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SECURITIES COMMISSIONER



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Texas State Securities Board

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IN THE MATTER OF THE DEALER §
REGISTRATION OF §
FOX FINANCIAL MANAGEMENT CORPORATION, §
THE AGENT REGISTRATION OF §
JAMES EDWARD ROONEY JR., AND §
FOX LIFE SETTLEMENTS 2007-A, LLC, §
FOX LIFE SETTLEMENTS 2007-B, LLC, §
FOX LIFE SETTLEMENTS 2008-A, LLC, §
FOX LIFE SETTLEMENTS 2008-B, LLC, §
FOX LIFE SETTLEMENTS 2008-C, LLC, §
FOX LIFE SETTLEMENTS 2008-D, LLC, AND §
FOX LIFE SETTLEMENTS 2008-E, LLC §

Order No. IC10-CDO-06

To: James E. Rooney, President
Fox Financial Management Corporation (CRD # 134277)
2129 North Josey Lane
Carrollton, TX 75006

James Edward Rooney Jr. (CRD # 1857754)
Fox Financial Management Corporation
2129 North Josey Lane
Carrollton, TX 75006

James E. Rooney, Managing Member
Fox Life Settlements 2007-A, LLC
2129 N. Josey Lane
Carrollton, TX 75006

James E. Rooney, Managing Member
Fox Life Settlements 2007-B, LLC
2129 N. Josey Lane
Carrollton, TX 75006

James E. Rooney, Managing Member
Fox Life Settlements 2008-A, LLC
2129 N. Josey Lane
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James E. Rooney, Managing Member
Fox Life Settlements 2008-B, LLC
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James E. Rooney, Managing Member
Fox Life Settlements 2008-C, LLC
2129 N. Josey Lane
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James E. Rooney, Managing Member
Fox Life Settlements 2008-D, LLC
2129 N. Josey Lane
Carrollton, TX 75006

James E. Rooney, Managing Member
Fox Life Settlements 2008-E, LLC
2129 N. Josey Lane
Carrollton, TX 75006

CONSENT ORDER

Be it remembered that Fox Financial Management Corporation ("Respondent FFM"), James Edward Rooney, Jr. ("Respondent Rooney"), Fox Life Settlements 2007-A, LLC ("Respondent FLS 2007-A"), Fox Life Settlements 2007-B, LLC ("Respondent FLS 2007-B"), Fox Life Settlements 2008-A, LLC ("Respondent FLS 2008-A"), Fox Life Settlements 2008-B, LLC ("Respondent FLS 2008-B"), Fox Life Settlements 2008-C, LLC ("Respondent FLS 2008-C"), Fox Life Settlements 2008-D, LLC ("Respondent FLS 2008-D"), and Fox Life Settlements 2008-E, LLC ("Respondent FLS 2008-E") (collectively, "Respondents") appeared before the Securities Commissioner of the State of Texas ("Securities Commissioner") and consented to the entry of this order ("Order") and the Findings of Fact, Conclusions of Law, and Undertaking ("Undertaking") contained herein.

FINDINGS OF FACT

1. Respondents have waived (a) Respondents' right to notice and hearing in this matter; (b) Respondents' right to appear and present evidence in this matter; (c) Respondents' right to appeal this Order; and (d) all other procedural rights granted to the Respondents by The Securities Act, TEX. REV. CIV. STAT. ANN. art. 581-1 *et seq.* (Vernon 1964 & Supp. 2009) ("Texas Securities Act"), and the Administrative Procedure Act, TEX. GOV'T CODE ANN. § 2001.001 *et seq.* (Vernon 2008 & Supp. 2009) ("Administrative Procedure Act").
2. On or about July 7, 2005, Respondent FFM registered with the Securities Commissioner as a dealer, which is currently effective.

