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 9 Attorneys for Thomas C. Hebrank

10 UNITED STATES DISTRICT COURT  
 11 CENTRAL DISTRICT OF CALIFORNIA, WESTERN DIVISION

12 SECURITIES AND EXCHANGE  
 13 COMMISSION,

14 Plaintiff,

15 v.

16 CHARLES P. COPELAND,  
 17 COPELAND WEALTH  
 18 MANAGEMENT, A FINANCIAL  
 19 ADVISORY CORPORATION,  
 20 AND COPELAND WEALTH  
 21 MANAGEMENT, A REAL  
 22 ESTATE CORPORATION,

23 Defendants.

CASE NO. 11-cv-08607-R-DTB

**THIRD INTERIM APPLICATION  
 FOR APPROVAL AND PAYMENT  
 OF FEES AND COSTS TO  
 MULVANEY BARRY BEATTY LINN  
 & MAYERS LLP, COUNSEL FOR  
 PERMANENT RECEIVER**

DATE: December 17, 2012  
 TIME: 10:00 a.m.  
 DEPT. 8, 2nd Floor

Judge: Honorable Manuel L. Real

24 Mulvaney Barry Beatty Linn & Mayers LLP (hereafter, "Mulvaney  
 25 Barry"), general counsel for Thomas C. Hebrank ("Receiver"), the Court-  
 26 appointed Permanent Receiver for Charles P. Copeland; Copeland Wealth  
 27 Management, A Financial Advisory Corporation (Copeland Financial);  
 28 Copeland Wealth Management, A Real Estate Corporation ("Copeland  
 Realty"); and their subsidiaries and affiliates (collectively, the  
 "Receivership Entities"), hereby submits its Third Interim Application for  
 approval and payment of fees and reimbursement of expenses.

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I.

**INTRODUCTION**

As the Court is aware, at the request of the Securities and Exchange Commission ("Commission"), Thomas C. Hebrank was appointed Permanent Receiver as part of the Judgment entered on October 25, 2011. [Dkt. Number 3]. On March 12, 2012, the Court authorized the Receiver to employ Mulvaney Barry as counsel. [Dkt. Number 51]. Mulvaney Barry has accompanied the Receiver and appeared before the Court at all subsequent hearings. Additionally, Mulvaney Barry assisted the Receiver with respect to preparing his Interim Fee Applications and responding to objections, and submitting the Receiver's Forensic Accounting Reports and periodic Receiver's Reports.

During the Third Quarter of 2012, Mulvaney Barry addressed several pressing legal issues, including the negotiation and consummation of a settlement with the Bankruptcy Trustee for Reynolds Mason Industries, Inc. in the United States Bankruptcy Court, Southern District of California; negotiation of the the terms of sale and approval of the sale of property in North Carolina owned by CP-18; conducting interviews with investors and preparing pleading relative to the Motion To Consolidate currently pending before the Court; analyzing and negotiating the disposition of Receivership property relating to the CP-9, CP-10, CP-15, and CP-2/17 partnership; and continuing an extensive review of the files obtained by the Receiver to ensure coordinated and efficient management of the various matters in order to maximize the Receiver's collection of assets belonging to the receivership estate. All work performed with respect to general receivership matters is described in detail in the invoice included in Exhibit A, identified as matter number HEBCO-100.

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1 Mulvaney Barry also addressed legal issues, and responded  
2 appropriately, with respect to matters in litigation. That work is described  
3 generally below, and described in detail in invoices included in Exhibit A,  
4 identified by the following matter numbers:

5 **HEBCO-100 General Copeland Receivership**

- 6 • Mulvaney Barry reviewed and analyzed documents related to the  
7 various Receivership Entities and coordinated the production of  
8 these documents to counsel for limited partners in several entities  
9 included in the Receivership Estate.
- 10 • Mulvaney Barry negotiated the terms for sale of the CP18 North  
11 Carolina property and prepared extensive revisions to the proposed  
12 sale agreement. The firm then prepared an ex parte application for  
13 the overbid procedure, which was granted, and a motion for approval  
14 of the sale with supporting documentation. Following the Court's  
15 approval of the sale, the firm has engaged in activities required to  
16 close the sale, and has been negotiating with the lender to determine  
17 the proper payoff amount on the loan against the property. This sale  
18 should bring between \$2.5 million and \$3.0 million into the  
19 Receivership Estate.
- 20 • Mulvaney Barry prepared a motion to consolidate the receivership  
21 entities and to pool the assets and liabilities (subsequently filed  
22 October 5, 2012), which is pending. In support of the motion, among  
23 other things, the firm interviewed numerous investors and prepared  
24 declarations for them. After the motion was filed, the firm analyzed  
25 oppositions filed by certain other investors and prepared responses.
- 26 • Mulvaney Barry negotiated proposed terms for transferring property  
27 in Rancho Mirage, California (CP-15) to the lender. The firm  
28 prepared a motion to abandon the property with supporting

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1 documentation and, following the Court's granting of the motion, has  
 2 coordinated transfer of the property and its records to the lender.  
 3 This transfer is expected to bring approximately \$40,000 into the  
 4 Receivership Estate for the rights preserved against a tenant in  
 5 default and its personal guarantors.

- 6 • Mulvany Barry negotiated the terms for the sale of the CP17  
 7 property in La Mirada, California. The firm prepared the purchase  
 8 agreement and has drafted a motion for approval of the sale with  
 9 supporting documentation. Recently, the prospective purchaser was  
 10 unable to obtain financing, and the transaction was terminated.  
 11 Currently, negotiations are being pursued with other prospective  
 12 purchasers that had submitted back-up offers. It is anticipated that  
 13 this sale could bring as much as \$5.3 million into the Receivership  
 14 Estate.

15 **HEBCO-130 Tri Tool, Inc. v. Copeland, et al.**

16 Mulvany Barry communicated with opposing counsel concerning  
 17 discovery and pending motion to continue trial. Further, counsel  
 18 coordinated with opposing counsel to confirm scope of the stay imposed  
 19 by the U.S. District Court.

20 **HEBCO-133 German American Capital Corp. v. Copeland**

21 Mulvany Barry reviewed the litigation file forwarded by Receiver's  
 22 former counsel, and reviewed and analyzed a settlement between Plaintiff  
 23 and certain Defendants, including a Motion For Determination That  
 24 Settlement Was Made In Good Faith.

