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December 22, 2006

**Re: Securities and Exchange Commission v. Mercer Capital, Inc., et al.
Case No. 06-81080 CIV-Middlebrooks/Johnson**

Dear Investor:

On November 21, 2006, the Securities and Exchange Commission ("SEC") filed an action in the United States District Court for the Southern District of Florida against Mercer Capital, Inc., Mercer Capital Management, Inc., Tri-State Energy Group, LLC, Tri-State Energy Group I, Ltd., and Tri-State Energy II, Ltd. (the "Mercer Entities") and Robert Flickinger II. The SEC alleged that the Mercer Entities and Mr. Flickinger violated the federal securities laws. On November 21, 2006, Judge Middlebrooks entered a Temporary Restraining Order that, among other things, froze all the assets of the Defendants and prohibited them from transferring, setting off, receiving, changing, selling, or liquidating any of the assets of the Mercer Entities; requires records production by the Defendants and other relief. Also on November 21, 2006, I was appointed Receiver for the Mercer Entities.

On December 7, 2006, the Court held a hearing on the SEC's Motion for Preliminary Injunction. During that hearing, the SEC presented evidence, including testimony from the Receiver, in support of its position that a Preliminary Injunction should be entered. Robert Flickinger also testified at that hearing. By order dated December 11, 2006, the Court granted the SEC's Motion for Preliminary Injunction. That Order prohibits Defendants from conducting business until the case is concluded and orders that Defendants' business operations remain under the control of the Receiver.

The Court has charged me with in-possession of all property, assets, and accounts of the Defendants and investigating the manner in which the Defendants conducted their business affairs. The Court has also provided me with the authority to initiate any actions for the benefit of the Mercer Entities and their investors. Further, the Court has also charged me with the responsibility to defend, compromise or settle any legal actions and to report to the Court when I have firm conclusions to offer. Immediately upon being appointed Receiver, I took possession of the offices of the Mercer Entities in Boca Raton, Florida and Portland, Oregon. During our preliminary search of those premises, we determined that an additional entity, Mercer Asset Management, LLC ("Mercer Asset") should be included in the Receivership. On November 22, 2006, my attorneys filed a Motion to Expand the Scope of the Receivership and on that same date the Court entered an Order including Mercer Asset within the scope of the Order Appointing Receiver. While Mercer Asset remains part of the Receivership, by agreement, the Court has permitted Mercer Asset to continue to transact its commodity/futures business in a temporary monitored setting. To assist me in my duties as Receiver, I have employed Broad and Cassel as my counsel and Berenfeld Spritzer Shechter & Sheer as my consultants on computer forensics and will be seeking their expertise on accounting matters as well. All of the professionals employed by me are charging discounted hourly rates.

We are in the process of identifying the assets of the Mercer Entities and, if necessary, bringing them under the umbrella of the Receivership. At this very preliminary stage, we are in critical-information gathering mode and we encourage any person with helpful information to contact us at 1-877-439-5502 or by email to mercerreceiver@broadandcassel.com. We have successfully frozen certain assets and are in the process of securing other assets as they become known to us.

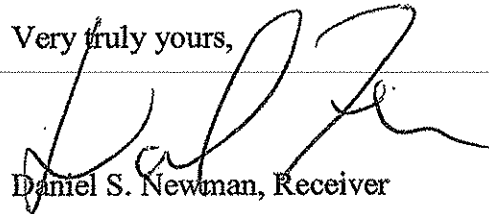
We have also subpoenaed approximately twenty individuals and entities for documents concerning the Mercer Entities. Along with the SEC, we deposed Robert Flickinger on December 5, 2006. After a full day of deposition, the deposition was adjourned and will be re-set in the near future. We have also scheduled the deposition of several employees of the Mercer Entities. This discovery process will assist in identifying and marshaling assets of the receivership and allow us to determine any potential sources of recovery.

In order to protect the assets of the Receivership, on November 30, 2006, we filed an Emergency Motion to Terminate Lease concerning the lease for the Boca Raton, Florida office space. The monthly lease payment for the Boca Raton, Florida office space was in excess of \$11,000.00 per month. The Court granted the Motion to Terminate Lease on December 7, 2006. We moved all furniture and equipment from that space on December 1, 2006, some of which is being stored at no cost at our office in order to save money.

It is far too early to recommend any actions or resolutions to the Court. Typically, in a receivership case, if sufficient assets exist and directed by the Court, the Receiver will establish a claims process to return monies to investors from the assets of the entities over which the receivership is placed.

Please note that my counsel and I cannot provide the investors with legal advice. I encourage you to continue monitoring the Receiver's website at www.mercertristate-receivership.com. We intend to update this website with all pertinent information.

Very truly yours,



Daniel S. Newman, Receiver

DSN:bf