3. On or about August 3, 2005, Respondent Rooney registered with the Securities Commissioner as an agent of Respondent FFM, which is currently effective. Respondent Rooney is also a Managing Member of Respondent FLS 2007-A, Respondent FLS 2007-B, Respondent FLS 2008-A, Respondent FLS 2008-B, Respondent FLS 2008-C, Respondent FLS 2008-D, Respondent FLS 2008-E, and Fox Life Settlements 2009-C, LLC ("FLS 2009-C"), as well as a Director of Fox Life, Inc. ("Fox Life"), which is also a managing member of Respondent FLS 2008-C, Respondent FLS 2008-D, Respondent FLS 2008-E, and FLS 2009-C, LLC.
4. From on or about September 27, 2007 to on or about May 20, 2009, Respondents sold zero coupon bonds issued by Respondent FLS 2007-A, Respondent FLS 2007-B, Respondent FLS 2008-A, Respondent FLS 2008-B, Respondent FLS 2008-C, Respondent FLS 2008-D, Respondent FLS 2008-E, FLS 2008-F, LLC and FLS 2009-C, LLC ("FLS Bonds").
5. From on or about September 27, 2007 to on or about June 9, 2008, Respondent FFM, Respondent Rooney, Respondent FLS 2007-A, Respondent FLS 2007-B, Respondent FLS 2008-A, and Respondent FLS 2008-B failed to disclose to investors in FLS 2007-A, FLS 2007-B, FLS 2008-A, and FLS 2008-B that Provident Capital Indemnity, Ltd. ("PCI") was not authorized to solicit insurance business in Texas and was not qualified in Texas as an eligible surplus lines carrier.
6. From on or about September 27, 2007 to on or about November 11, 2007, Respondent FFM, Respondent Rooney, and Respondent FLS 2007-A failed to disclose to investors in FLS 2007-A the existence of a Texas Department of Insurance ("TDI") Order against PCI ("TDI Order").
7. From on or about November 12, 2007 to on or about September 10, 2008, Respondent FFM, Respondent Rooney, Respondent FLS 2007-A, Respondent FLS 2007-B, Respondent FLS 2008-A, Respondent FLS 2008-B, Respondent FLS 2008-C, Respondent FLS 2008-D, and Respondent FLS 2008-E failed to disclose to investors in FLS 2007-A, FLS 2007-B, FLS 2008-A, FLS 2008-B, FLS 2008-C, FLS 2008-D, and FLS 2008-E all of the findings contained in the TDI Order and the action ordered by TDI.
8. From on or about September 27, 2007 to on or about January 18, 2008, Respondent FLS 2007-A and Respondent FLS 2007-B represented to investors that Respondent FLS 2007-A and Respondent FLS 2007-B intended to acquire the guarantee bond for FLS 2007-A and FLS 2007-B from an insurance company licensed in the U.S. at a time when Respondent FLS 2007-A and Respondent FLS 2007-B knew that the guarantee bond for FLS 2007-A and FLS 2007-B was being provided by PCI and that PCI was not licensed with the TDI to solicit insurance transactions with Texas residents.

9. From in or around November 2007 to in or around September 2008, agents of Respondent FFM represented to investors in FLS 2007-A, FLS 2008-A, FLS 2008-B, FLS 2008-C, FLS 2008-D, and FLS 2008-E that the Zero Coupon Bonds were guaranteed. Respondent FFM's written supervisory procedures ("WSPs") prohibit its agents from making guarantees regarding investment results, but Respondent FFM failed to enforce this procedure.
10. From on or about September 27, 2007 to on or about May 20, 2009, agents of Respondent FFM sold FLS Bonds to certain investors for whom the FLS Bonds were not suitable. Respondent FFM's WSPs prohibit its agent from recommending unsuitable securities to a customer, but Respondent FFM failed to enforce this procedure.
11. The FLS Bonds were not registered by qualification, notification, or coordination and no permit was granted for their sale in the State of Texas.
12. From on or about June 22, 2008 to on or about September 3, 2008, agents sold FLS 2008-C, FLS 2008-D, and FLS 2008-E in Texas on behalf of Respondent FFM without first being registered as agents of Respondent FFM.
13. Respondent FFM's WSPs prohibit its agents from conducting any business requiring registration until registered appropriately, but Respondent FFM failed to enforce this procedure.
14. From in or around January 2008 to in or around March 2009, agents of Respondent FFM sent and received e-mails related to Respondent FFM's securities business without using Respondent FFM's e-mail server. Respondent FFM's procedures state that all e-mail correspondence must be sent through Respondent FFM's e-mail server, but Respondent FFM failed to enforce this procedure.
15. From on or about September 27, 2007 to on or about May 20, 2009, Respondent FFM's WSPs did not require Respondent FFM or its agents to document key information related to private placements offered by Respondent FFM.
16. On or about March 11, 2009, Staff requested Respondent FFM produce all e-mail correspondence from June 1, 2007 to December 31, 2007.
17. Respondent FFM did not maintain the e-mail correspondence in an easily accessible place.
18. On or about December 5, 2005, an agent of Respondent FFM and Respondent FFM filed a Form U-4 with the Securities Commissioner and the agent subsequently became registered as an agent of Respondent FFM, which is currently effective.