25 **HEBCO-135 CFI 1, 2, 3 Notes Receivable**

26 Mulvany Barry analyzed the potential for successful collection of  
 27 monies owed to the Copeland Entities including, but not limited to,  
 28 conducting asset searches. Mulvany Barry drafted various demand



1 letters to Account Receivable Debtors and communicated and negotiated  
2 with the Debtors and their counsel.

3 **HEBCO-137 Telesis Community Credit Union v. Copeland**

4 Mulvaney Barry communicated with the Attorney of Record for  
5 Copeland Wealth Management and with counsel for Telesis Community  
6 Credit Union and The Supreme Court of New York concerning litigation  
7 pending in New York concerning foreclosure on a mortgage encumbering  
8 property included in the Receivership Estate.

9 **HEBCO-139 Reynolds Mason Industries, Inc. Litigation**

10 After negotiating and documenting the resolution of a dispute with  
11 the Chapter 7 Bankruptcy Trustee for Reynolds Mason Industries, Inc.,  
12 including the settlement of an Adversary Bankruptcy proceeding,  
13 Mulvaney Barry filed a motion seeking approval by the Court. [Dkt. No.  
14 75]. The Court approved the settlement on July 12, 2012 [Dkt. No. 97].  
15 On July 13, 2012, the settlement was approved by The United States  
16 Bankruptcy Court for the Southern District of California. The settlement  
17 funds have now been received and this matter is concluded.

18 Moreover, in addition to the work generally described above, the  
19 following services were also rendered by Mulvaney Barry:

- 20 1. Communicated with and responded to issues and questions raised by  
21 the attorneys representing certain investors, creditors and debtors of  
22 the Receivership partnerships, including CP-2 and 17, CP 8, CP-9,  
23 CP-10, CP-15 and CP18.
- 24 2. Mulvaney Barry assisted the Receiver in responding to certain  
25 objections to the Receiver's Third Interim Fee Application, and  
26 appeared at the hearing set in connection therewith.
- 27 3. Mulvaney Barry negotiated with the lender for the Lexington,  
28 Kentucky property (CP-9) in connection with a shortfall in operating

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- 1 funds, including issues relating to repairs to the property, payment of
- 2 utilities, and payment of other operating expenses. The firm also has
- 3 negotiated terms for transfer of the property to the lender and
- 4 prepared revisions to the proposed motion to this Court for that
- 5 purpose, which is pending. Additionally, the firm has had extensive
- 6 communications with counsel for a personal guarantor of the loan.
- 7 4. Mulvaney Barry researched and analyzed potential issues and
- 8 grounds related to consolidation of the Receivership Estate.
- 9 5. Additionally, Mulvaney Barry continued coordinating the production of
- 10 documents to counsel for limited partners in several entities in the
- 11 Receivership Estate.

12 For services provided in the case from July 1, 2012, through

13 September 30, 2012, Mulvaney Barry has incurred the amount of

14 \$137,493.00 in fees, and the amount of \$5,585.81 in expenses. The firm

15 worked a total of 463.4 hours at the Court-Approved attorney hourly rate of

16 \$295, and 7.9 hours at the Legal Assistant hourly rate of \$100. Detailed

17 descriptions of all services provided by Mulvaney Barry appear in the

18 invoices attached hereto as Exhibit A. Considering the nature and time

19 constraints attendant to the services provided, the complexity of legal

20 issues addressed, and the results obtained, the requested fees and costs

21 are reasonable.

22 II.

23 **FEE APPLICATION**

24 Mulvaney Barry established separate files for the Receivership and

25 for each individual matter. Insofar as this Third Interim Application, time

26 was recorded with respect to the following matters:

- 27 HEBCO-100 General Copeland Receivership
- 28 HEBCO-114 Copeland Properties Eight, LP

- 1 HEBCO-120 Copeland Properties 14, LP
- 2 HEBCO-130 Tri Tool, Inc. v Copeland, et al.
- 3 HEBCO-133 German American Capital Corp. v. Copeland, et al.
- 4 HEBCO-135 CFI, LP's 1,2, and 3 Notes Receivable
- 5 HEBCO-137 Telesis Community Credit Union v. Copeland, et al.
- 6 HEBCO-139 Reynolds Mason Industries, Inc. Litigation

7 **1. Activity Categories.**

8 Within each separate matter file, Mulvaney Barry recorded its time in  
9 various categories, assigning a Category Activity Code to each, as follows:

- 10 A. General Receivership
- 11 B. Asset Investigation
- 12 C. Reporting
- 13 D. Operations & Assets Sales
- 14 E. Claims & Distributions
- 15 F. Pending Litigation

16 With regard to this Third Interim Application, work was performed in  
17 various activity categories, as follows:

18 **A. General Receivership**

19 This category contains time spent assisting the Receiver in (a)  
20 reviewing and analyzing the Commission's Complaint and the Judgment  
21 entered by the Court, (b) various discussions with the Commission  
22 regarding structure of the Receivership Entities, their assets, and the  
23 general status of the receivership proceeding, (c) communications with the  
24 Permanent Receiver regarding the scope and effect of the Receiver's  
25 appointment and the other provisions of the Judgment, and (d) thorough  
26 review of the Court Docket and pleadings and files forwarded by former  
27 counsel, as well as files forwarded by the Receiver. Mulvaney Barry  
28 caused the Judgment (Dkt. 3) and Order Approving Receiver's Response

1 To Order On Receiver's Application And Report (Dkt. 53) to be filed in all  
 2 known courts in which the Receivership Entities were involved in litigation.  
 3 Mulvaney Barry also advised the Receiver regarding issues relating to  
 4 assets held by various Receivership Entities and litigation affecting those  
 5 assets, as well as provided counsel with respect to issues as raised by the  
 6 Receiver.

7 A summary of time expended by Mulvaney Barry related to Activity  
 8 Code A follows:

Name	Title	Rate	Hours	Fees
Everett G. Barry	Partner	\$295.00	24.6	\$7,257.00
John H. Stephens	Of Counsel	\$295.00	4.0	\$1,180.00
Patrick L. Prindle	Senior Associate	\$295.00	75.3	\$22,213.50
Zoe G. Villaroman	Paralegal	\$100.00	3.5	\$350.00
TOTAL			107.4	\$31,000.50

16 **B. Asset Investigation & Recovery**

17 This category contains time expended assisting the Receiver  
 18 identifying, analyzing, and recovering potential assets, including the  
 19 evaluation of utilizing litigation and non-litigation procedures to recover the  
 20 assets.

21 A summary of time expended by Mulvaney Barry related to Activity  
 22 Code B follows:

Name	Title	Rate	Hours	Fees
Everett G. Barry	Partner	\$295.00	48.5	\$14,307.50
Toby S. Kovalivker	Associate	\$295.00	17.6	\$5,192.00
TOTAL			66.1	\$19,499.50



1           **C.    Reporting**

2           This category contains time incurred appearing at the hearing on the  
3 Receiver's Interim Fee Applications, assisting with the preparation and the  
4 filing of Receiver's Third Interim Application [Dkt. Number 101], and  
5 responding to objections thereto. This category includes all time expended  
6 relative to reporting to the Court, as well as responding to objections filed  
7 by various parties to those reports.

8           A summary of time expended by Mulvaney Barry related to Activity  
9 Code C follows:

Name	Title	Rate	Hours	
John H. Stephens	Of Counsel	\$295	.3	\$88.50
Patrick L. Prindle	Sr. Associate	\$ 295	27.0	\$7,965.00
Stephanie C. Sandbeck	Paralegal	\$100	3.2	\$320.00
TOTAL			30.5	\$8,373.50

15           **D.    Asset Disposition**

16           This category contains time incurred negotiating and obtaining Court  
17 approval of sales, leases, abandonment, and related transactional work.

18           A summary of time expended by Mulvaney Barry related to Activity  
19 Code D follows:

Name	Title	Rate	Hours	
Everett G. Barry	Partner	\$ 295	3.0	\$885.00
TOTAL			3.0	\$885.00

24           **E.    Claims Administration And Objections**

25           This category contains time incurred formulating, gaining Court  
26 Approval, and administering claims and claims procedures.

27           A summary of time expended by Mulvaney Barry related to Activity  
28 Code E follows:

Name	Title	Rate	Hours	
Everett G. Barry	Partner	\$ 295	1.3	\$383.50
TOTAL			1.3	\$383.50

#### F. Pending Litigation

This category contains time assisting the Receiver with pending litigation involving the various Receivership Entities. During the period encompassed by Mulvaney Barry's Third Interim Application, six Receivership Entities were involved in active or threatened litigation. With respect to time expended during the period of this Third Interim Application, the following matter files reflect work performed relative to actively litigated matters:

HEBCO-100	General Copeland Receivership
HEBCO-130	Tri Tool, Inc. v Copeland, et al.
HEBCO-133	German American Capital Corp. v. Copeland, et al.
HEBCO-135	CFI 1, 2, 3 - Notes Receivable
HEBCO-137	Telesis Community Credit Union v. Copeland, et al.
HEBCO-139	Reynolds Mason Industries, Inc. Litigation

A summary of time expended by Mulvaney Barry related to Activity Code F follows:

Name		Rate	Hours	Fees
Everett G. Barry	Partner	\$295	1.9	\$560.50
John H. Stephens	Of Counsel	\$295	182.9	\$53,955.50
Patrick L. Prindle	Sr. Associate	\$295	19.8	\$5,841.00
Toby S. Kovalivker	Associate	\$295	53.3	\$15,723.50
Stacy H. Rubin	Associate	\$295	3.9	\$1,150.50
Jere L. Conley	Paralegal	\$100	1.0	\$100.00
Laura A. Brayton	Paralegal	\$100	.2	\$20.00
TOTAL			263.0	\$ 77,351.00

**2. Matter Summary**

The following is a summary of fees billed by each professional with respect to each matter:

**HEBCO-100 General**

Name		Rate	Hours	Fees
Everett G. Barry	Partner	\$295	73.7	\$21,741.50
John H. Stephens	Of Counsel	\$295	181.8	\$53,631.00
Patrick L. Prindle	Sr. Associate	\$295	109.4	\$32,273.00
Toby S. Kovalivker	Associate	\$295	41.4	\$12,213.00
Stacy H. Rubin	Associate	\$295	3.9	\$1,150.50
Jere L Conley	Paralegal	\$100	1.0	\$100.00
Laura A. Brayton	Paralegal	\$100	.2	\$20.00
Stephanie C. Sandbeck	Paralegal	\$100	3.2	\$320.00
Zoe G. Villaroman	Paralegal	\$100	3.5	\$350.00
<b>TOTAL:</b>			<b>334.0</b>	<b>\$121,799.00</b>

**HEBCO-114 Copeland Properties – 8**

Name		Rate	Hours	Fees
John H. Stephens	Of Counsel	\$295	.1	\$29.50
Patrick L. Prindle	Sr. Associate	\$295	2.8	\$826.00
<b>TOTAL:</b>			<b>2.9</b>	<b>\$855.50</b>

**HEBCO-120 Copeland Properties – 14**

Name		Rate	Hours	Fees
Toby S. Kovalivker	Associate	\$295	1.7	\$501.50
<b>TOTAL:</b>			<b>1.7</b>	<b>\$501.50</b>

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1 **HEBCO-130 Tri Tool Inc. v. Copeland, et al.**

Name		Rate	Hours	Fees
John H. Stephens	Of Counsel	\$295	.6	\$177.00
Toby S. Kovalivker	Associate	\$295	4.4	\$1,298.00
TOTAL:			5.0	\$1,475.00

7 **HEBCO-133 German American Capital Corp. v. Copeland**

Name		Rate	Hours	Fees
Everett G. Barry	Partner	\$295	.2	\$59.00
John H. Stephens	Of Counsel	\$295	4.5	\$1,327.50
Patrick L. Prindle	Sr. Associate	\$295	9.5	\$2,802.50
Toby S. Kovalivker	Associate	\$295	2.8	\$826.00
TOTAL:			17.0	\$5,015.00

15 **HEBCO-135 CFI 1,2,and 3 Notes Receivable**

Name		Rate	Hours	Fees
Everett G. Barry, Jr.	Partner	\$295	3.6	\$1,062.00
Toby S. Kovalivker	Associate	\$295	20.6	\$6,077.00
TOTAL:				\$7,139.00

21 **HEBCO-137 Telesis Community Credit Union v. Copeland**

Name		Rate	Hours	Fees
John H. Stephens	Of Counsel	\$295	.2	\$59.00
TOTAL:				\$59.00

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1 **HEBCO-139 Reynolds Mason Industries, Inc.**

Name		Rate	Hours	Fees
Everett G. Barry, Jr.	Partner	\$295	1.8	\$531.00
Patrick L. Prindle	Associate	\$295	.4	\$118.00
TOTAL:			2.2	\$649.00

7 **3. Costs**

8 Mulvaney Barry requests that the Court approve \$5,563.24 in costs.  
 9 Summarized below are the out-of-pocket costs incurred. A detailed listing  
 10 of each expense is summarized at the end of each sub-matter in Exhibit A.  
 11 Mulvaney Barry charges \$.15 per page for copies. The messenger  
 12 category includes court messenger services, hand delivery charges and  
 13 FedEx or other overnight services. The filing fees category includes court  
 14 filing fees, recording fees, and other state statutory fees.

DESCRIPTION	AMOUNT
<i>Messenger</i>	\$175.18
<i>Computerized Research</i>	\$408.72
<i>Service of Process</i>	\$612.90
<i>Postage</i>	\$629.24
<i>Fax</i>	\$2.00
<i>Transportation</i>	\$112.00
<i>Pacer</i>	\$13.30
<i>Photocopies (24,066 @ .15)</i>	\$3,609.90
<i>Total:</i>	\$5,563.24

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 26 **////**  
 27 **////**  
 28 **////**

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III.

**THE REQUESTED FEES ARE REASONABLE AND SHOULD BE ALLOWED**

As described above, at the Receiver's request, Mulvaney Barry addressed numerous complex legal issues facing the Receivership Entities and the administration of the receivership. Among other things, the firm assisted the Receiver in:

- (a) Investigating the assets and liabilities of the Receivership Entities;
- (b) Developing and implementing strategies to maximize asset values and minimize administrative expenses;
- (c) Representing the Receiver in obtaining the Court's approval of his Third Interim Application and assisting the Receiver file various reports;
- (d) Negotiating the sale and abandonment of various properties, and obtaining approval from the Court with respect to those activities;
- (e) Preparation of the Motion To Consolidate Assets and Pool Liabilities of the various Receivership Entities so that investors and creditors will be treated fairly; and
- (f) Generally stabilizing a volatile situation in which the status of the Limited Partnerships vis-à-vis the receivership was unclear, and certain limited partners sought to separate from the receivership.

As is often the case in regulatory receiverships, the complexity and urgency of legal issues at the outset of the case warrants the use of more experienced attorneys. The work by Mulvaney Barry was performed at the discounted hourly rate of \$295.00 approved by this Court. The three primary attorneys, Everett G. Barry, Jr. John H. Stephens, and Patrick L. Prindle have been practicing approximately 39, 34, and 33 years,

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1 respectively. Ms. Kovalivker has been practicing law for approximately 8  
2 years. The Mulvaney Barry hourly rate for those attorneys has been  
3 reduced to \$295. Additionally, Mulvaney Barry paralegals performed  
4 certain work during the Third Quarter, all of which was billed at the  
5 discounted hourly rate of \$100. The time expended and hourly rates are  
6 very reasonable considering the skill and experience of the attorneys and  
7 paralegals engaged in performing the above-described work.

8 **IV.**

9 **CONCLUSION**

10 The skill and experience of Mulvaney Barry in complex litigation,  
11 bankruptcies and receiverships, corporate and real estate transactions,  
12 and banking and finance was of great value and allowed the firm to  
13 efficiently represent the Receiver and the Receivership Entities. The  
14 requested fees and costs are reasonable and should be approved. This  
15 Third Interim Application has been submitted to the SEC in accordance  
16 with the Commission's rules on the compensation of professionals for  
17 receivers.

18 WHEREFORE, Mulvaney Barry respectfully requests an order, as  
19 follows:

20 1. Applicant has incurred \$137,493.00 in fees and \$5,563.24 in  
21 costs during the Application period. Applicant requests approval of  
22 payment of 75% of the fees on an interim basis in the amount of  
23 \$103,119.75 plus \$5,563.24 in costs, for a total of \$108,682.99 from  
24 available Receivership assets in Copeland Wealth Management  
25 (Copeland Realty), Copeland Wealth Management (Copeland Financial)  
26 and/or the Copeland Fixed Income Funds. This interim reward would  
27 result in the Court retaining jurisdiction over the balance of Applicant's fees  
28 of 25% for further order of the Court. Given the discounted rates

1 previously approved by the Court and the value of the services rendered,  
2 Applicant believes that this interim payment of 75% of Applicant's fees is  
3 warranted and appropriate; and

4 2. Granting such other and further relief as is appropriate.

5  
6 DATED: November 2, 2012

MULVANEY BARRY BEATTY LINN  
& MAYERS LLP

7  
8  
9 By: /s/ Patrick L. Prindle  
10 Patrick L. Prindle  
11 Attorneys for Thomas C. Hebrank

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**“EXHIBIT A”**

DATE: 11/01/12 15:38:46 PRO FORMA STATEMENT AS OF 093012 FOR FILE (HEBCO-100) HEBCG/General #327521 (102750) Page 1 (1)

\*-----MATTER DESCRIPTION-----\*  
 General - Copeland Receivership

\*-----BILLING INSTRUCTIONS-----\*  
 General

\*-----CLIENT INFORMATION-----\*  
 Thomas C. Hebrank

--CLIENT NUMBER--	--ORIGINATING--	--BILLING--	--SUPERVISING--
HEBCO	EGB	EGB	EGB
	E BARRY, JR.	E BARRY, JR.	E BARRY, JR.

\*-----CLIENT ADDRESS-----\*  
 Thomas C. Hebrank  
 Permanent Receiver  
 501 West Broadway, Suite 800  
 San Diego, CA 92101

\*-----MATTER ADDRESS-----\*

\*-----MATTER INFORMATION-----\*  
 PHONE: 619-400-4922  
 REFERRED BY:

PHONE:  
 CONTACT:

INDEX	UNIT	DATE	STAT	WORKED		BILLED		PHASE	TASK	ACTIVITY	DESCRIPTION
				HOURS	AMOUNT	HOURS	AMOUNT				
777422	EGB	07/02/12	B	5.80	1,711.00	5.80	1,711.00			A	Prepare for and Court appearance re hearing on RMI settlement and Fee Applications (1.5) (7.0 hours travel = 2 = 3.5); meeting with SRC counsel (.5); meeting with Attorney Tooke (.3).
777894	EGB	07/02/12	B	0.30	88.50	0.30	88.50			A	Review and revise Order on Fee Application.
777898	EGB	07/02/12	B	1.10	324.50	1.10	324.50			A	Meetings with Receiver re

LEDGER SUMMARY: ALL OPEN INVOICES AND INVOICES SINCE 08/01/2012

INVOICE	DATE	FEES	COSTS	OTHER	PAYMENT	DATE	FEES	COSTS	OTHER	BALANCE
131610	06/30/12	17375.50	366.33	.00	PAY	07/13/12	13031.63	366.33	.00	4343.87
132691	10/23/12	52195.50	3827.96	.00	PAY	10/23/12	37355.85	3827.96	.00	14829.65

BALANCE DUE FROM PREVIOUS STATEMENT . . . . .  
 LESS PAYMENT(S) . . . . . 0.00  
 -----  
 BALANCE FORWARD . . . . .

TIMECARD SUB-TOTAL ( 418.10) . . . . . 121799.00  
 DISBURSEMENT SUB-TOTAL . . . . . 5563.24  
 SUBTOTAL CURRENT PERIOD . . . . . 127362.24  
 TOTAL DUE . . . . .

TIME VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 34693.50  
 COST VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 1036.32

-----TIME AND FEE SUMMARY-----

*-----TIMEKEEPER-----*	RATE	HOURS	%	FEES	%	COSTS
EVERETT G. BARRY, JR.	299.00	73.70	17.6	21741.50	17.9	5563.24
JOHN H. STEPHENS	295.00	181.80	43.5	53631.00	44.0	.00
PATRICK L. PRINDLE	295.00	109.40	26.2	32273.00	26.5	.00
STACY H. RUBIN	295.00	3.90	.9	1150.50	.9	.00
TOBY S. KOVALIVKER	295.00	41.40	9.9	12213.00	10.0	.00
JERE L. CONLEY	100.00	1.00	.2	100.00	.1	.00
LAURA A. BRAYTON	100.00	.20	.1	20.00	.0	.00
STEPHANIE C. SANDBECK	100.00	3.20	.8	320.00	.3	.00
ZOE VILLAROMAN	100.00	3.50	.8	350.00	.3	.00
TOTALS		418.10		121799.00		5563.24

\*-----MATTER DESCRIPTION-----\*  
 Copeland Properties Eight, L.P.

\*-----BILLING INSTRUCTIONS-----\*  
 Receivership

\*-----CLIENT INFORMATION-----\*  
 Thomas C. Hebrank

CLIENT NUMBER	ORIGINATING	BILLING	SUPERVISING
HEBCO	EGB E BARRY, JR.	EGB E BARRY, JR.	EGB E BARRY, JR.

\*-----CLIENT ADDRESS-----\*

Thomas C. Hebrank  
 Permanent Receiver  
 501 West Broadway, Suite 800  
 San Diego, CA 92101

\*-----MATTER ADDRESS-----\*

\*-----MATTER INFORMATION-----\*

PHONE: 619-400-4922  
 REFERRED BY:

PHONE:  
 CONTACT:

INDEX	INIT	DATE	STAT	WORKED		BILLED		PHASE TASK ACTIVITY	DESCRIPTION
				HOURS	AMOUNT	HOURS	AMOUNT		
780279	PLP	08/06/12	B	0.60	177.00	0.60	177.00	F	Telephone call from Attorney Mattacola re status of receivership action; receive and review Motion To Extend Notice Of Pendency.
780287	PLP	08/07/12	B	0.70	206.50	0.70	206.50	F	Follow up re Motion To Continue Proceedings; emails to/from Attorney Mattacola re same.
780291	PLP	08/08/12	B	0.60	177.00	0.60	177.00	F	Receive and review letter from Justice Seider; prepare letter



LEDGER SUMMARY: ALL OPEN INVOICES AND INVOICES SINCE 08/01/2012

BALANCE DUE FROM PREVIOUS STATEMENT . . . . .	\$0.00
LESS PAYMENT(S) . . . . .	0.00
-----	
BALANCE FORWARD . . . . .	0.00
TIMECARD SUB-TOTAL ( 2.90) . . . . .	855.50
DISBURSEMENT SUB-TOTAL . . . . .	0.00
SUBTOTAL CURRENT PERIOD . . . . .	855.50
TOTAL DUE . . . . .	855.50
TIME VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . .	0.00
COST VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . .	0.00

\*-----TIME AND FEE SUMMARY-----\*

*-----TIMEKEEPER-----*	RATE	HOURS	%	FEES	%	COSTS
JOHN H. STEPHENS	295.00	1.0	3.5	295.00	3.5	.00
PATRICK L. PRINDLE	295.00	2.80	96.6	826.00	96.6	.00
TOTALS		2.90		855.50		.00

DATE: 11/01/12 15:02:59 PRO FORMA STATEMENT AS OF 103112 FOR FILE (HEBCO-120) CopelandProperties14 #327603(109750) Page 1 (1)

\*-----MATTER DESCRIPTION-----\*  
 Copeland Properties 14, L.P.

\*-----BILLING INSTRUCTIONS-----\*  
 Receivership

\*-----CLIENT INFORMATION-----\*  
 Thomas C. Hebrank

--CLIENT NUMBER--	--ORIGINATING--	--BILLING--	--SUPERVISING--
HEBCO	EGB	EGB	EGB
	E BARRY, JR.	E BARRY, JR.	E BARRY, JR.

\*-----CLIENT ADDRESS-----\*  
 Thomas C. Hebrank  
 Permanent Receiver

\*-----MATTER ADDRESS-----\*

501 West Broadway, Suite 800  
 San Diego, CA 92101

\*-----MATTER INFORMATION-----\*  
 PHONE: 619-400-4922  
 REFERRED BY:

PHONE:  
 CONTACT:

INDEX	INIT	DATE	STAT	WORKED		BILLED		PHASE	TASK	ACTIVITY	DESCRIPTION
				HOURS	AMOUNT	HOURS	AMOUNT				
780512	TSK	08/14/12	B	1.70	501.50	1.70	501.50		F		Review documents for privileged content in preparation for production.
					Fee Subtotal		501.50				

Date	Timekeeper	Description	Index	Code	Value	ABA code
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LEDGER SUMMARY: ALL OPEN INVOICES AND INVOICES SINCE 09/01/2012

BALANCE DUE FROM PREVIOUS STATEMENT . . . . .	0.00
LESS PAYMENT(S) . . . . .	0.00
	-----
BALANCE FORWARD . . . . .	0.00
TIMECARD SUB-TOTAL ( 1.70) . . . . .	501.50
DISBURSEMENT SUB-TOTAL . . . . .	0.00
SUBTOTAL CURRENT PERIOD . . . . .	501.50
TOTAL DUE . . . . .	501.50
TIME VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . .	0.00
COST VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . .	0.00

-----TIME AND FEE SUMMARY-----

*****TIMEKEEPER*****	RATE	HOURS	%	FEE\$	%	COST\$
TOBY S. KOVALIVKER	295.00	1.70	100.0	501.50	100.0	.00
TOTALS		1.70		501.50		.00

\*-----MATTER DESCRIPTION-----\*  
Tri Tool Inc. v. CP3

\*-----BILLING INSTRUCTIONS-----\*  
Sacto Superior Court

\*-----CLIENT INFORMATION-----\*  
Thomas C. Hebrank

CLIENT NUMBER	ORIGINATING	BILLING	SUPERVISING
HEBCO	EGB E BARRY, JR.	EGB E BARRY, JR.	PLP P PRINDLE

\*-----CLIENT ADDRESS-----\*

Thomas C. Hebrank  
Permanent Receiver  
501 West Broadway, Suite 800  
San Diego, CA 92101

\*-----MATTER ADDRESS-----\*

\*-----MATTER INFORMATION-----\*  
PHONE: 619-400-4922  
REFERRED BY:

PHONE:  
CONTACT:

INDRX	INIT	DATE	STAT	WORKED		BILLED		PHASE	TASK	ACTIVITY	DESCRIPTION
				HOURS	AMOUNT	HOURS	AMOUNT				
781028	JHS	08/08/12	B	0.50	147.50	0.50	147.50			F	Email exchange (4) re production of additional documents to counsel for partners in CP3, CP12 and CP14 properties.
780105	TSK	08/13/12	B	1.60	472.00	1.60	472.00			F	Commence review of documents for production.
780170	TSK	08/14/12	B	2.80	826.00	2.80	826.00			F	Complete review of documents to be produced to Attorney Ziprick to remove and categorize

privileged documents.

783955	JHS	09/24/12 B	0.10	39.50	0.10	29.50	F	Review notice from Tri-Tool's counsel re service by publication.
Fee Subtotal				1475.00				

Date Timekeeper Description Index Code Value ABA code

LEDGER SUMMARY: ALL OPEN INVOICES AND INVOICES SINCE 08/01/2012

INVOICE	DATE	FEES	COSTS	OTHER	PAYMENT	DATE	FEES	COSTS	OTHER	BALANCE
132681	10/23/12	2448.80	.00	.00	PAY	10/23/12	1958.80	.00	.00	489.70

BALANCE DUE FROM PREVIOUS STATEMENT . . . . .

LESS PAYMENT(S) . . . . . 0.00

BALANCE FORWARD . . . . .

TIMECARD SUB-TOTAL ( 5.00) . . . . . 1475.00

DISBURSEMENT SUB-TOTAL . . . . . 0.00

SUBTOTAL CURRENT PERIOD . . . . . 1475.00

TOTAL DUE . . . . .

TIME VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 0.00

COST VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 0.00

-----TIME AND FEE SUMMARY-----\*

TIMEKEEPER	RATE	HOURS	%	FEES	%	COSTS
JOHN H. STEPHENS	298.00	.60	12.0	177.00	12.0	.00
TORY S. KOVALIVKER	298.00	4.40	88.0	1298.00	88.0	.00
TOTALS		5.00		1475.00		.00

-----LEDGER SUMMARY-----\*

Ledger Code	Ledger Description	Debit	Credit	Credit Applied To
PAY	RECEIPTS		2578.30	



\*-----MATTER DESCRIPTION-----\*

German American Capital Corporation  
v. Copeland

\*-----BILLING INSTRUCTIONS-----\*

Riverside-Indio Case Inc 1102045

\*-----CLIENT INFORMATION-----\*

Thomas C. Hebrank

--CLIENT NUMBER--

HEBCO

--ORIGINATING--

EGB

--BILLING--

EGB

--SUPERVISING--

PLP

E BARRY, JR.

E BARRY, JR.

P PRINDLE

\*-----CLIENT ADDRESS-----\*

Thomas C. Hebrank  
Permanent Receiver  
501 West Broadway, Suite 800  
San Diego, CA 92101

\*-----MATTER ADDRESS-----\*

\*-----MATTER INFORMATION-----\*

PHONE: 619-400-4922

PHONE:

REFERRED BY:

CONTACT:

INDEX	TIME	DATE	STAT	WORKED		BILLED		PHASE	TASK	ACTIVITY	DESCRIPTION
				HOURS	AMOUNT	HOURS	AMOUNT				
778477	JHS	07/10/12	B	0.80	236.00	0.80	236.00			F	Review Notice/Calendar for Trial Readiness Conference; analyze Rancho Mirage's Responses to Requests for Admissions and Responses to Form Interrogatories.
772531	JHS	07/17/12	B	0.20	59.00	0.20	59.00			F	Receive Notice from Court re continued Trial Setting Conference.

Attorney Furuya re CONCERNS  
 raised in his 9/12/12 letter.

Fee Subtotal 5015.00

Date	Timekeeper	Description	Index	Code	Value	ABA code
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LEDGER SUMMARY: ALL OPEN INVOICES AND INVOICES SINCE 08/01/2011

INVOICE	DATE	FEES	COSTS	OTHER	PAYMENT	DATE	FEES	COSTS	OTHER	BALANCE
131615	06/30/12	1740.50	.00	.00	PAY	07/13/12	1317.70	.00	.00	422.80
132664	10/23/12	2094.50	.00	.00	PAY	10/22/12	1675.60	.00	.00	418.90

BALANCE DUE FROM PREVIOUS STATEMENT . . . . .

LESS PAYMENT(S) . . . . . 0.00

BALANCE FORWARD . . . . .

TIMECARD SUB-TOTAL ( 17.00) . . . . . 5015.00

DISBURSMENT SUB-TOTAL . . . . . 0.00

SUBTOTAL CURRENT PERIOD . . . . . 5015.00

TOTAL DUE . . . . .

TIME VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 855.50

COST VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 6.00

\*-----TIME AND FEE SUMMARY-----\*

*-----TIMEKEEPER-----*	RATE	HOURS	%	FEES	%	COSTS
EVERETT G. BARRY, JR.	295.00	1.20	1.2	59.00	1.2	.00
JOHN H. STEPHENS	295.00	4.50	26.5	1327.50	26.5	.00
PATRICK L. PRINDLE	295.00	9.50	55.2	2802.50	55.9	.00
TOBY S. KOVALIVKER	295.00	2.80	16.5	826.00	16.5	.00
TOTALS		17.00		5015.00		.00

\*-----LEDGER SUMMARY-----\*

Ledger Code	Ledger Description	Debit	Credit	Credit Applied To
PAY	RECEIPTS		2992.30	

DATE: 11/01/12 15:35:51 PRO FORMA STATEMENT AS OF 093012 FOR FILE (HEBCO-135) CFI#1,#2,#3NotesRec. #327827(109750) Page 1 (1)

\*-----MATTER DESCRIPTION-----\*

CFI #1, #2, #3 - Notes Receivable

\*-----BILLING INSTRUCTIONS-----\*

Collection

\*-----CLIENT INFORMATION-----\*

Thomas C. Hebrank

--CLIENT NUMBER--

HEBCO

--ORIGINATING--

EGB

--BILLING--

EGB

--SUPERVISING--

TSK

E BARRY, JR.

E BARRY, JR.

T KOVALIVKER

\*-----CLIENT ADDRESS-----\*

Thomas C. Hebrank  
 Permanent Receiver  
 501 West Broadway, Suite 800  
 San Diego, CA 92101

\*-----MATTER ADDRESS-----\*

\*-----MATTER INFORMATION-----\*

PHONE: 619 400-4922

PHONE:

REFERRED BY:

INDEX	INIT	DATE	STAT	BUREAU		EX BUREAU		PHASE TASK ACTIVITY	DESCRIPTION
				HOURS	AMOUNT	HOURS	AMOUNT		
777272	TSK	07/03/12	B	1.50	442.50	1.50	442.50	B	Telephone conference with the Receiver re collection efforts and responses to demand letters (1.1); commence asset search on Vellore Muraligopal (1.2).
778467	TSK	07/06/12	B	1.70	501.50	1.70	501.50	B	Analyze property reports for properties owned by Vellore Muraligopal (1.3); analyze property reports for properties owned by Muraligopal Investments, LLC (1.4).

Steve Hoslett re interest calculation on amount due and owing from Myra Peterson (.2); prepare correspondence to Myra Peterson re same (.1); telephone conference with Maria Gonzales, daughter of John Nizzia (.1); telephone conference with Mikki Bloomer, broker of Banning Property (.2); prepare correspondence to the Receiver re status of sale of Banning Property (.2).

783347 TSK 09/24/12 B 0.30 88.50 0.30 88.50 F

Correspondence to and from the Receiver re amount due under the loan to John Nizzia and potential short sale (.2); telephone call to the broker handling the sale of the Banning property (.1).

783602 TSK 09/27/12 B 0.30 88.50 0.30 88.50 F

Correspondence to and from the Receiver re collecting the amount due under the loan from CPI 2 to SoCal Del LLC.

Fee Subtotal 7139.00

Date	Timekeeper	Description	Index	Code	Value	ABA code
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LEADER SUMMARY: ALL OPEN INVOICES AND INVOICES SINCE 09/01/2012

INVOICE	DATE	FEES	COSTS	OTHER	PAYMENT	DATE	FEES	COSTS	OTHER	BALANCE
142645	10/23/12	14408.00	.00	.00	PAY	10/23/12	14726.40	.00	.00	3681.60

BALANCE DUE FROM PREVIOUS STATEMENT . . . . .  
 LESS PAYMENT(S) . . . . . 0.00  
 -----

DATE: 11/01/12 15:35:51 PRO FORMA STATEMENT AS OF 093012 FOR FILE (HEBCO-135) CEI#1,#2,#3NotesRec. #327827(109750) Page 6 (6)

BALANCE FORWARD . . . . .

TIMECARD SUB-TOTAL ( 24.20) . . . . . 7139.00

DISBURSEMENT SUB-TOTAL . . . . . 0.00

SUBTOTAL CURRENT PERIOD . . . . . 7139.00

TOTAL DUE . . . . .

TIME VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 1740.50

COST VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 0.00

\*-----TIME AND FEE SUMMARY-----\*

*-----TIMEKEEPER-----*	RATE	HOURS	%	FEE\$	%	COSTS
EVERETT G. BARRY, JR.	295.00	3.60	14.9	1062.00	14.9	.00
TOBY S. KOVALIVKER	295.00	20.60	85.1	6077.00	85.1	.00
TOTALS		24.20		7139.00		.00



DATE: 11/01/12 15:04:21 PRG FORMA STATEMENT AS OF 103112 FOR FILE (HEBCD-137) TelesisCommunityCredi #327610(109750) Page 1 (1)

\*-----MATTER DESCRIPTION-----\*

Telesis Community Credit Union  
v. Copeland Properties Eight, L.. P.

\*-----BILLING INSTRUCTIONS-----\*

New York Supreme Court Case #09-1988

\*-----CLIENT INFORMATION-----\*

Thomas C. Hebrank

CLIENT NUMBER--

HEBCD

--ORIGINATING--

EGG

--BILLING--

EGG

--SUPERVISING--

PLP

E BARRY, JR.

E BARRY, JR.

P PRINDLE

\*-----CLIENT ADDRESS-----\*

Thomas C. Hebrank  
Permanent Receiver  
501 West Broadway, Suite 800  
San Diego, CA 92101

\*-----MATTER ADDRESS-----\*

\*-----MATTER INFORMATION-----\*

PHONE: 619-400-4922

PHONE:

REFERRED BY:

CONTACT:

WORKED BILLED

INDEX	INIT	DATE	STAT	WORKED		BILLED		PHASE	TASK	ACTIVITY	DESCRIPTION
				HOURS	AMOUNT	HOURS	AMOUNT				
781040	JHS	08/07/12	8	0.20	59.00	0.20	59.00			F	Email exchange with Attorney Prindle re continued stay of New York action and Copeland's counsel's inquiry about fees.
Fee Subtotal					59.00						

Date	Timekeeper	Description	Index	Code	Value	ABA code
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LEDGER SUMMARY: ALL OPEN INVOICES AND INVOICES SINCE 09/01/2012

INVOICE	DATE	FEES	COSTS	OTHER	PAYMENT	DATE	FEES	COSTS	OTHER	BALANCE
132688	10/23/12	88.50	.00	.00	PAY	10/23/12	70.80	.00	.00	17.70

BALANCE DUE FROM PREVIOUS STATEMENT . . . . .  
 LESS PAYMENT(S) . . . . . 0.00  
 -----  
 BALANCE FORWARD . . . . .

TIMECARD SUB-TOTAL ( .20) . . . . . 59.00  
 DISBURSEMENT SUB-TOTAL . . . . . 0.00  
 SUBTOTAL CURRENT PERIOD . . . . . 59.00  
 TOTAL DUE . . . . .

TIME VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 0.00  
 COST VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 0.00

\*-----TIME AND FEE SUMMARY-----\*

*-----TIMEKEEPER-----*	RATE	HOURS	¢	FEES	¢	COSTS
JOHN H. STEPHENS	295.00	.20	100.0	59.00	100.0	.00
TOTALS		.20		59.00		.00

DATE: 11/01/12 15:36:46 PRO FORMA STATEMENT AS OF 093012 FOR FILE (HEBCO-139) ReynoldsMasonIndustri #327829(109750) Page 1 (1)

\*-----MATTER DESCRIPTION-----\*  
 Reynolds Mason Industries, Inc.

\*-----BILLING INSTRUCTIONS-----\*  
 U.S. BK Court Southern District  
 Case no. 09-12774-M7

\*-----CLIENT INFORMATION-----\*  
 Thomas C. Hebrank

--CLIENT NUMBER--	--ORIGINATING--	--BILLING--	--SUPERVISING--
HEBCO	EGB	EGB	EGB
	E BARRY, JR.	E BARRY, JR.	E BARRY, JR.

\*-----CLIENT ADDRESS-----\*  
 Thomas C. Hebrank  
 Permanent Receiver  
 501 West Broadway, Suite 800  
 San Diego, CA 92101

\*-----MATTER ADDRESS-----\*

\*-----MATTER INFORMATION-----\*  
 PHONE: 619-400-4922  
 REFERRED BY:

PHONE:  
 CONTACT:

INDEX	INIT	DATE	STAT	HOURS	AMOUNT	HOURS	AMOUNT	PHASE	TASK	ACTIVITY	DESCRIPTION
777855	EGB	07/12/12	B	0.60	177.00	0.60	177.00			F	Review entered Order; email to Attorney Lissebeck re settlement; emails with Attorney Lissebeck re bankruptcy court approval.
777928	EGB	07/13/12	B	0.80	236.00	0.80	236.00			F	Email from Attorney Lissebeck; review entered bankruptcy Order approving settlement; emails re finalizing settlement.

DATE: 11/01/12 15:36:46 PRO FORMA STATEMENT AS OF 093012 FOR FILE (HEBCO-119) ReynoldsMasonIndustri #327829(109750) Page 2 (2)

Invoice #	Code	Date	Index	Rate	Hours	Costs	Other	Payment	Balance	Description
777984	PLP	07/13/12	B	0.40	118.00	6.40	118.00			Receive and review emails from Attorney Lissebeck and Attorney Barry re Reynolds Mason Industries settlement (.4).
778445	EGB	07/19/12	B	0.10	29.50	0.10	29.50			Review Notice of Dismissal of bankruptcy adversary proceeding.
778475	EGB	07/19/12	B	0.30	88.50	0.30	88.50			Review settlement check from bankruptcy Trustee, forward to Receiver.
Fee Subtotal					649.00					

Date	Timekeeper	Description	Index	Code	Value	ABA code
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LEDGER SUMMARY: ALL OPEN INVOICES AND INVOICES SINCE 06/01/2012

INVOICE	DATE	FEES	COSTS	OTHER	PAYMENT	DATE	FEES	COSTS	OTHER	BALANCE
132690	10/23/12	1976.50	.00	.00	PAY	10/23/12	1581.20	.00	.00	395.30

BALANCE DUE FROM PREVIOUS STATEMENT . . . . .

LESS PAYMENT(S) . . . . . 0.00

BALANCE FORWARD . . . . .

TIMECARD SUB-TOTAL ( 2.20) . . . . . 649.00

DISBURSEMENT SUB-TOTAL . . . . . 0.00

SUBTOTAL CURRENT PERIOD . . . . . 649.00

TOTAL DUE . . . . .

TIME VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 59.00

COST VALUE FOR THE MATTER AFTER THE CUTOFF DATE . . . . . 0.00

-----TIME AND FEE SUMMARY-----\*

*****TIMEKEEPER*****	RATE	HOURS	%	FEES	%	COSTS
EVERETT G. BARRY, JR.	295.00	1.80	81.8	531.00	81.8	.00
PATRICK L. PRINDLE	275.00	.40	18.2	118.00	18.2	.00