

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA  
FORT LAUDERDALE DIVISION

CASE NO. 03-80612 CIV-MARRA/JOHNSON

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

MICHAEL LAUER, LANCER MANAGEMENT  
GROUP, LLC, and LANCER MANAGEMENT  
GROUP II, LLC,

Defendants,

and

LANCER OFFSHORE, INC., LANCER  
PARTNERS, LP, OMNIFUND, LTD., LSPV,  
INC., and LSPV, LLC,

Relief Defendants.

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**NOTICE OF OPPORTUNITY TO SUBMIT BIDS AT AUCTION FOR  
RESTORED 1990 MERCEDES-BENZ C-11-05 VINTAGE RACE CAR**

PLEASE TAKE NOTICE that:

1. On January 7, 2008, the United States District Court for the Southern District of Florida (the "District Court"), entered an Order: (a) authorizing the sale of a certain 1990 Mercedes-Benz C-11-05 Race Car, including all engines, wheels, tires, parts, spare parts and accessories (collectively, the "C-11") free and clear of all liens, claims, and encumbrances; (b) approving competitive bidding procedures and stalking horse protections; (c) approving this notice; and (d) scheduling an auction to consider competitive bids (the "Bid Procedures Order").<sup>1</sup>

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<sup>1</sup> A copy of the Bid Procedures Order may be obtained upon written request to Receiver's counsel listed

2. Pursuant to the Bid Procedures Order,<sup>2</sup> the Receiver has received authorization from the District Court to employ the procedures set forth herein for consideration of competitive bids for purchase of the C-11, including, approval of the form Vehicle Sales Agreement; establishing deadlines and certain criteria for submitting Qualified Bids; the selection of a Stalking Horse Bidder; approval of bidding protections and overbid requirements; and the scheduling of an Auction.

### **STALKING HORSE BID**

3. The District Court has approved a Vehicle Sales Agreement (the “Agreement”) presented by A2 Investments, Ltd. (“Purchaser”) for the purchase of the C-11 in the amount of \$2,000,000.00 (the “Stalking Horse Bid”), subject to higher and better offers via a competitive bid process.<sup>3</sup> The form of the Vehicle Sales Agreement submitted by the Purchaser is the form approved by the District Court for the purpose of submitting any competitive bids.

### **ELIGIBILITY TO MAKE BIDS**

4. Any person or entity who wishes to participate in a competitive bidding process for the purchase of the C-11 (the “Auction”), must satisfy the requirements set forth below to become a Qualified Bidder. The Receiver will only consider bids that are proposed by a Qualified Bidder.

### **BIDDING PROCESS**

5. Any bidder who desires to make a competing offer for the C-11 must submit a qualified competing bid to counsel for the Receiver at the address below **on or before 5:00 p.m.**

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below.

<sup>2</sup> In the event of any discrepancy between the terms of this Notice and the terms of the Bid Procedures Order, the Bid Procedures Order shall govern and control.

<sup>3</sup> A copy of the Agreement may be obtained upon written request to Receiver’s counsel listed below.

**(E.S.T.) on January 24, 2008 (the “Bid Deadline”).** To constitute a qualified competing bid (a “Qualified Bid”) the following conditions must be satisfied:

i. The bidder agrees to purchase the C-11 pursuant to the terms of the Agreement in all material respects, except for the purchase price term;

ii. The bidder must wire transfer or deposit a cashier’s check in the amount of \$200,000.00 (the “Good Faith Deposit”) made payable to the Receiver by the Bid Deadline; and

iii. The minimum initial competing bid must provide for payment of not less than \$2,125,000.00 (the “Minimum Initial Bid”) as consideration for the C-11, with such amount to be paid at closing by wire transfer with a credit for the Good Faith Deposit.

### **THE AUCTION**

6. In the event that there are one or more Qualified Bids on or before the Bid Deadline, the Receiver shall conduct the Auction with respect to Qualified Bids. The Auction shall take place on **January 29, 2008 commencing at 2:00 p.m. at the law offices of Hunton & Williams LLP, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131.** Bidders that submit a Qualified Bid may participate telephonically or appear in person at the Auction. Bidding at the Auction will commence with the Minimum Initial Bid of \$2,125,000.00 and continue thereafter in increments of not less than \$25,000.00 until 4:00 p.m. (E.S.T.) January 29, 2008.

7. The Auction will remain open after the expiration of the auction term until there is a period of ten (10) consecutive minutes without any further bidding activity (the “Bid Period”). If the Receiver does not receive a higher incremental bid from another bidder before the expiration of the Bid Period, the bidder that submitted the last highest bid shall be designated the “Successful Bidder” and the second highest bidder shall be designated the “Back-up Bidder”. If the Receiver does not receive a Qualified Bid from another bidder by the Bid Deadline, the Purchaser shall be designated the Successful Bidder and shall be entitled to purchase the C-11 at the initial purchase price of \$2,000,000.00.