19. On or about September 1, 2007 the IRS filed a tax lien against this agent, however Respondent FFM did not disclose the tax lien on the agent's Form U-4 until January 18, 2008.

CONCLUSIONS OF LAW

1. The omissions to investors constitute inequitable practices in the sale of securities, which are bases for the issuance of an order reprimanding Respondent FFM and Respondent Rooney pursuant to Section 14.A(3) of the Texas Securities Act.
2. The unsuitable sales of FLS Bonds by agents of Respondent FFM constitute inequitable practices in the sale of securities, which are bases for the issuance of an order reprimanding Respondent FFM pursuant to Section 14.A(3) of the Texas Securities Act.
3. Respondent FFM's and Respondent Rooney's sales of the FLS Bonds are violations of Section 7.A(1) of the Texas Securities Act.
4. Respondent FFM's sales of securities through agents other than registered agents constitute bases for the issuance of an order reprimanding Respondent FFM pursuant to Section 14.A(5)(a) of the Texas Securities Act.
5. Respondent FFM's failure to establish written procedures reasonably designed to achieve compliance with the Texas Securities Act and Rules and Regulations of the Texas State Securities Board ("Board Rules") is a violation of §115.10(b)(1) of the Board Rules.
6. Respondent FFM's failures to enforce its WSPs are violations of §115.10(b)(1) of the Board Rules.
7. Respondent FFM's failure to maintain e-mail correspondence in an easily accessible place is a violation of §115.5(e)(3)(C) of the Board Rules.
8. Respondent FFM's failure to timely disclose an agent's lien is a violation of §115.9(a)(6) of the Board Rules.
9. Pursuant to Section 14.A(6) of the Texas Securities Act, the foregoing violations constitute bases for the issuance of an order reprimanding Respondent FFM and Respondent Rooney.

UNDERTAKING

Establishment of Supplemental Premiums Account

1. Respondents will ensure that Fox Life establishes and maintains an account ("Supplemental Premiums Account") dedicated to maintaining funds for the sole purpose of paying premiums, as specified in Undertaking paragraph 6, on the life insurance policies related to the FLS Bonds.
2. Respondents represent that Fox Life deposited Two Hundred Thousand Dollars (\$200,000.00) into the Supplemental Premiums Account on February 23, 2010.

Additional Funding of Supplemental Premiums Account

3. For each FLS Bond that pays off prior to the maturity date stated on the relevant offering document, Respondents will ensure that Fox Life deposits the amount remaining in the "sinking funds" account related to the FLS Bond into the Supplemental Premiums Account within twenty (20) days of the date that the FLS Bond pays off.
4. Respondents represent that Fox Life is authorized to transfer money from any FLS Bond's account to the Supplemental Premiums Account.
5. If the value of the Supplemental Premiums Account is ever less than Two Hundred Thousand Dollars (\$200,000.00), Respondents will ensure that within thirty (30) days Fox Life will deposit funds necessary to bring the value of the Supplemental Premiums Account to at least Two Hundred Thousand Dollars (\$200,000.00).

Use of Funds in Supplemental Premiums Account

6. In the event that PCI fails to satisfy its obligations related to any FLS Bond or any FLS Bond has not paid off on or before the stated maturity date, Respondents will use the funds in the Supplemental Premiums Account to pay premiums on the life insurance policy related to the FLS Bond until the policy is sold at a fair market value for the benefit of the investors in the FLS Bond.
7. Respondents will not invest the funds in the Supplemental Premiums Account in a manner that risks materially the principal placed in the account.
8. Respondents will ensure that the Supplemental Premiums Account remains open and funded pursuant to the conditions described in this Undertaking until all of the FLS Bonds have matured or all of the life insurance policies associated with the FLS Bonds have been sold pursuant to Undertaking paragraph 6, whichever is later.

