIVER'S APPLICATION FOR
INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES
(OCTOBER 1 – DECEMBER 31, 2013)**

Civil No. 1:11cv46

Judge David Nuffer

Gil A. Miller, as Receiver for the estate of Defendants Impact Cash, LLC and Impact Payment Systems, LLC, by and through counsel, submits this application for interim compensation and reimbursement of expenses incurred by the Receiver and the professionals hired on behalf of the estate, from October 1 through December 31, 2013 (the "Fee Application"). This Fee Application is made pursuant to paragraph 3(i) of the Order Establishing Monthly Fee and Expense Reimbursement Procedures, dated April 12, 2011 (the "Fee Order"). Through this Fee Application, the Receiver requests that the

Court enter an Order approving payment by the estate to the Receiver and professionals of 100% of their fees and expenses incurred during the period of October 1 through December 31, 2013 (the “Application Period”), including any amounts withheld thus far. In support hereof, the Receiver represents as follows:

1. The following table is a summary of the interim fees and expenses paid (and unpaid) to the Receiver and professionals as of the date of this Fee Application:

<u>Monthly Fee Request</u>	<u>Total Fees Requested</u>	<u>Fees Paid (80%)</u>	<u>Fees Unpaid (20%)</u>	<u>Expenses Requested</u>	<u>Expenses Paid (100%)</u>
October 2013	\$64,103.00	\$51,282.40	\$12,820.60	\$1,120.81	\$1,120.81
November 2013	63,753.00	51,002.40	12,750.60	405.96	405.96
December 2013	45,763.50	36,610.80	9,152.70	620.15	620.15
TOTAL	\$173,619.50	\$138,895.60	\$34,723.90	\$2,146.92	\$2,146.92

2. Copies of the Monthly Fee Requests for October, November and December, 2013 (without exhibits) are attached hereto as Exhibits A, B and C, respectively.

3. The difference between the fees requested and fees paid during the Application Period is \$34,723.90 (\$2,013.00 to the Receiver; \$8,794.60 to Rocky Mountain Advisory; and \$23,916.30 to Prince Yeates).

4. By this Fee Application, the Receiver requests that the Court enter an Order approving payment by the estate to the Receiver and professionals of 100% of their fees and expenses incurred during the Application Period, including \$138,895.60 (80%) that has already been paid, and \$34,723.90 (20%) withheld thus far.

5. As of today's date the total compensation and expenses awarded by the Court to the Receiver and professionals is \$2,495,400.49.

6. Pursuant to paragraph 3 of the Fee Order, this Fee Application was provided to counsel for the Securities and Exchange Commission (the "Commission") at least ten days prior to filing the application with the Court. The Monthly Fee Requests for October, November and December, 2013, were also provided to the Commission prior to their filing.

7. The Commission's Standardized Fund Accounting Report for the most recent quarter (Fourth Quarter of 2013) is attached hereto as Exhibit "D."

DATED this 27th day of January, 2014.

PRINCE, YEATES & GELDZAHLER

/s/ Jennifer R. Korb

Robert G. Wing

Jennifer R. Korb

Attorneys for Receiver, Gil A. Miller

Certificate of Service

I hereby certify that on the 27th day of January, 2014, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system which sent notification of such filing to the following:

Mona Lyman Burton

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/s/ Carol Lalor

EXHIBIT A

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

<p>SECURITIES AND EXCHANGE COMMISSION,</p> <p>Plaintiff,</p> <p>vs.</p> <p>JOHN SCOTT CLARK, IMPACT CASH, LLC, a Utah Limited Liability company and IMPACT PAYMENT SYSTEMS, LLC a Nevada Limited Liability Company,</p> <p>Defendants.</p>	<p>RECEIVER’S REQUEST FOR FEE AND EXPENSE REIMBURSEMENT FOR OCTOBER 2013</p> <p>Civil No. 1:11cv46</p> <p>Judge David Nuffer</p>
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Gil A. Miller, as Receiver for the estate of Defendants Impact Cash, LLC and Impact Payment Systems, LLC, by and through counsel, submits this request for fee and expense reimbursement for October 2013 (the “Request”).

