

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

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SECURITIES AND EXCHANGE COMMISSION

*Plaintiff,*

vs.

10 Civ. 00457 (GLS/DRH)

MCGINN, SMITH & CO., INC.  
McGINN, SMITH ADVISORS, LLC,  
McGINN, SMITH CAPITAL HOLDINGS CORP.,  
FIRST ADVISORY INCOME NOTES, LLC,  
FIRST EXCELSIOR INCOME NOTES, LLC,  
FIRST INDEPENDENT INCOME NOTES, LLC,  
THIRD ALBANY INCOME NOTES, LLC,  
TIMOTHY M. MCGINN, AND  
DAVID L. SMITH,

*Defendants, and*

LYNN A. SMITH,

*Relief Defendant.*

**STIPULATION  
AND PROPOSED ORDER**

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IT IS HEREBY STIPULTED AND AGREED, by and among plaintiff Securities and Exchange Commission (the "Commission") and each of Timothy M. McGinn and David L. Smith (the "Defendants"), by their undersigned counsel, that the Defendants' time to answer or otherwise respond to the Commission's complaint or any amended complaint filed on or before August 2, 2010, shall be extended to August 16, 2010.

Dated: New York, New York  
July 27, 2010

GUSRAE KAPLAN BRUNO  
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UNITED STATES SECURITIES  
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SO ORDERED

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United States District Judge