Efforts in Selling Policies

9. In the event that Respondents seek to sell any of the life insurance policies related to the FLS Bonds, Respondents will engage in good-faith, reasonable efforts in finding the best sales price for investors in the relevant FLS Bond.

Payments to Holders of Carried Interests

10. If any life insurance policy related to the FLS Bonds is sold at a price that results in the relevant investors not receiving the full value of their FLS Bonds, Respondents will not transfer any proceeds from the sale of the FLS Bond to holders of “carried interests” in such FLS Bond.

Prohibited Marketing Efforts

11. Respondent FFM and Respondent Rooney will not provide to prospective clients any offering materials related to closed offerings.
12. Respondent FFM and Respondent Rooney will ensure that agents or employees of Respondent FFM do not provide to prospective clients any offering materials related to closed offerings.

Independent Consultant

13. Respondent FFM will retain an independent outside consultant (“Consultant”) that is not unacceptable to the staff of the Texas State Securities Board, within twenty (20) days of the date that this Order is entered by the Securities Commissioner. Respondent FFM will submit, at least ten (10) days prior to retaining the Consultant, a letter to the Director of the Inspections and Compliance Division of the Texas State Securities Board (“Director”) identifying: the Consultant, the Consultant’s experience in the securities industry, and all pre-existing personal and business relationships between the Consultant and Respondents (including any employees or affiliates).
14. Respondent FFM will retain the Consultant for a period of one (1) year from the date that this Order is entered by the Securities Commissioner for the purpose of reviewing Respondent FFM’s activities to monitor for compliance with all applicable securities laws and regulations. To that end, Respondent FFM further undertakes and agrees to require that the Consultant will, at a minimum:
 - a. Review Respondent FFM’s supervisory system, including but not limited to Respondent FFM’s written supervisory procedures, within forty (40) days of the date that this Order is entered by the Securities Commissioner.
 - b. Conduct on-site reviews of Respondent FFM’s home office every six (6) months, starting immediately after this Order is entered by the Securities Commissioner, to ensure compliance with all applicable securities laws and regulations by reviewing:

- a. Respondent FFM's compliance with the books and records requirements of §1115.5 of the Board Rules;
 - b. Twenty percent (20%) of the private placement sales to Respondent FFM's clients (randomly selected);
 - c. Ten percent (10%) of the correspondence between Respondent FFM and its clients (randomly selected); and
 - d. All regulatory filings and application forms related to Respondent FFM and its agents, employees, personnel, etc.
- c. Within twenty (20) days of each review described in 14.a and 14.b, above, provide Respondent FFM a written report ("Report") identifying the files reviewed by the Consultant and the Consultant's findings and recommendations.
15. Respondent FFM will submit to the Director within thirty (30) days of receiving each Report: (1) the Report; and (2) a statement identifying all corrective measures taken by Respondent FFM in response to the Report, and stating the reason(s) for not following any of the Consultant's recommendations in the Report.

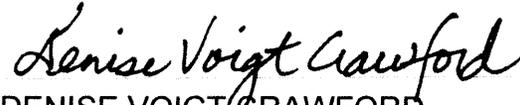
Failure to Comply with Undertaking

16. In the event that any of the Respondents violate a provision of this Undertaking, Respondents will immediately cease all securities related activity in Texas until the violation is addressed and corrected, if necessary.
17. Respondents will submit a written notification to the Director within five (5) business days of the date that any of the Respondents realize that any Respondent has not complied with a provision of this Undertaking. Such notification shall identify specifically the violation and any corrective measures taken by Respondents.
18. If any of the Respondents fail to comply with a provision of this Undertaking, Respondent FFM and Respondent Rooney will withdraw voluntarily all of their registrations with the Securities Commissioner within ten (10) business days of learning of such failure.
19. Respondents acknowledge that a violation of the terms of this Undertaking constitutes basis for administrative action pursuant to Sections 14.A(11), and 23-1 of the Texas Securities Act.