Pursuant to the Order Establishing Monthly Fee and Expense Reimbursement Procedures, dated April 12, 2011 (the “Fee Order”), the Receiver requests reimbursement of 80% of the fees and 100% of the expenses incurred by the Receiver, and the professionals he retained on behalf of the estate (Rocky Mountain Advisory and Prince,

Yeates & Geldzahler) for the month of October 2013, or \$52,403.21, broken down as

follows:

Professionals	Hours	Fees	80% of Fees	20% of Fees (withheld)	100% of Expenses	Total Amount Requested (80% of Fees and 100% of Expenses)
Rocky Mountain Advisory	59.5	\$13,522.00	\$10,817.60	\$2,704.40	\$3.46	\$10,821.06
Receiver	13.2	3,630.00	2,904.00	726.00	0	2,904.00
Prince, Yeates & Geldzahler	182.4	46,951.00	37,560.80	9,390.20	1,117.35	38,678.15
Totals:	255.1	\$64,103.00	\$51,282.40	\$12,820.60	\$1,120.81	<u>\$52,403.21</u>

The billing statements for Rocky Mountain Advisory, the Receiver, and Prince, Yeates and Geldzahler are attached hereto as Exhibits A, B and C, respectively.

The Request was provided to counsel for the Securities and Exchange Commission (the "Commission") prior to filing, and the Receiver addressed any comments or concerns to the satisfaction of the Commission.

Pursuant to paragraph 3.d. of the Fee Order, if no objection to the payment of fees or reimbursement of expenses in this Request are filed with the Court and served on the Notice Parties within the Objection Period (as those terms are defined in the Fee Order),

the Receiver shall be authorized to make payment as requested in the Request promptly upon the expiration of the Objection Period.

DATED this 19th day of November, 2013.

PRINCE, YEATES & GELDZAHLER

/s/ Jennifer R. Korb

Robert G. Wing

Jennifer R. Korb

Attorneys for Receiver

CERTIFICATE OF SERVICE

I hereby certify that on the 19th day of November, 2013, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system which sent notification of such filing to the following:

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Manual Notice List

None.

/ s/ Carol Lalor

EXHIBIT B

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<p>SECURITIES AND EXCHANGE COMMISSION,</p> <p>Plaintiff,</p> <p>vs.</p> <p>JOHN SCOTT CLARK, IMPACT CASH, LLC, a Utah Limited Liability company and IMPACT PAYMENT SYSTEMS, LLC a Nevada Limited Liability Company,</p> <p>Defendants.</p>	<p>RECEIVER’S REQUEST FOR FEE AND EXPENSE REIMBURSEMENT FOR NOVEMBER 2013</p> <p>Civil No. 1:11cv46</p> <p>Judge David Nuffer</p>
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Gil A. Miller, as Receiver for the estate of Defendants Impact Cash, LLC and Impact Payment Systems, LLC, by and through counsel, submits this request for fee and expense reimbursement for November 2013 (the “Request”).

Pursuant to the Order Establishing Monthly Fee and Expense Reimbursement Procedures, dated April 12, 2011 (the “Fee Order”), the Receiver requests reimbursement of 80% of the fees and 100% of the expenses incurred by the Receiver, and the professionals he retained on behalf of the estate (Rocky Mountain Advisory and Prince,

Yeates & Geldzahler) for the month of November 2013, or \$51,408.36, broken down as

follows:

Professionals	Hours	Fees	80% of Fees	20% of Fees (withheld)	100% of Expenses	Total Amount Requested (80% of Fees and 100% of Expenses)
Rocky Mountain Advisory	76.40	\$17,301.00	\$13,840.80	\$3,460.20	\$16.72	\$13,857.52
Receiver	17.90	4,922.50	3,938.00	984.50	0.00	3,938.00
Prince, Yeates & Geldzahler	165.50	41,529.50	33,223.60	8,305.90	389.24	33,612.84
Totals:	259.8	\$63,753.00	\$51,002.40	\$12,750.60	\$405.96	\$51,408.36

The billing statements for Rocky Mountain Advisory, the Receiver, and Prince, Yeates and Geldzahler are attached hereto as Exhibits A, B and C, respectively.

The Request was provided to counsel for the Securities and Exchange Commission (the "Commission") prior to filing, and the Receiver addressed any comments or concerns to the satisfaction of the Commission.

Pursuant to paragraph 3.d. of the Fee Order, if no objection to the payment of fees or reimbursement of expenses in this Request are filed with the Court and served on the Notice Parties within the Objection Period (as those terms are defined in the Fee Order),

the Receiver shall be authorized to make payment as requested in the Request promptly upon the expiration of the Objection Period.

DATED this 31st day of December, 2013.

