

**IN THE UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF TENNESSEE
WESTERN DIVISION**

| | | |
|-------------------------------|---|--------------------------|
| REGIONS BANK, |) | |
| as Indenture Trustee, |) | |
| |) | |
| Plaintiff, |) | |
| |) | |
| v. |) | Case No. 06-cv-2239 MI/V |
| |) | |
| CME-CORNERS, INC., and |) | |
| THE HEALTH, EDUCATIONAL AND |) | |
| HOUSING FACILITY BOARD OF THE |) | |
| COUNTY OF SHELBY, TENNESSEE, |) | |
| |) | |
| Defendants. |) | |

**ORDER INSTRUCTING TRUSTEE WITH RESPECT
TO SINKING FUND REDEMPTIONS ON BONDS**

THIS MATTER came before the Court on the Expedited Motion for Trust Instruction and to Set Hearing (the “Motion”) and the Verified Complaint For Appointment Of Receiver, Injunctive Relief, And Damages (the “Verified Complaint”), filed by the Plaintiff herein, Regions Bank, in its capacity as successor indenture trustee under that certain Trust Indenture dated as of December 1, 1996 (the “Trustee,” as more fully described in the Verified Complaint). The Court held a hearing in this matter on June 16, 2006. The Court having considered the matter, considered the evidence presented, and for other good cause, **HEREBY ORDERS:**

1. The Motion is granted and the Trustee is hereby instructed and ordered not to make the Sinking Fund Redemptions, and is further instructed and ordered to hold such amounts in the respective Debt Service Reserve Funds, in trust for the benefit of the Bondholders and in accordance with the terms of the Trust Indenture (other than section 3.7 of the Trust Indenture).

2. The requirements of Rule LR7.2 of the Local Rules of the United States District

Court for the Western District of Tennessee are deemed to have been satisfied.

IT IS SO ORDERED

ENTERED this 21st day of June, 2006.

/s/ Jon P. McCalla
JON P. McCALLA
UNITED STATES DISTRICT JUDGE

Submitted for Entry by:

/s/Robert J. Welhoelter
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