ORDER

1. It is therefore ORDERED that Fox Financial Management Corporation and James Edward Rooney, Jr. are hereby REPRIMANDED.
2. It is further ORDERED that Fox Financial Management Corporation, James Edward Rooney, Jr., Fox Life Settlements 2007-A, LLC, Fox Life Settlements 2007-B, LLC, Fox Life Settlements 2008-A, LLC, Fox Life Settlements 2008-B, LLC, Fox Life Settlements 2008-C, LLC, Fox Life Settlements 2008-D, LLC, and Fox Life Settlements 2008-E, LLC hereby CEASE AND DESIST from engaging in violations of the Texas Securities Act.
3. Fox Financial Management Corporation, James Edward Rooney, Jr., Fox Life Settlements 2007-A, LLC, Fox Life Settlements 2007-B, LLC, Fox Life Settlements 2008-A, LLC, Fox Life Settlements 2008-B, LLC, Fox Life Settlements 2008-C, LLC, Fox Life Settlements 2008-D, LLC, and Fox Life Settlements 2008-E, LLC are hereby ORDERED to COMPLY with the terms of the Undertaking contained herein.

SIGNED AND ENTERED BY THE SECURITIES COMMISSIONER this 23rd
day of February, 2010.

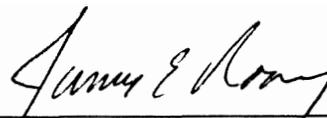

DENISE VOIGT CRAWFORD
Securities Commissioner

Respondents:



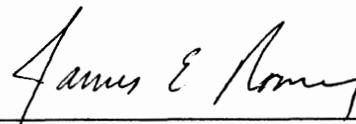
James Edward Rooney, Jr., Individually

Fox Financial Management Corporation



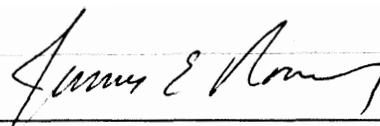
James E. Rooney, President

Fox Life Settlements 2007-A, LLC



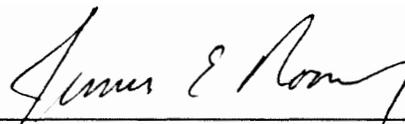
James E. Rooney, Managing Member

Fox Life Settlements 2007-B, LLC



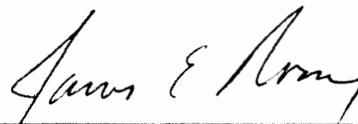
James E. Rooney, Managing Member

Fox Life Settlements 2008-A, LLC



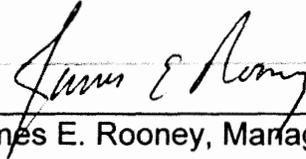
James E. Rooney, Managing Member

Fox Life Settlements 2008-B, LLC



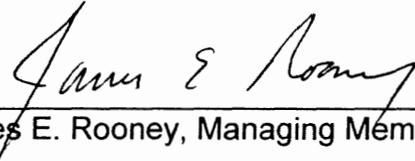
James E. Rooney, Managing Member

Fox Life Settlements 2008-C, LLC



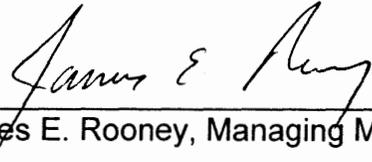
James E. Rooney, Managing Member

Fox Life Settlements 2008-D, LLC



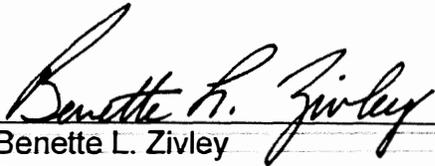
James E. Rooney, Managing Member

Fox Life Settlements 2008-E, LLC

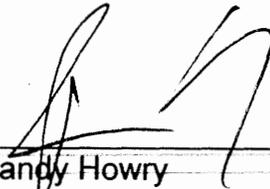


James E. Rooney, Managing Member

Approved as to Form:



Benette L. Zivley
Director
Inspections and Compliance Division

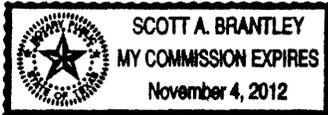


Randy Howry
Attorney for Respondents

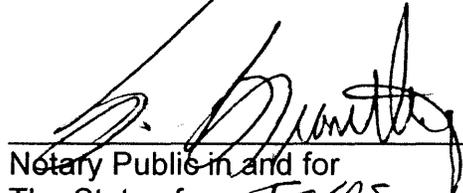
ACKNOWLEDGMENT

On the 19 day of February, 2010, James Edward Rooney, Jr. ("Respondent Rooney") personally appeared before me, executed the foregoing Order, and acknowledged that:

1. ~~Respondent Rooney has read the foregoing Order;~~
2. Respondent Rooney has been fully advised of his rights under the Texas Securities Act and the Administrative Procedure Act;
3. Respondent Rooney knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact, Conclusions of Law, and Undertaking contained therein; and
4. Respondent Rooney, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived his rights as set forth therein.

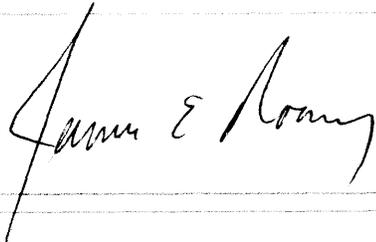


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Notary Public in and for
The State of TEXAS

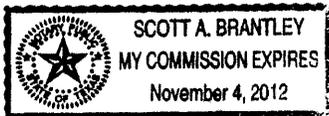
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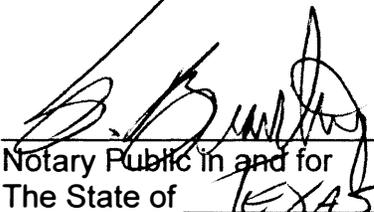
ACKNOWLEDGMENT

On the 19 day of February, 2010, Fox Financial Management Corporation ("Respondent FFM"), by and through James E. Rooney, its President, appeared before me, executed the foregoing Order, and acknowledged that:

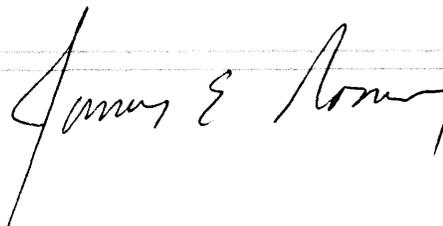
1. James E. Rooney is duly authorized to enter into the foregoing Order on behalf of Respondent FFM;
2. James E. Rooney has read the foregoing Order;
3. Respondent FFM has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent FFM knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact, Conclusions of Law, and Undertaking contained herein; and
5. Respondent FFM, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.



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Notary Public in and for
The State of TEXAS

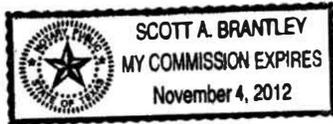
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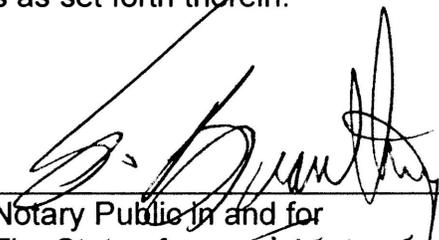
ACKNOWLEDGMENT

On the 19 day of February, 2010, Fox Life Settlements 2007-A, LLC. ("Respondent FLS 2007-A"), by and through James E. Rooney, its Managing Member, appeared before me, executed the foregoing Order, and acknowledged that:

1. James E. Rooney is duly authorized to enter into the foregoing Order on behalf of Respondent FLS 2007-A;
2. James E. Rooney has read the foregoing Order;
3. Respondent FLS 2007-A has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent FLS 2007-A knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact, Conclusions of Law, and Undertaking contained herein; and
5. Respondent FLS 2007-A, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.