PRINCE, YEATES & GELDZAHLER

/s/ Jennifer R. Korb

Robert G. Wing

Jennifer R. Korb

Attorneys for Receiver

CERTIFICATE OF SERVICE

I hereby certify that on the 31st day of December, 2013, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system which sent notification of such filing to the following:

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Manual Notice List

None.

/ s/ Carol Lalor

EXHIBIT C

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**IN THE UNITED STATES DISTRICT COURT
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<p>SECURITIES AND EXCHANGE COMMISSION,</p> <p>Plaintiff,</p> <p>vs.</p> <p>JOHN SCOTT CLARK, IMPACT CASH, LLC, a Utah Limited Liability company and IMPACT PAYMENT SYSTEMS, LLC a Nevada Limited Liability Company,</p> <p>Defendants.</p>	<p>RECEIVER’S REQUEST FOR FEE AND EXPENSE REIMBURSEMENT FOR DECEMBER 2013</p> <p>Civil No. 1:11cv46</p> <p>Judge David Nuffer</p>
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Gil A. Miller, as Receiver for the estate of Defendants Impact Cash, LLC and Impact Payment Systems, LLC, by and through counsel, submits this request for fee and expense reimbursement for December 2013 (the “Request”).

Pursuant to the Order Establishing Monthly Fee and Expense Reimbursement Procedures, dated April 12, 2011 (the “Fee Order”), the Receiver requests reimbursement of 80% of the fees and 100% of the expenses incurred by the Receiver, and the professionals he retained on behalf of the estate (Rocky Mountain Advisory and Prince,

Yeates & Geldzahler) for the month of December 2013, or \$37,230.95, broken down as

follows:

Professionals	Hours	Fees	80% of Fees	20% of Fees (withheld)	100% of Expenses	Total Amount Requested (80% of Fees and 100% of Expenses)
Rocky Mountain Advisory	60.50	\$13,150.00	\$10,520.00	\$2,630.00	\$31.56	\$10,551.56
Receiver	5.50	1,512.50	1,210.00	302.50	0.00	1,210.00
Prince, Yeates & Geldzahler	133.60	31,101.00	24,880.80	6,220.20	588.59	25,469.39
Totals:	199.6	\$45,763.50	\$36,610.80	\$9,152.70	\$620.15	<u>\$37,230.95</u>

The billing statements for Rocky Mountain Advisory, the Receiver, and Prince, Yeates and Geldzahler are attached hereto as Exhibits A, B and C, respectively.

The Request was provided to counsel for the Securities and Exchange Commission (the "Commission") prior to filing, and the Receiver addressed any comments or concerns to the satisfaction of the Commission.

Pursuant to paragraph 3.d. of the Fee Order, if no objection to the payment of fees or reimbursement of expenses in this Request are filed with the Court and served on the Notice Parties within the Objection Period (as those terms are defined in the Fee Order),

the Receiver shall be authorized to make payment as requested in the Request promptly upon the expiration of the Objection Period.

DATED this 9th day of January, 2014.

PRINCE, YEATES & GELDZAHLER

/s/ Jennifer R. Korb

Robert G. Wing

Jennifer R. Korb

Attorneys for Receiver

CERTIFICATE OF SERVICE

I hereby certify that on the 9th day of January, 2014, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system which sent notification of *such filing to the following:*

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EXHIBIT D

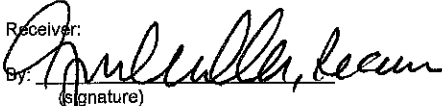
STANDARDIZED FUND ACCOUNTING REPORT for Impact Cash and Impact Payment Systems Receivership - Cash Basis
 Receivership; Civil Court Docket No. 1:11-cv-00046-DN
 Reporting Period 10/01/2013 to 12/31/2013

FUND ACCOUNTING (See Instructions):				
		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 09/30/2013):	\$ 8,319,856.72		
	<i>Increases in Fund Balance:</i>			
Line 2	Business Income			
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income			
Line 6	Business Asset Liquidation	949,120.38		
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income	206,776.48		
Line 8	Miscellaneous - Other			
	Federal Income Tax Refund			
	State Income Tax Refund			
	Total Funds Available (Lines 1 – 8):		9,475,753.58	
	<i>Decreases in Fund Balance:</i>			
Line 9	Disbursements to Investors		-	
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals	172,598.82		
Line 10b	Business Asset Expenses	2,249.34		
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	Total Third-Party Litigation Expenses			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments	148.40		
	Total Disbursements for Receivership Operations		174,996.56	
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administrator.....			
	Independent Distribution Consultant (IDC).....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses			
Line 11b	Distribution Plan Implementation Expenses:			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution (FAIR) Reporting Expenses			
	Total Plan Implementation Expenses			
	Total Disbursements for Distribution Expenses Paid by the Fund			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	Total Disbursements to Court/Other:			
	Total Funds Disbursed (Lines 9 – 11):		174,996.56	

