

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF MISSISSIPPI
WESTERN DIVISION**

SCRUGGS LAW FIRM, P.A., and
RICHARD F. SCRUGGS

PLAINTIFFS/COUNTER-DEFENDANTS

V.

CIVIL ACTION NO: 3:08cv73-D-A

ZUCKERMAN SPAEDER LLP

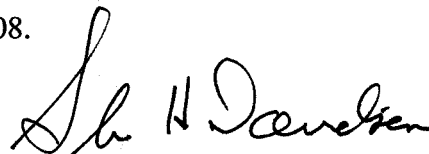
DEFENDANT/COUNTER-CLAIMANT

AGREED ORDER OF DISMISSAL WITH PREJUDICE

In light of a settlement of all claims and contentions of liability of the parties as set forth in the pleadings herein, Scruggs Law Firm, P.A. (hereinafter "Scruggs Firm"), Richard F. Scruggs (hereinafter "Scruggs") and Zuckerman Spaeder LLP (hereinafter "Zuckerman Spaeder") have agreed, pursuant to Rule 41 of the Federal Rules of Civil Procedure, to dismissal of this litigation (including all claims and counterclaims, asserted or amenable to assertion) with prejudice with the parties to bear their respective attorney's fees, expenses, and costs.

IT IS, THEREFORE, ordered that this matter (including all claims and counterclaims, asserted or amenable to assertion) is hereby dismissed with prejudice with the parties to bear their respective attorney's fees, expenses, and costs. This Court retains jurisdiction of this matter to the extent it becomes necessary to enforce the settlement agreement reached herein between the parties, the terms of which are incorporated herein by reference.

SO ORDERED, THIS, the 16th day of August, 2008.



UNITED STATES DISTRICT JUDGE

AGREED BY:

J. Cal Mayo, Jr.
J. CAL MAYO, JR.
Attorney for Plaintiffs

John G. Wheeler
JOHN G. WHEELER
Attorney for Defendant