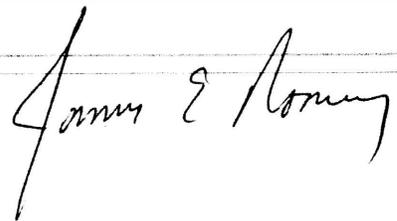


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The State of TEXAS

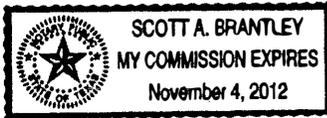
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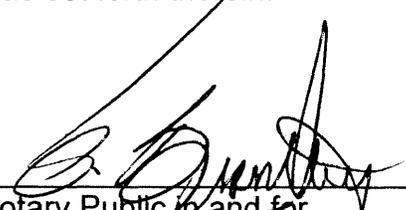
ACKNOWLEDGMENT

On the 19 day of February, 2010, Fox Life Settlements 2007-B, LLC. ("Respondent FLS 2007-B"), by and through James E. Rooney, its Managing Member, appeared before me, executed the foregoing Order, and acknowledged that:

1. James E. Rooney is duly authorized to enter into the foregoing Order on behalf of Respondent FLS 2007-B;
2. James E. Rooney has read the foregoing Order;
3. Respondent FLS 2007-B has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent FLS 2007-B knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact, Conclusions of Law, and Undertaking contained herein; and
5. Respondent FLS 2007-B, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.

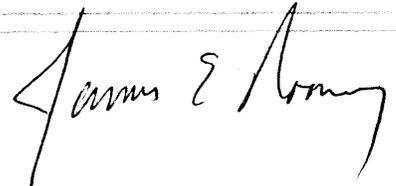


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The State of TEXAS

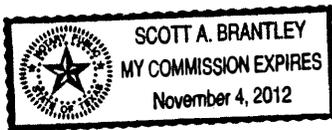
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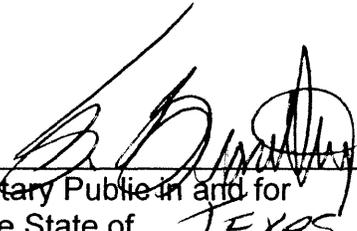
ACKNOWLEDGMENT

On the 19 day of February, 2010, Fox Life Settlements 2008-A, LLC. ("Respondent FLS 2008-A"), by and through James E. Rooney, its Managing Member, appeared before me, executed the foregoing Order, and acknowledged that:

1. James E. Rooney is duly authorized to enter into the foregoing Order on behalf of Respondent FLS 2008-A;
2. James E. Rooney has read the foregoing Order;
3. Respondent FLS 2008-A has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent FLS 2008-A knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact, Conclusions of Law, and Undertaking contained herein; and
5. Respondent FLS 2008-A, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.

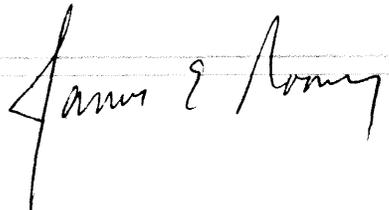


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The State of TEXAS

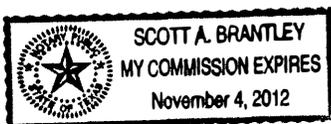
My commission expires on: 11-4-2012



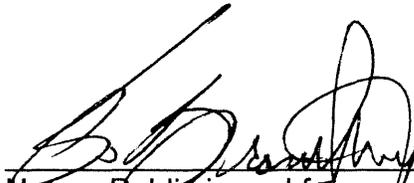
ACKNOWLEDGMENT

On the 19 day of February, 2010, Fox Life Settlements 2008-B, LLC. ("Respondent FLS 2008-B"), by and through James E. Rooney, its Managing Member, appeared before me, executed the foregoing Order, and acknowledged that:

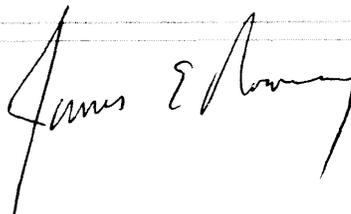
1. James E. Rooney is duly authorized to enter into the foregoing Order on behalf of Respondent FLS 2008-B;
2. James E. Rooney has read the foregoing Order;
3. Respondent FLS 2008-B has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent FLS 2008-B knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact, Conclusions of Law, and Undertaking contained herein; and
5. Respondent FLS 2008-B, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.