STANDARDIZED FUND ACCOUNTING REPORT for Impact Cash and Impact Payment Systems Receivership - Cash Basis
 Receivership; Civil Court Docket No. 1:11-cv-00046-DN
 Reporting Period 10/01/2013 to 12/31/2013

Line 13	Ending Balance (As of 12/31/2013):			9,300,757.02
Line 14	Ending Balance of Fund - Net Assets:			
Line 14a	Cash & Cash Equivalents			9,300,757.02
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	Total Ending Balance of Fund - Net Assets			9,300,757.02

OTHER SUPPLEMENTAL INFORMATION:				
		<u>Detail</u>	<u>Subtotal</u>	<u>Grand Total</u>
	Report of Items NOT To Be Paid by the Fund:			
Line 15	Disbursements for Plan Administration Expenses Not Paid by the Fund:			
Line 15a	<i>Plan Development Expenses Not Paid by the Fund:</i>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<i>Total Plan Development Expenses Not Paid by the Fund</i>			
Line 15b	<i>Plan Implementation Expenses Not Paid by the Fund:</i>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisers.....			
	Tax Advisers.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<i>Total Plan Implementation Expenses Not Paid by the Fund</i>			
Line 15c	<i>Tax Administrator Fees & Bonds Not Paid by the Fund</i>			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund			
Line 16	Disbursements to Court/Other Not Paid by the Fund:			
Line 16a	<i>Investment Expenses/CRIS Fees</i>			
Line 16b	<i>Federal Tax Payments</i>			
	Total Disbursements to Court/Other Not Paid by the Fund:			
Line 17	DC & State Tax Payments			
Line 18	No. of Claims:			
Line 18a	# of Claims Received This Reporting Period..... -			
Line 18b	# of Claims Received Since Inception of Fund..... 256.00			
Line 19	No. of Claimants/Investors:			
Line 19a	# of Claimants/Investors Paid This Reporting Period..... -			
Line 19b	# of Claimants/Investors Paid Since Inception of Fund..... 139.00			

Receiver:
 By: 
 (signature)
 Greg A. Miller
 (printed name)
 Receiver
 (title)
 Date: 1-22-14

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**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

vs.

**JOHN SCOTT CLARK, IMPACT CASH,
LLC, a Utah Limited Liability company
and IMPACT PAYMENT SYSTEMS,
LLC a Nevada Limited Liability Company,**

Defendants.

(PROPOSED)

**ORDER APPROVING RECEIVER'S
APPLICATION FOR INTERIM
COMPENSATION AND
REIMBURSEMENT OF EXPENSES
(OCTOBER 1 – DECEMBER 31, 2013)**

Civil No. 1:11cv46

Judge David Nuffer

WHEREAS this Court appointed Mr. Gil A. Miller the Receiver for defendants Impact Payment Systems, LLC and Impact Cash, LLC on March 25, 2011, and

WHEREAS the Receiver, by his Application for Interim Compensation and Reimbursement of Expenses dated January 27, 2014 (the "Fee Application") seeks approval of the payment of 100% of the reasonable fees and expenses incurred by him,

his professionals at Prince, Yeates & Geldzahler and Rocky Mountain Advisory, as permitted by section XIV (Fees, Expenses and Accountings) of the Order appointing the Receiver, and paragraph 3(i) of the Order Establishing Monthly Fee and Expense Reimbursement Procedures, dated April 12, 2011, it is, hereby,

ORDERED that the Fee Application for the Receiver and the professionals, dated January 27, 2014, is accepted and approved, and it is further

ORDERED that pursuant to section XIV (Fees, Expenses and Accountings) of the Order appointing the Receiver, and paragraph 3(i) of the Order Establishing Monthly Fee and Expense Reimbursement Procedures, payment from the estate to the Receiver and the professionals of 100 % of the fees and expenses incurred during the period of October 1 through December 31, 2013, including \$138,895.60 (80%) that has already been paid, and \$34,723.90 (20%) withheld thus far, is approved.

Dated this ____ day of _____, 2013.

BY THE COURT:

HONORABLE DAVID NUFFER
United States District Judge