

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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CORPORATIONS DIV
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In re:)	Chapter 11
RCS CAPITAL CORPORATION,)	Case No. 16-10223 (MFW)
)	
Debtor.)	
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In re:)	Chapter 11
AMERICAN NATIONAL STOCK TRANSFER, LLC,)	Case No. 16-10224 (MFW)
)	
Debtor.)	
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In re:)	Chapter 11
BRAVES ACQUISITION, LLC,)	Case No. 16-10225 (MFW)
)	
Debtor.)	
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In re:)	Chapter 11
DIRECTVEST, LLC,)	Case No. 16-10226 (MFW)
)	
Debtor.)	
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In re:)	Chapter 11
J.P. TURNER & COMPANY CAPITAL MANAGEMENT, LLC,)	Case No. 16-10227 (MFW)
)	
Debtor.)	
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In re:

RCS ADVISORY SERVICES, LLC,

Debtor.

) Chapter 11
)
) Case No. 16-10228 (MFW)
)
)

In re:

REALTY CAPITAL SECURITIES, LLC,

Debtor.

) Chapter 11
)
) Case No. 16-10230 (MFW)
)
)

In re:

SBSI INSURANCE AGENCY OF TEXAS, INC.,

Debtor.

) Chapter 11
)
) Case No. 16-10231 (MFW)
)
)

In re:

SK RESEARCH, LLC,

Debtor.

) Chapter 11
)
) Case No. 16-10232 (MFW)
)
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In re:

TRUPOLY, LLC,

Debtor.

) Chapter 11
)
) Case No. 16-10233 (MFW)
)
)

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In re:) Chapter 11
WE R CROWDFUNDING, LLC,) Case No. 16-10234 (MFW)
)
Debtor.)
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In re:) Chapter 11
CETERA ADVISOR NETWORKS INSURANCE SERVICES, LLC,) Case No. 16-10730 (MFW)
)
Debtor.)
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In re:) Chapter 11
CETERA ADVISORS INSURANCE SERVICES, LLC) Case No. 16-10731 (MFW)
)
Debtor.)
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In re:) Chapter 11
CETERA FINANCIAL GROUP, INC.,) Case No. 16-10732 (MFW)
)
Debtor.)
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In re:

CETERA FINANCIAL HOLDINGS, INC.,

Debtor.

)
) Chapter 11
)
) Case No. 16-10733 (MFW)
)
)

In re:

CETERA FINANCIAL SPECIALISTS SERVICES
LLC,

Debtor.

)
) Chapter 11
)
) Case No. 16-10734 (MFW)
)
)

In re:

CETERA INSURANCE AGENCY LLC,

Debtor.

)
) Chapter 11
)
) Case No. 16-10735 (MFW)
)
)

In re:

CHARGERS ACQUISITION, LLC,

Debtor.

)
) Chapter 11
)
) Case No. 16-10736 (MFW)
)
)

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In re:) Chapter 11
FAS HOLDINGS, INC.,) Case No. 16-10737 (MFW)
)
Debtor.)
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In re:) Chapter 11
FIRST ALLIED HOLDINGS INC.,) Case No. 16-10738 (MFW)
)
Debtor.)
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In re:) Chapter 11
ICC INSURANCE AGENCY, INC.,) Case No. 16-10739 (MFW)
)
Debtor.)
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In re:) Chapter 11
INVESTORS CAPITAL HOLDINGS, LLC,) Case No. 16-10740 (MFW)
)
Debtor.)
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In re:) Chapter 11
LEGEND GROUP HOLDINGS, LLC,) Case No. 16-10741 (MFW)
)
Debtor.)
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In re:

SBS FINANCIAL ADVISORS, INC.,

Debtor.

)
) Chapter 11

)
) Case No. 16-10742 (MFW)

In re:

SBS INSURANCE AGENCY OF FLORIDA, INC.,

Debtor.

)
) Chapter 11

)
) Case No. 16-10743 (MFW)

In re:

SBS OF CALIFORNIA INSURANCE AGENCY,
INC.,

Debtor.

)
) Chapter 11

)
) Case No. 16-10744 (MFW)

In re:

SUMMIT CAPITAL GROUP, INC.,

Debtor.

)
) Chapter 11

)
) Case No. 16-10745 (MFW)

In re:

SUMMIT FINANCIAL SERVICES GROUP, INC.,

Debtor.

)
) Chapter 11

)
) Case No. 16-10746 (MFW)

In re:)	Chapter 11
SUMMIT HOLDING GROUP, INC.,)	Case No. 16-10747 (MFW)
)	
Debtor.)	
In re:)	Chapter 11
VSR GROUP, LLC,)	Case No. 16-10748 (MFW)
)	
Debtor.)	Ref. Docket Nos. 819 and <u>938</u>

**FINAL DECREE CLOSING CERTAIN OF
THE REORGANIZED DEBTORS' CHAPTER 11 CASES**

Upon consideration of the *Reorganized Debtors' Motion for a Final Decree Closing Each of the Reorganized Debtors' Cases Other than the Case of RCS Capital Holdings, LLC* [Docket No. 819] (the "Motion");¹ and it appearing that due and sufficient notice of the Motion has been given under the circumstances; and it appearing that no other or further notice of the Motion is required; and it appearing that the Court has jurisdiction to consider the Motion in accordance with 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and after due deliberation and upon the Court's determination that the relief requested in the Motion is in the best interests of the Reorganized Debtors, their estates and creditors and other parties in interest; and sufficient cause appearing for the relief requested in the Motion; **IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:**

