

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF FLORIDA  
FORT MYERS DIVISION

CASE NO. 2:09-cv-229-FTM-29 SPC

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

vs.

FOUNDING PARTNERS CAPITAL MANGEMENT,  
CO., and WILLIAM L. GUNLICKS,

Defendants,

SUN CAPITAL, INC.,  
SUN CAPITAL HEALTHCARE, INC.,  
FOUNDING PARTNERS STABLE-VALUE FUND, LP,  
FOUNDING PARTNERS STABLE-VALUE FUND II, LP,  
FOUNDING PARTNERS GLOBAL FUND, LTD, and  
FOUNDING PARTNERS HYBRID-VALUE FUND, LP,

Relief Defendants.

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**MOTION FOR LEAVE TO WITHDRAW AS COUNSEL FOR  
WILLIAM L. GUNLICKS AND PAMELA GUNLICKS**

The law firm of Carlton Fields, P.A. and its attorneys hereby move the Court for leave to withdraw as counsel for William L Gunlicks and Pamela Gunlicks (the “Gunlicks”) in the above-styled matter and to have their names removed from the service list in this matter and be relieved of all further responsibilities to the Gunlicks’ in this matter.

Irreconcilable differences have arisen between the Gunlicks and undersigned counsel necessitating the withdrawal of counsel from this case.

Counsel have good cause to make this motion, and circumstances have arisen that prevent them from continuing to represent the Gunlicks and that permit them to withdraw in accordance with Rule 4-1.16(b) of the Florida Rules of Professional Conduct. Counsel have advised the

Carlton Fields, P. A .

4000 International Place - 100 Southeast Second Street - Miami - Florida 33131-2114 - 305.530.0050

Gunlicks that they will seek leave to withdraw from this action. The Gunlicks, through their Illinois counsel, have advised that they do not consent to the withdrawal.

Counsel suggest that the customary thirty-day period for new counsel to be retained be enlarged, and that the Gunlicks be permitted sixty days in which to procure new representation. Given the Gunlicks' Illinois counsel's familiarity with the issues involved in this action, Counsel's withdrawal will not unreasonably delay the progress of this action.

For the reasons set forth in this motion, Counsel respectfully request that the Court enter the proposed order submitted herewith.

Respectfully submitted,

s/ Walter J. Taché

Walter J. Taché

Florida Bar No. 028850

Paul Calli

Florida Bar No. 994121

Marissel Descalzo

Florida Bar No. 0669318

CARLTON FIELDS

100 S.E. 2<sup>ND</sup> STREET, SUITE 4000

Miami, Florida 33131

Telephone: (305) 530-0500

Facsimile: (305) 530-0055

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that on January 3, 2011, I electronically filed the foregoing with the Clerk of the Court using CM/ECF. I also certify that the foregoing document is being served this day on all counsel of record or *pro se* parties identified on the attached Service List in the manner specified, via transmission of Notices of Electronic Filing generated by CM/ECF or in some other authorized manner for those counsel or parties who are not authorized to received electronically Notices of Electronic Filing, as well as by email to all counsel. Additionally, I certify that the foregoing document is being served on William Gunlicks and Pamela Gunlicks and on their Illinois counsel by U.S. Mail.

**SERVICE LIST**

<p>C. Ian Anderson  Securities and Exchange Commission  801 Brickell Avenue, Suite 1800  Miami, Florida 33131  Service by CM/ECF Electronic Notice  E-mail: andersonci@sec.gov  <i>Counsel for Securities and Exchange Commission</i>  Service by CM/ECF Electronic Notice</p>	<p>Sarah S. Gold, Esq.  Vincent Paparo, Esq.  Proskauer Rose LEP  1585 Broadway  New York, New York 10036  Telephone: (212) 969-3000  Facsimile: (212) 969-2900  Email: sgold@proskauercom  <i>Counsel for Relief Defendants Sun Capital, Inc. and Sun Capital Healthcare, Inc.</i>  Service by CM/ECF Electronic Notice</p>
<p>Jonathan Etra, Esq.  Daniel S. Newman, Esq.  Broad and Cassel  2 South Biscayne Boulevard  Suite 2100  Miami, Florida 33131  305-373-9467  305-995-6387 (fax)  E-mail: jetra@broadandcassel.com  <i>Court-appointed Receiver for Defendant Partners Capital Management, Co., and Relief Defendants, Founding Partners Stable-Value Fund, LP, Founding Partners Stable-Value Fund, LP, Founding Partners Stable-Value Fund II, LP, Founding Partners Global Value Fund Ltd., and Founding Partners Hybrid-Value, LP</i></p>	<p>William Delaney  Delaney Law, OC  444 N. Wabash  3rd Floor  Chicago, Illinois 60611  <i>Counsel for William and Pamela Gunlicks</i>  Service by U.S. Mail</p>
<p>Jay Paul Deratany  The Drantany Firm  221 N. La Salle Street  Suite 2200  Chicago, Illinois 60601  <i>Counsel for William and Pamela Gunlicks</i>  Service by U.S. Mail</p>	<p>William and Pamela Gunlicks  341 Sheridan Road  Winnetka, Illinois 60093</p>

s/ Walter J. Taché