

Exhibit A

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

In re:) Chapter 11
)
TWG CAPITAL, INC.,) Case No. 12-11019-BHL-11
)
Debtor.)

**ORDER ON FIRST DAY MOTION FOR ENTRY OF AN ORDER AUTHORIZING
THE DEBTOR TO PAY CERTAIN COMMISSIONS TO DOWNLINE AGENTS
FROM CERTAIN TRUST FUND RECEIVED BY THE DEBTOR,
AND REMIT TO ONE OR MORE SPECIAL PURPOSE VEHICLES RECEIPTS
RECEIVED BY THE DEBTOR IN TRUST AS SERVICER IN WHICH THE DEBTOR
HAS NO EQUITABLE INTEREST**

This matter is before the Court on the *First Day Motion For Entry Of An Order Authorizing The Debtor To Pay Certain Commissions To Downline Agents From Certain Trust Fund Received By The Debtor, And Remit To One Or More Special Purpose Vehicles Receipts Received By The Debtor In Trust As Servicer In Which The Debtor Has No Equitable Interest* (the "Remission Motion") filed by TWG Capital, Inc. (the "Debtor"), the debtor and debtor in possession in the above-captioned Chapter 11 case. The Court, having reviewed the Remission Motion, and after due deliberation and a hearing, finds that (i) it has jurisdiction over the matters

raised in the Remission Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157; (iii) the relief requested is in the best interests of the Debtor, its estate, its creditors, and other parties in interest; (iv) proper and adequate notice of the Remission Motion and the hearing thereon has been given and no other or further notice is necessary; and (v) good and sufficient cause exists for the granting of the relief as set forth herein. Accordingly,

IT IS HEREBY ORDERED that:

1. The Remission Motion is GRANTED.
2. The Debtor is authorized to pay the September Commission Remissions and all future Commission Monies in the ordinary business per its agreement and obligations to IR7.
3. Key Bank is directed and authorized to accept and honor the checks as presented for payment from the Operating Account that constitute the September Commission Remissions in the ordinary course of business, check numbers 1763 – 1788.
4. The Debtor is authorized to make the SPV Trust Disbursements as and when the SPV Receipts are received in the ordinary course of business.
5. The Debtor shall cause a copy of this Order to be served on Key Bank within five (5) business days of the date hereof.

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