

**STIPULATED AWARD
NASD Dispute Resolution**

In the Matter of the Arbitration Between:

Names of Claimants

Barry Adams, James Wallace, and
Roger Sims, Individually and on Behalf of W.P. Sims

vs.

Case Number: 05-06221
Hearing Site: Houston, Texas

Name of Respondent

CIBC World Markets Corporation

NATURE OF THE DISPUTE

Customers vs. Member

REPRESENTATION OF PARTIES

Barry Adams, James Wallace, and Roger Sims, Individually and on Behalf of W.P. Sims ("Claimants") were represented by Ryan K. Bakhtiari, Esq., Aidikoff & Uhl, Beverly Hills, California.

CIBC World Markets Corporation ("Respondent" or "CIBC") was represented by Lloyd S. Clareman, Esq., New York, New York.

CASE INFORMATION

The Statement of Claim was filed on or about December 6, 2005. The Submission Agreement of Claimant, Barry Adams, was signed on or about November 10, 2005. The Submission Agreement of Claimants, James Wallace and Roger Sims, Individually and on Behalf of W.P. Sims, was signed on or about November 27, 2005.

The Statement of Answer was filed by Respondent, CIBC World Markets Corporation, on or about February 28, 2006. The Submission Agreement of Respondent, CIBC World Markets Corporation, was signed on or about February 6, 2006.

CASE SUMMARY

Claimants asserted the following causes of action: breach of fiduciary duty; fraud; constructive fraud; failure to supervise; breach of contract; and violation of federal and state securities laws and Texas statutory and common law. The causes of action related to

Claimants' purchases, through Respondent, of private placement investments sponsored by InterBank Funding Corporation ("IBF").

Unless specifically admitted in its Answer, Respondent denied the allegations made in the Statement of Claim. Respondent contended that the risks of the InterBank investment were disclosed in the Offering Memorandum.

RELIEF REQUESTED

Claimants requested an award in the amount of:

Actual/Compensatory Damages	\$ 400,000.00
Exemplary/Punitive Damages	Unspecified
Interest	Unspecified
Attorneys' Fees	Unspecified
Other Costs	Unspecified
Other Monetary Relief	Unspecified

Respondent requested that the claims asserted against it be denied in their entirety and that it be awarded its costs and attorneys' fees.

OTHER ISSUES CONSIDERED & DECIDED

On or about December 20, 2006, Claimants notified NASD that they have settled their claims.

On or about December 20, 2006, the parties submitted a Joint Motion for Entry of a Stipulated Award. The Stipulated Award will enable the parties to transfer ownership of the investments underlying the dispute, which is an integral part of the settlement.

The parties have agreed that the Award in this matter may be executed in counterpart copies or that a handwritten, signed Award may be entered.

AWARD

After considering the pleadings and Joint Motion for Entry of a Stipulated Award, the Panel has decided in full and final resolution of the issues submitted for determination as follows:

- 1.) The Arbitrators hereby order that all of Claimants' interests in or arising out of the 11% Notes issued by IBF Special Purpose Corporation VII, including specifically those membership interests in IBF Fund Liquidating LLC ("Fund LLC"), described in certain letters sent to Claimants by Investment Company Act Trustee, Arthur J. Steinberg, Esq. (the

"Trustee") in January 2004 and September 2005, that are owned by or held in the name of Barry Adams, James Wallace, Roger Sims, and/or W.P. Sims (including all interests jointly owned with any of their spouses), be transferred and assigned in their entirety to CIBC World Markets Corporation, and that the parties and Trustee execute any further documentation necessary to effectuate such transfer;

- 2.) Other than Forum Fees which are specified below, the parties shall each bear their own costs and expenses incurred in this matter; and
- 3.) Any relief not specifically enumerated, including punitive damages and attorneys' fees, is hereby denied with prejudice.

FEES

Pursuant to the Code, the following fees are assessed:

Filing Fees

NASD Dispute Resolution will retain the non-refundable filing fee for each claim:

Initial Claim filing fee = \$ 300.00

Member Fees

Member fees are assessed to each member firm that is a party in these proceedings or to the member firm that employed the associated persons at the time of the events giving rise to the dispute. In this matter, the member firm is CIBC World Markets Corporation.

Member surcharge = \$ 1,700.00
Pre-hearing process fee = \$ 750.00
Hearing process fee = \$ 2,750.00

Forum Fees and Assessments

The Panel has assessed forum fees for each hearing session conducted or each decision rendered on a discovery-related motion on the papers. A session is any meeting between the parties and the arbitrators, including a pre-hearing conference with the arbitrators, that lasts four (4) hours or less. Fees associated with these proceedings are:

One (1) Pre-hearing session with Panel x \$1,125.00 = \$ 1,125.00
Pre-hearing conference: May 3, 2006 1 session

Total Forum Fees = \$ 1,125.00

The Panel has assessed \$562.50 of the forum fees jointly and severally to Barry Adams, James Wallace, and Roger Sims, Individually and on Behalf of W.P. Sims.

The Panel has assessed \$562.50 of the forum fees to CIBC World Markets Corporation.

FEE SUMMARY

Claimants, Barry Adams, James Wallace, and Roger Sims, Individually and on Behalf of W.P. Sims, are jointly and severally liable for:

Initial Filing Fee	= \$ 300.00
Forum Fees	= \$ 562.50
Total Fees	= \$ 862.50
Less payments	= \$ 1,425.00
Refund Due Claimants	= \$ 562.50

Respondent, CIBC World Markets Corporation, is liable for:

Member Fees	= \$ 5,200.00
Forum Fees	= \$ 562.50
Total Fees	= \$ 5,762.50
Less payments	= \$ 5,200.00
Balance Due NASD Dispute Resolution	= \$ 562.50

All balances are payable to NASD Dispute Resolution and are due upon receipt pursuant to Rule 10330(g) of the Code.

ARBITRATION PANEL

Leonard S. Alpert - Public Arbitrator, Presiding Chair
Lawrence T. Bick - Public Arbitrator
Robert M. Birenbaum - Non-Public Arbitrator

Concurring Arbitrators' Signatures:

/s/ Leonard S. Alpert
Leonard S. Alpert
Public Arbitrator, Presiding Chair

February 6, 2007
Signature Date

/s/ Lawrence T. Bick
Lawrence T. Bick
Public Arbitrator

February 5, 2007
Signature Date

/s/ Robert M. Birenbaum
Robert M. Birenbaum
Non-Public Arbitrator

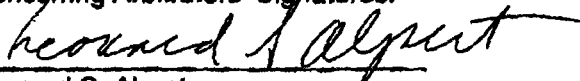
February 6, 2007
Signature Date

February 6, 2007
Date of Service (For NASD office use only)

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Lawrence T. Bick - Public Arbitrator
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Leonard S. Alpert
Public Arbitrator, Presiding Chair

Feb 6 2007

Signature Date

Lawrence T. Bick
Public Arbitrator

Signature Date

Robert M. Birenbaum
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Public Arbitrator, Presiding Chair

Signature Date

Lawrence T. Bick
Lawrence T. Bick
Public Arbitrator

2-5-07
Signature Date

Robert M. Birenbaum
Non-Public Arbitrator

Signature Date

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Signature Date

Lawrence T. Bick
Public Arbitrator

Signature Date



Robert M. Birenbaum
Non-Public Arbitrator

2/6/2007

Signature Date

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