[affix notary seal here]


Notary Public in and for
The State of TEXAS

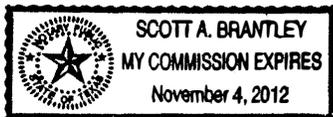
My commission expires on: 11-4-2012



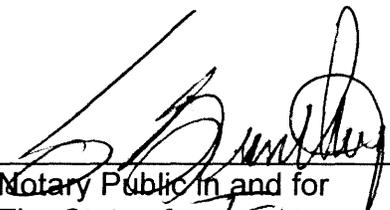
ACKNOWLEDGMENT

On the 19 day of February, 2010, Fox Life Settlements 2008-C, LLC. ("Respondent FLS 2008-C"), by and through James E. Rooney, its Managing Member, appeared before me, executed the foregoing Order, and acknowledged that:

1. James E. Rooney is duly authorized to enter into the foregoing Order on behalf of Respondent FLS 2008-C;
2. James E. Rooney has read the foregoing Order;
3. Respondent FLS 2008-C has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent FLS 2008-C knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact, Conclusions of Law, and Undertaking contained herein; and
5. Respondent FLS 2008-C, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.

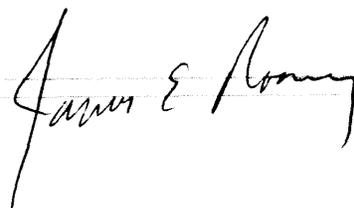


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Notary Public in and for
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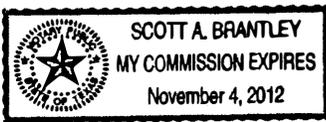
My commission expires on: 11-4-2012



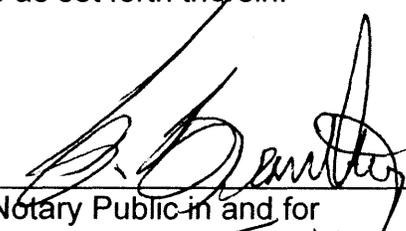
ACKNOWLEDGMENT

On the 19 day of February, 2010, Fox Life Settlements 2008-D, LLC. ("Respondent FLS 2008-D"), by and through James E. Rooney, its Managing Member, appeared before me, executed the foregoing Order, and acknowledged that:

1. James E. Rooney is duly authorized to enter into the foregoing Order on behalf of Respondent FLS 2008-D;
2. James E. Rooney has read the foregoing Order;
3. Respondent FLS 2008-D has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent FLS 2008-D knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact, Conclusions of Law, and Undertaking contained herein; and
5. Respondent FLS 2008-D, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.

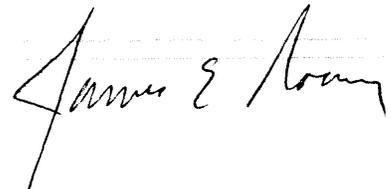


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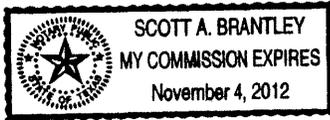
My commission expires on: 11-4-2012



ACKNOWLEDGMENT

On the 17 day of February, 2010, Fox Life Settlements 2008-E, LLC. ("Respondent FLS 2008-E"), by and through James E. Rooney, its Managing Member, appeared before me, executed the foregoing Order, and acknowledged that:

1. James E. Rooney is duly authorized to enter into the foregoing Order on behalf of Respondent FLS 2008-E;
2. James E. Rooney has read the foregoing Order;
3. Respondent FLS 2008-E has been fully advised of its rights under the Texas Securities Act and the Administrative Procedure Act;
4. Respondent FLS 2008-E knowingly and voluntarily consents to the entry of the foregoing Order and the Findings of Fact, Conclusions of Law, and Undertaking contained herein; and
5. Respondent FLS 2008-E, by consenting to the entry of the foregoing Order, has knowingly and voluntarily waived its rights as set forth therein.



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Notary Public in and for
The State of TEXAS

My commission expires on: 11-4-2012