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

1. The Motion is granted as set forth herein.
2. The cases (collectively, the “Closed Cases”) of the following Reorganized Debtors (collectively, the “Closing Case Debtors”) are hereby closed effective as of September 30, 2016:

- a. Cetera Advisor Networks Insurance Services LLC (Case No. 16-10730),
- b. Cetera Advisors Insurance Services LLC (Case No. 16-10731),
- c. Cetera Financial Group, Inc. (Case No. 16-10732),
- d. Cetera Financial Holdings, Inc. (Case No. 16-10733),
- e. Cetera Financial Specialists Services LLC (Case No. 16-10734),
- f. Cetera Insurance Agency LLC (Case No. 16-10735),
- g. Chargers Acquisition, LLC (Case No. 16-10736),
- h. FAS Holdings, Inc. (Case No. 16-10737),
- i. ICC Insurance Agency, Inc. (Case No. 16-10739),
- j. Investors Capital Holdings, LLC (Case No. 16-10740),
- k. Legend Group Holdings, LLC (Case No. 16-10741),
- l. SBS Financial Advisors, Inc. (Case No. 16-10742),
- m. SBS Insurance Agency of Florida, Inc. (Case No. 16-10743),
- n. SBS of California Insurance Agency, Inc. (Case No. Case No. 16-10744),
- o. Summit Capital Group, Inc. (Case No. 16-10745),
- p. Summit Financial Services Group, Inc. (Case No. 16-10746),
- q. Summit Holding Group, Inc. (Case No. 16-10747), and
- r. VSR Group, LLC (Case No. 16-10748).

3. The cases (collectively, the “Remaining Cases”) of the following Reorganized Debtors (collectively, the “Remaining Case Debtors”) shall remain open pending further order of this Court:

- a. RCS Capital Corporation (Case No. 16-10223),
- b. American National Stock Transfer, LLC (Case No. 16-10224),
- c. Braves Acquisition, LLC (Case No. 16-10225),
- d. DirectVest, LLC (Case No. 16-10226),
- e. J.P. Turner & Company Capital Management, LLC (Case No. 16-10227),
- f. RCS Advisory Services, LLC (Case No. 16-10228),
- g. Realty Capital Securities, LLC (Case No. 16-10230),
- h. SBSI Insurance Agency of Texas, Inc. (Case No. 16-10231),
- i. SK Research, LLC (Case No. 16-10232),
- j. Trupoly, LLC (Case No. 16-10233),

- k. We R Crowdfunding, LLC (Case No. 16-10234), and
- l. First Allied Holdings Inc. (Case No. 16-10738).

4. The Remaining Cases shall be administered under the following amended caption:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

)	
In re:)	Chapter 11
)	
RCS CAPITAL CORPORATION, <i>et. al.</i>)	Case No. 16-10223 (MFW)
)	
Reorganized Debtors. ¹)	
)	

¹ The "Reorganized Debtors" in these chapter 11 cases, along with the last four digits of their respective federal tax identification numbers, are: RCS Capital Corporation n/k/a Aretec Group, Inc. (4716); American National Stock Transfer, LLC (3206); Braves Acquisition, LLC (6437); DirectVest, LLC (9461); J.P. Turner & Company Capital Management, LLC (7535); RCS Advisory Services, LLC (4319); RCS Capital Holdings, LLC (9238); Realty Capital Securities, LLC (0821); SBSI Insurance Agency of Texas, Inc. (9203); SK Research, LLC (4613); Trupoly, LLC (5836); We R Crowdfunding, LLC (9785); and First Allied Holdings Inc. (7319). The Reorganized Debtors' corporate headquarters and mailing address is located at 200 North Sepulveda Blvd., Suite 1200, El Segundo, CA 90245, Attn. Legal Department.

5. The Clerk of the Court shall enter this Final Decree individually on the docket of each of the Closed Cases and thereafter such dockets shall be marked as "Closed."

6. For the avoidance of doubt, nothing in the Motion or in this Final Decree shall impair or modify the rights and/or defenses of any party with respect to any of the Closing Case Debtors, including, without limitation, with respect to any distributions under the Cetera Prepackaged Plan and/or the claims reconciliation process, it being understood that all such rights and defenses shall be preserved to the same extent that the Closed Cases had not been closed. Moreover, nothing in the Motion or in this Final Decree shall impair or modify the rights of the Creditor Trust to carry out its duties provided for under the RCS Plan, the Confirmation Order, or the Creditor Trust Agreement, including, without limitation, the pursuit of any Litigation Assets.

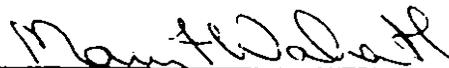
7. Unless otherwise agreed by the U.S. Trustee, the Closing Case Debtors shall complete any remaining monthly, quarterly and final reports with respect to the Closed Cases and shall pay all fees accrued and owing under 28 U.S.C. § 1930 with respect to disbursements made in the Closed Cases within twenty-one (21) days of the entry of this Final Decree.

8. Entry of this Final Decree is without prejudice to the rights of (i) any party to seek to reopen the Closed Cases pursuant to section 350(b) of the Bankruptcy Code and (ii) the Remaining Case Debtors to seek entry of a final decree (in connection with the Motion or otherwise) with respect to any or all of the Remaining Cases.

9. The Reorganized Debtors and Prime Clerk LLC, the claims and noticing agent in these chapter 11 cases, are authorized to take all actions that may be necessary to effectuate the relief granted in this Final Decree.

10. This Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Final Decree.

Dated: September 30, 2016
Wilmington, Delaware



MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE