

1 DAVID R. ZARO (BAR NO. 124334)
2 TED FATES (BAR NO. 227809)
3 ALLEN MATKINS LECK GAMBLE
4 MALLORY & NATSIS LLP
5 501 West Broadway, 15th Floor
6 San Diego, California 92101-3541
7 Phone: (619) 233-1155
8 Fax: (619) 233-1158
9 E-Mail: dzaro@allenmatkins.com
10 tfates@allenmatkins.com

11 Attorneys for Receiver
12 THOMAS C. HEBRANK

13 **UNITED STATES DISTRICT COURT**
14 **SOUTHERN DISTRICT OF CALIFORNIA**

15 SECURITIES AND EXCHANGE
16 COMMISSION,

17 Plaintiff,

18 v.

19 LOUIS V. SCHOOLER and FIRST
20 FINANCIAL PLANNING
21 CORPORATION d/b/a WESTERN
22 FINANCIAL PLANNING
23 CORPORATION,

24 Defendants.

Case No. 3:12-cv-02164-GPC-JMA

**ELEVENTH INTERIM FEE
APPLICATION OF ALLEN
MATKINS LECK GAMBLE
MALLORY & NATSIS LLP,
COUNSEL TO RECEIVER**

Date: September 25, 2015
Time: 1:30 p.m.
Ct. No.: 2D
Judge: Hon. Gonzalo P. Curiel

Allen Matkins Leck Gamble Mallory & Natsis LLP ("Allen Matkins"), counsel for Thomas C. Hebrank ("Receiver"), Court-appointed receiver for First Financial Planning Corporation d/b/a Western Financial Planning Corporation ("Western"), and its subsidiaries, including the General Partnerships ("GPs") set up by Western (collectively, "Receivership Entities"), hereby submits this eleventh interim application for payment of professional fees and reimbursement of costs for the time period January 1, 2015 through March 31, 2015 ("Eleventh Application Period"). Allen Matkins incurred \$98,756.10 in fees and \$2,069.14 in costs during the three-month period and seeks interim approval and payment of 80% of fees incurred, or \$79,004.88, and 100% of costs incurred. As it has throughout the case, Allen Matkins has discounted its customary hourly rates by 10%.

I. FEE APPLICATION

During the Eleventh Application Period, Allen Matkins provided a total of 215.90 hours of service for a total of \$98,756.10 in fees. Allen Matkins requests payment on an interim basis of 80% of this amount, or \$79,004.88. The firm has provided its services in the following categories, as discussed in further detail below and as set forth task-by-task in Exhibit A:

Category	Hours	Total
General Receivership	53.10	\$24,833.25
Reporting	47.70	22,385.70
Operations and Asset Sales	60.80	27,802.80
Claims and Distributions	12.00	5,788.35
Third Party Recoveries	41.20	17,436.15
Employment/Fees	1.10	509.85
Total Fees	215.90	\$98,756.10

II. TASKS PERFORMED DURING THE ELEVENTH APPLICATION PERIOD

During the Eleventh Application Period, Allen Matkins worked diligently to assist the Receiver with legal issues affecting the receivership. As reflected in the bills attached as Exhibit A, the legal work performed by Allen Matkins' attorneys and staff did not overlap with or duplicate the Receiver's work. The following is a discussion of Allen Matkins' work, broken down by the categories listed above.

A. General Receivership

This category includes Allen Matkins' time reviewing relevant orders, pleadings, and documents and advising the Receiver on legal issues, Court orders affecting the receivership, and the Receiver's duties under the Court's orders. The scope of the receivership has been challenged repeatedly by Defendant Louis Schooler, resulting in substantial time spent addressing those challenges and providing reports requested by the Court.

During the Eleventh Application Period, Schooler sought to modify the Preliminary Injunction Order to have the Receiver removed. Allen Matkins assisted the Receiver in preparing an opposition, including declarations from the Receiver and Geno Rodriguez. Dkt. No. 948. After Schooler sought and obtained permission to file a supplemental brief, Allen Matkins assisted the Receiver in preparing and filing a supplemental response. Dkt. No. 978. The Court held a hearing on the motion on February 13, 2015. Allen Matkins assisted the Receiver in reviewing pleadings and preparing for the hearing. Attorney Ted Fates attended the hearing along with the Receiver. The motion was denied by order entered March 4, 2015. Dkt. No. 1004.

Substantial time during the Eleventh Application Period was also spent responding to Schooler's discovery requests. Schooler demanded documents from Allen Matkins, requiring documents to be searched, gathered, reviewed for scope and privilege, and produced. Schooler had also previously demanded access to all

1 approximately 760 boxes of records stored by Western at Iron Mountain. Allen
2 Matkins assisted in coordinating the retrieval and transmission of the boxes from
3 Schooler's counsel to counsel for the Commission and back to Iron Mountain for
4 storage.

5 Finally, Allen Matkins reviewed and advised the Receiver regarding
6 (a) various motions, briefs, orders, and status reports filed in the pending appeals
7 initiated by Defendants, including an Order to Show Cause re: Dismissal issued by
8 the Ninth Circuit, and (b) various pleadings and orders in this case, including those
9 related to the Commission's motion for partial summary judgment and motion for an
10 asset freeze. The reasonable and necessary fees work in this category total
11 \$24,833.25.

12 **B. Reporting**

13 This category includes Allen Matkins' time assisting the Receiver in preparing
14 his Tenth Interim Report. Dkt. No. 1000. The Report includes a detailed discussion
15 of GPs unable to make their note payments to Western leaving Western unable to
16 make payments on the underlying mortgages for GP Properties. The Receiver
17 recommended and the Court authorized the Receiver to make partial mortgage
18 payments in these circumstances. Dkt. No. 1005.

19 The Receiver's Report and Recommendation Regarding General Partnerships
20 was filed on November 21, 2015 ("GP Report"). Dkt. No. 852. During the Eleventh
21 Application Period, Allen Matkins reviewed and advised the Receiver regarding
22 responses to the GP Report filed by the Commission and Schooler, as well as
23 numerous investor responses to the GP Report (the Court set January 9, 2015 as the
24 deadline for all responses). Attorney Ted Fates attended the hearing held on
25 January 23, 2015, along with the Receiver.

26 Ultimately, the Court decided the GPs should be kept in the receivership and
27 instructed the Receiver to prepare and file a proposed information packet with an
28 updated appraisal for each GP property. Dkt. No. 1003. Because some of the GPs

1 could not afford the cost of an appraisal, Allen Matkins assisted the Receiver in
2 preparing an *ex parte* application for permission to obtain broker list prices in lieu of
3 appraisals for those GP properties. Dkt. No. 1014. The *ex parte* application was
4 granted. Dkt. No. 1017.

5 Allen Matkins also assisted the Receiver in analyzing and organizing GP
6 financial data for investors and preparing the proposed information packet, which
7 was filed on March 27, 2015. Dkt. No. 1023. The information packet was later
8 approved by the Court. Dkt. No. 1069. The reasonable and necessary fees for work
9 in this category total \$22,385.70.

10 **C. Operations and Asset Sales**

11 Allen Matkins' time in this category focused on assisting the Receiver with
12 legal issues relating to the ongoing operations of Western and the GPs, including
13 responding to letters of intent and offers to purchase GP properties, addressing
14 issues regarding the inability of GPs to make mortgage payments, addressing issues
15 with the former partnership administrators' (Alice Jacobson and Beverly Shuler)
16 performance of their duties and transitioning such duties to Lincoln Property Group
17 pursuant to the Court's Order Keeping General Partnerships Under Receivership
18 (Dkt. No. 1003), as well as certain easement, water rights, and other issues affecting
19 the GP properties.

20 **1. Letters of Intent for GP Properties**

21 On January 6, 2015, the Receiver received letters of intent from two different
22 potential purchasers for six properties, each of which is owned by multiple GPs:
23 Silver Springs North, Washoe 3, Washoe 5, Minden, Stead, and Las Vegas 2. On
24 January 7, 2015, the Receiver notified the Court of the letters of intent. The Court
25 instructed the Receiver to file a recommendation for addressing the letters of intent
26 by January 9, 2015, and to file such recommendation under seal so as not to publicly
27 disclose the amounts offered in the letters of intent.
28

1 Allen Matkins assisted the Receiver in contacting the Court regarding the
2 letters of intent and preparing his recommendation for addressing the letters of
3 intent, which was filed on January 9, 2015. Dkt. No. 875. On January 16, 2015, the
4 Court issued an order adopting the Receiver's recommendation, directing the
5 Receiver to send out the proposed ballots to investors, and further directing the
6 Receiver to file an "update as to the status of the balloting as well as the Receiver's
7 recommendation regarding what further action should be taken in light of the
8 balloting results." Dkt. No. 926. Allen Matkins assisted in preparing the ballots and
9 the Receiver's update and further recommendation once the ballots were tallied.
10 Dkt. No. 975. The Court adopted the Receiver's further recommendation regarding
11 the letters of intent. Dkt. No. 979.

12 On February 16, 2015, the Receiver received a letter of intent from The
13 Nature Conservancy ("TNC") to purchase the Jamul Valley property, which is
14 owned by multiple GPs: Jamul Meadows, Lyons Valley and Hidden Hills. Allen
15 Matkins assisted the Receiver in notifying the Court and preparing his
16 recommendation for addressing the letters of intent. Dkt. No. 987. On February 20,
17 2015, the Court issued an order adopting the Receiver's recommendation, directing
18 the Receiver to send out the proposed ballots to investors and further directing the
19 Receiver to file an "update as to the status of the balloting as well as the Receiver's
20 recommendation regarding what further action should be taken in light of the
21 balloting results." Dkt. No. 992. Allen Matkins assisted in preparing the ballot for
22 investors and the Receiver's update and further recommendation. Dkt. No. 1020.

23 **2. Former Partnership Administrators and Transition to Lincoln**

24 As noted above, Allen Matkins also assisted with issues relating to the former
25 partnership administrators failure to perform their duties, the formal engagement of
26 Lincoln Property Group ("Lincoln"), and the transition of administrative duties from
27 the former partnership administrators to Lincoln. Among other things, Allen
28 Matkins assisted in revising the Management Agreement with Lincoln and prepared

1 a letter and handled follow up communications with Eric Hougen, counsel for the
2 former partnership administrators. The former partnership administrators' failure to
3 cooperate with basic requests regarding the transition necessitated follow up phone
4 calls and e-mails over the course of more than a month to obtain their compliance
5 (some of this work carried over into the next application period).

6 **3. Other GP Operational Issues**

7 Allen Matkins also assisted the Receiver with legal issues relating to letters
8 and operational bills issued to investors, a temporary easement for a cattle guard in
9 favor of the City of Fernley, actions necessary to preserve water rights for the
10 Minden property, a request to access the Tecate property by the United States Army
11 Corp of Engineers, as well as the refusal of an insurance broker to cooperate with
12 the Receiver's efforts to switch insurance brokers for GP property insurance
13 policies.

14 The reasonable and necessary fees for Allen Matkins' work in this category
15 total \$27,802.80.

16 **D. Claims and Distributions**

17 This category includes time assisting the Receiver in communications with
18 investors, creditors, and their counsel, both directly and via the receivership website,
19 regarding the receivership, claims, distributions, and related issues. Additionally, on
20 January 14, 2015, the Court ordered the Receiver to respond to the letter filed by
21 investor James Hettinger regarding the timing of completing 2013 tax returns and
22 investor K-1s (Dkt. No. 882). Allen Matkins assisted the Receiver in preparing the
23 response, which was filed on January 23, 2015. Dkt. No. 935. Finally, Allen
24 Matkins assisted the Receiver in analyzing legal issues relating to an investor
25 request to transfer his GP units to another investor. The reasonable and necessary
26 fees for this work total \$5,788.35.

27

28

1 **E. Third Party Recoveries**

2 Allen Matkins' work in this category focused on the three collection actions
3 against LinMar Management, LinMar III, and LinMar IV ("LinMar Defendants"),
4 which were commenced on September 13, 2013, pursuant to the Court's August 16,
5 2013 Order. During the Eleventh Application Period, Allen Matkins assisted the
6 Receiver in enforcing the final judgments against the LinMar Defendants, which
7 were entered on January 9, 2015. The Receiver's enforcement steps have included
8 reviewing documents and gathering information regarding the LinMar Defendants'
9 potential assets, obtaining and recording abstracts of judgment, obtaining and
10 executing writs/levies to banks suspected to have accounts for the LinMar
11 Defendants, and taking steps necessary to force a sale of the commercial properties
12 owned by LinMar III and LinMar IV.

13 In addition, attorney Ted Fates attended the deposition of Eric Hougen, which
14 was conducted by counsel for the Commission. The receivership estate has
15 potential claims against Mr. Hougen, who, among other things, advised the
16 Receivership Entities regarding securities issues prior to the Receiver's appointment.
17 The Receiver and Mr. Hougen previously entered into a tolling agreement regarding
18 such potential claims.

19 The reasonable and necessary fees for work in this category total \$17,436.15.

20 **F. Employment/Fees**

21 Although fee applications are a necessary component of federal equity
22 receiverships, neither the Receiver nor his professionals bill time for preparing their
23 own detailed applications. Allen Matkins assisted the Receiver in preparing his
24 Ninth Interim Fee Application. Dkt. Nos. 961. The reasonable and necessary fees
25 for this work total \$509.85.

26 **G. Summary of Costs Requested**

27 Allen Matkins requests the Court approve reimbursement of \$2,069.14 for
28 out-of-pocket costs incurred in executing the foregoing tasks, as itemized in

1 Exhibit A. Pursuant to the Court's Order Granting in Part First Fee Applications,
2 Allen Matkins has reduced its request for reimbursement of copy costs to five cents
3 per page and written off any excess copy charges incurred.

4 **III. ALLEN MATKINS' FEES ARE REASONABLE**
5 **AND SHOULD BE APPROVED**

6 In its Order Granting in Part First Interim Fee Applications ("First Fee
7 Order"), the Court analyzed the case law regarding approval of interim fee
8 applications in regulatory receiverships and determined the following factors should
9 be considered: (1) the complexity of the receiver's tasks; (2) the fair value of the
10 time, labor, and skill measured by conservative business standards; (3) the quality of
11 work performed, including the results obtained and the benefit to the receivership
12 estate; (4) the burden the receivership estate may safely be able to bear; and (5) the
13 Commission's opposition or acquiescence. Dkt. No. 169, p. 7.

14 **A. Complexity of Tasks**

15 Here, the tasks performed by Allen Matkins are significantly complex and the
16 number of hours billed to complete them are reasonable. These tasks include
17 (a) analyzing corporate documents, loan agreements, and other contracts,
18 (b) advising the Receiver regarding federal equity receivership, debtor/creditor, real
19 property, contract, employment, insurance, tax, civil procedure, appellate procedure,
20 and other applicable areas of law, and (c) assisting the Receiver in selling assets,
21 collecting loans, protecting the Receivership Entities' interests in pending litigation,
22 and providing detailed reports to the Court and interested parties. In addition, Allen
23 Matkins wrote off and did not charge for 13.7 hours of time during the Tenth
24 Application Period.

25 **B. Fair Value of Time, Labor & Skill**

26 The Court has previously determined the discounted hourly rates of the
27 Receiver and Allen Matkins represent the fair value of their time, labor, and skill.
28

1 **C. Quality of Work Performed**

2 Allen Matkins has diligently and competently assisted the Receiver in all
3 aspects of the receivership, including preserving and protecting the assets of the
4 Receivership Entities, analyzing the Receivership Entities' assets and liabilities,
5 addressing Western's cash shortage, reducing Western's operating expenses as well
6 as administrative expenses of the receivership, selling assets and collecting loans,
7 protecting the Receivership Entities' interests in pending litigation and other legal
8 matters, preserving potential causes of action against third parties, and preparing
9 detailed reports to the Court and interested parties. These services have allowed the
10 Receiver to preserve and protect the value of the Receivership Entities' assets for the
11 benefit of investors and creditors.

12 **D. Receivership Estate's Ability to Bear Burden of Fees**

13 The Receiver proposes the approved fees and costs be paid from Western's
14 assets as cash is available. As directed by the Court, the Receiver continues efforts
15 to collect loans the GPs owe Western through billings sent to investors. The
16 Receiver also continues efforts to collect the LinMar loans through enforcement of
17 the judgments entered against the LinMar Defendants. Western's land parcels have
18 been listed for sale and at some point its equity interests in the GPs will be
19 liquidated. Approved fees and costs will likely have to be paid in increments over
20 time as funds are collected and cash is available. The fees and costs should
21 nevertheless be approved.

22 **E. Commission's Opposition or Acquiescence**

23 Prior to filing, the Receiver and Allen Matkins provided these fee applications
24 to counsel for the Commission in substantially final form. Counsel for the
25 Commission has advised the Commission has no opposition to the fees and costs
26 requested.

27
28

IV. CONCLUSION

5 WHEREFORE, the Receiver and Allen Matkins respectfully request entry of
6 an order:

- 7 1. Approving payment of fees to Allen Matkins on an interim basis of
8 \$79,004.88;
9 2. Approving reimbursement of expenses to Allen Matkins on an interim
10 basis of \$2,069.14.
11 3. Authorizing and directing the Receiver to pay these amounts to Allen
12 Matkins from assets of the Receivership Entities; and
13 4. Granting such further and other relief as the Court deems just and
14 proper.

16 || Dated: July 10, 2015

ALLEN MATKINS LECK GAMBLE
MALLORY & NATSIS LLP

By: /s/ Ted Fates

TED FATES
Attorneys for Receiver
THOMAS C. HEBRANK

EXHIBIT INDEX

Exhibit A	Detailed Time Reports	13
-----------	-----------------------	----

EXHIBIT A

EXHIBIT A

06/17/15 13:43:12 PROFORMA STATEMENT FOR MATTER 372640-00002 (General Receivership) 372640-00002

Preliminary Billing Form

Billing Atty: 001665 - Fates

Matter #: 372640-00002

Matter Name: General Receivership

Date of Last Billing: 02-02-2015

Client Name: Thomas C. Hebrank, as Receiver for Western Financial

Proforma Number

Client/Matter Joint Group # 372640-1

Fees for Matter 372640-00002 (General Receivership)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
01/05/15	6420026	Review correspondence relating to Schooler's subpoena to M. White (.1); discuss status of Iron Mountain order and delivery with G. Rodriguez (.1).	Fates, Edward G.	0.2	92.70	92.70
01/06/15	6423238	Review issues related to pending motions re Receiver, scope of order and address evidence, opposition briefing related to the motion (.4). Advice to counsel as to briefing/declarations (.2).	Zaro, David R.	0.6	388.80	481.50
01/06/15	6420826	Call from Schooler's counsel regarding potential continuance of hearing date on motion to remove receiver (.1); review Schooler's opposition to OST for motion for asset freeze (.2); review order denying OST for SEC's motion for asset freeze (.1); discuss SEC's motion for asset freeze and order denying OST with Receiver (.2); work on opposition to motion to remove Receiver and discuss same with Receiver (1.1).	Fates, Edward G.	1.7	787.95	1,269.45
01/07/15	6421651	Work on opposition to motion to remove Receiver (3.4); review joint motion for leave to file excess pages for opposition to SEC's motion for	Fates, Edward G.	3.8	1,761.30	3,030.75

06/17/15 13:43:12 PROFORMA STATEMENT FOR MATTER 372640-00002 (General Receivership) 372640-00002

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		asset freeze (.1); communications with G. Rodriguez and SEC's counsel regarding transportation of Iron Mountain records from Defendants' counsel to SEC's counsel and return of same to Iron Mountain (.3).				
01/08/15	6423535	Work on opposition to motion to remove Receiver.	Fates, Edward G.	2.2	1,019.70	4,050.45
01/09/15	6424450	Work on opposition to Schooler's motion to remove Receiver (5.9); review order setting briefing schedule for same (.1); review order setting briefing schedule for SEC's motion for asset freeze (.1).	Fates, Edward G.	6.1	2,827.35	6,877.80
01/12/15	6426328	Review documents requested by Schooler in subpoena to Allen Matkins (1.2); work on opposition to Schooler's motion to remove Receiver (.4).	Fates, Edward G.	1.6	741.60	7,619.40
01/13/15	6427910	Communications with Schooler's counsel and G. Rodriguez regarding Iron Mountain order (4th batch of boxes).	Fates, Edward G.	0.2	92.70	7,712.10
01/14/15	6428578	Review emails to be produced pursuant to Schooler subpoena for scope and privilege (1.2); work on opposition to Schooler's motion to remove Receiver and supporting declaration and discuss same with G. Rodriguez (1.4); review SEC's deposition notice regarding J. McNeece (.1).	Fates, Edward G.	2.7	1,251.45	8,963.55
01/15/15	6429971	Various communications with SEC's counsel and G. Rodriguez regarding transmission of Western boxes from	Fates, Edward G.	1.4	648.90	9,612.45

06/17/15 13:43:12 PROFORMA STATEMENT FOR MATTER 372640-00002 (General Receivership) 372640-00002

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		SEC's offices in LA to Iron Mountain storage in San Diego (.8); draft declaration of G. Rodriguez in support of opposition to motion to remove Receiver (.6).				
01/16/15	6431035	Communications with G. Rodriguez and SEC's counsel regarding Iron Mountain issues and courier transmission issues (.3); review emails requested in Schooler's subpoena for scope and privilege (1.1).	Fates, Edward G.	1.4	648.90	10,261.35
01/20/15	6432057	Review document request by Schooler pursuant to subpoena for scope and privilege (.5); work on opposition to Schooler's motion to remove Receiver (1.6).	Fates, Edward G.	2.1	973.35	11,234.70
01/21/15	6433247	Work on opposition to motion to remove Receiver and Receiver's declaration in support of same and discuss same with Receiver (1.9); work on response to Schooler's subpoena to Allen Matkins to produce records (1.1); communications with SEC's counsel regarding delivery of boxes to Iron Mountain (.1).	Fates, Edward G.	3.1	1,436.85	12,671.55
01/22/15	6434428	Work on response to Schooler's document subpoena (.2); discuss opposition to Schooler's motion to remove Receiver with Receiver and revisions to same (.7).	Fates, Edward G.	0.9	417.15	13,088.70
01/23/15	6435640	Finalize response to Schooler's document subpoena (.3); revise and finalize opposition to Schooler's motion to remove Receiver and	Fates, Edward G.	1.4	648.90	13,737.60

06/17/15 13:43:12 PROFORMA STATEMENT FOR MATTER 372640-00002 (General Receivership) 372640-00002

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		supporting declarations (.8); review SEC's opposition to motion to remove Receiver (.3).				
01/26/15	6437108	Discuss strategy regarding February 13 hearing with Receiver.	Fates, Edward G.	0.2	92.70	13,830.30
01/27/15	6437717	Review SEC's status report to Ninth Circuit in pending appeals.	Fates, Edward G.	0.1	46.35	13,876.65
01/28/15	6438886	Review deposition notices for Mandell and Hougen issued by SEC's counsel.	Fates, Edward G.	0.1	46.35	13,923.00
01/30/15	6441572	Communications with Schooler's counsel and SEC's counsel regarding receipt of response to Schooler's subpoena to Allen Matkins and advise Receiver regarding same (.5); review Schooler's reply regarding motion to remove Receiver and discuss same with Receiver (.6); meet with Schooler's counsel to deliver response to subpoena (.1).	Fates, Edward G.	1.2	556.20	14,479.20
02/02/15	6445020	Review communication from Schooler's counsel regarding ex parte motion to file supplemental reply; discuss same with Receiver and SEC's counsel; respond to Schooler's counsel regarding same.	Fates, Edward G.	0.8	370.80	14,850.00
02/03/15	6445506	Call with Schooler's counsel and SEC's counsel to discuss Schooler's ex parte motion to file supplemental reply regarding motion to remove Receiver and follow up emails regarding same (.3); review Schooler's ex parte application to file supplemental reply and discuss same with Receiver (.5); research and draft	Fates, Edward G.	3.0	1,390.50	16,240.50

06/17/15 13:43:12 PROFORMA STATEMENT FOR MATTER 372640-00002 (General Receivership) 372640-00002

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		opposition to ex parte application (2.2).				
02/04/15	6446631	Finalize opposition to Schooler's ex parte application to file supplemental reply regarding motion to remove Receiver.	Fates, Edward G.	0.3	139.05	16,379.55
02/05/15	6447837	Review order allowing supplemental briefs regarding motion to remove Receiver; discuss same with G. Rodriguez.	Fates, Edward G.	0.4	185.40	16,564.95
02/06/15	6448499	Work on supplemental brief regarding Schooler's motion to remove Receiver, gather exhibits regarding same, and discuss same with Receiver.	Fates, Edward G.	4.8	2,224.80	18,789.75
02/09/15	6453474	Review/revise the draft reply brief, follow-up advice to counsel re oral argument (.6).	Zaro, David R.	0.6	388.80	19,178.55
02/09/15	6450397	Review Schooler's supplemental brief and discuss with Receiver (.5); review SEC's supplemental brief (.2); work on Receiver's supplemental brief regarding Schooler's motion to remove Receiver, exhibits to same, and discuss same with Receiver (3.2).	Fates, Edward G.	3.7	1,714.95	20,893.50
02/12/15	6454102	Discuss preparation for hearing on motion to remove Receiver and status of K-1 issues with Receiver (.4); review pleadings, declarations, and exhibits in preparation for hearing (2.2).	Fates, Edward G.	2.6	1,205.10	22,098.60
02/13/15	6455296	Prepare comments for February 13 hearing and discuss same with	Fates, Edward G.	3.8	1,761.30	23,859.90

06/17/15 13:43:12 PROFORMA STATEMENT FOR MATTER 372640-00002 (General Receivership) 372640-00002

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Receiver (1.8); attend hearing on motion to remove Receiver (1.7); discuss issues regarding hearing with Receiver (.3).				
02/20/15	6460902	Review joint motions to modify scheduling order and briefing schedule for motion for asset freeze.	Fates, Edward G.	0.1	46.35	23,906.25
02/24/15	6463267	Review orders approving modification to scheduling order and modification to briefing schedule.	Fates, Edward G.	0.1	46.35	23,952.60
02/26/15	6465789	Confer with SEC's counsel regarding batches of Iron Mountain documents.	Fates, Edward G.	0.2	92.70	24,045.30
03/04/15	6472594	Review order denying motion to remove Receiver and discuss same with Receiver.	Fates, Edward G.	0.4	185.40	24,230.70
03/05/15	6473310	Review joint motion by SEC and Defendants regarding consolidation of hearings and requesting oral argument.	Fates, Edward G.	0.1	46.35	24,277.05
03/09/15	6475746	Review SEC's reply brief regarding partial summary judgment and asset freeze motions.	Fates, Edward G.	0.2	92.70	24,369.75
03/11/15	6478306	Review status report to Ninth Circuit filed by SEC.	Fates, Edward G.	0.1	46.35	24,416.10
03/16/15	6482778	Review SEC's motion for partial summary judgment and scheduling order regarding same.	Fates, Edward G.	0.4	185.40	24,601.50
03/25/15	6490654	Review OSC from Ninth Circuit regarding dismissal of appeals as moot.	Fates, Edward G.	0.1	46.35	24,647.85
03/30/15	6493911	Review order denying SEC's motion regarding asset freeze and advise	Fates, Edward G.	0.4	185.40	24,833.25

06/17/15 13:43:12 PROFORMA STATEMENT FOR MATTER 372640-00002 (General Receivership) 372640-00002

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Receiver regarding same (.3); review Defendants letter to Ninth Circuit regarding appeals being moot (.1).				

Disbursements for Matter 372640-00002 (General Receivership)

Trans Date	Index	Type	Quantity	Amt
01/07/15	2109120	Pacer Service - - Document Search 10/01/2014-12/31/2014 ^AM0021-Q4201	1.00	19.50
01/07/15	2109121	Pacer Service - - Document Search 10/01/2014-12/31/2014 ^AM0021-Q4201	1.00	7.70
01/07/15	2109122	Pacer Service - - Document Search 10/01/2014-12/31/2014 ^AM0021-Q4201	1.00	1.80
01/09/15	2104005	Duplication	42.00	2.10
01/12/15	2108151	Service of Process Nationwide - Service of Process USDC - SOUTHERN DISTRICT ^ 422741	1.00	10.00
01/14/15	2108152	Messenger - - Nationwide USDC - SOUTHERN DISTRICT ^ 422741	1.00	173.00
01/16/15	2110363	Filing Fees - - Nationwide SAN DIEGO COUNTY RECORDER ^ 422861	1.00	30.00
01/20/15	2110364	Filing Fees - - Nationwide CR/KERN COUNTY RECORDER ^ 422861	1.00	161.00
01/20/15	2110365	Filing Fees - - Nationwide CR/FRESNO COUNTY RECORDER ^ 422861	1.00	157.00
01/22/15	2107579	Duplication	1,126.00	56.30
01/26/15	2106582	Transcript - - Van Ben, Inc. - Copy of T. Hebrank's Deposition Transcript, Vol. 2	1.00	327.55
01/26/15	2107580	Duplication	30.00	1.50

06/17/15 13:43:12 PROFORMA STATEMENT FOR MATTER 372640-00002 (General Receivership) 372640-00002

Trans Date	Index	Type	Quantity	Amt
01/26/15	2110361	Service of Process - - Nationwide USDC-SOUTHERN DISTRICT ^ 422861	1.00	10.00
01/27/15	2107581	Duplication	68.00	3.40
01/27/15	2107582	Duplication	1.00	0.05
01/28/15	2108987	Duplication	71.00	3.55
01/28/15	2110362	Messenger - - Nationwide USDC-SOUTHERN DISTRICT ^ 422861	1.00	17.00
01/30/15	2110165	Federal Express - - Messenger - Invoice No: 293080182 Ship To: Philip Dyson	1.00	10.91
02/03/15	2115446	Filing Fees - - Nationwide U.S. DISTRICT COURT ^ 422968	1.00	35.00
02/03/15	2115447	Filing Fees - - Nationwide U.S. DISTRICT COURT ^ 422968	1.00	35.00
02/04/15	2111833	Duplication	32.00	1.60
02/09/15	2111834	Duplication	33.00	1.65
02/10/15	2115448	Service of Process - - Nationwide USDC - SOUTHERN DISTRICT ^ 422968	1.00	10.00
02/12/15	2111835	Duplication	472.00	23.60
02/13/15	2111836	Duplication	367.00	18.35
02/19/15	2115672	Duplication	15.00	0.75
02/20/15	2114851	Transcript - - Olender Legal Solutions - Transcript of Eric Hougen	1.00	747.60
02/26/15	2121362	Nationwide - - Service of Process - USDC- SOUTHERN DISTRICT - 12-CV-2164 SEC V. SCHO^423100	1.00	10.00
02/27/15	2121375	Nationwide - - Filing Fees - U.S. DISTRICT COURT - 13CV02179 HEBRANK V LINMAR^423212	1.00	35.00
03/02/15	2117926	Duplication	18.00	0.90
03/04/15	2117923	Duplication	69.00	3.45

06/17/15 13:43:12 PROFORMA STATEMENT FOR MATTER 372640-00002 (General Receivership) 372640-00002

Trans Date	Index	Type	Quantity	Amt
03/05/15	2117924	Duplication	49.00	2.45
03/05/15	2121376	Nationwide - - Messenger - U.S. MARSHAL'S SERVICE - 13CV02179 HEBRANK V. LI^423212	1.00	102.78
03/06/15	2117925	Duplication	8.00	0.40
03/18/15	2119184	Duplication	13.00	0.65
03/18/15	2130804	Nationwide - Filing Fees - U.S. DISTRICT COURT - CLERK'S CERTIFICATIO HEBRA	1.00	25.00
03/20/15	2119183	Duplication	452.00	22.60

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David R. Zaro	1.2	648.00	777.60
001665	Edward G. Fates	51.9	463.50	24,055.65
		<u>53.1</u>		<u>24,833.25</u>
Total Fees				24,833.25
Total Disbursements				2,069.14

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00004 (Reporting) 372640-00004

Preliminary Billing Form

Billing Atty: 001665 - Fates

Matter #: 372640-00004

Matter Name: Reporting

Date of Last Billing: 12-15-2014

Client Name: Thomas C. Hebrank, as Receiver for Western Financial

Proforma Number
Client/Matter Joint Group # 372640-1**Fees for Matter 372640-00004 (Reporting)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
01/05/15	6420034	Review lengthy investor correspondence and attachments regarding Receiver's report and recommendations and investor responses thereto.	Fates, Edward G.	0.7	324.45	324.45
01/06/15	6420936	Review responses to Receiver's report and recommendations filed by investors Bell, Post, Johnson, Cohen, and Sweeney.	Fates, Edward G.	1.1	509.85	834.30
01/09/15	6424494	Review Schooler's response to Receiver's report and recommendations; discuss same with Receiver.	Fates, Edward G.	0.6	278.10	1,112.40
01/10/15	6424978	Review response to Receiver's report and recommendation from SEC, declaration and exhibits; discuss same with Receiver.	Fates, Edward G.	0.5	231.75	1,344.15
01/12/15	6426331	Review investor responses to Receiver's report and recommendations and discuss same with G. Rodriguez (1.4); review order regarding exhibit to report and recommendations and discuss same with G. Rodriguez (.6); communications with Schooler's	Fates, Edward G.	2.2	1,019.70	2,363.85

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00004 (Reporting) 372640-00004

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		counsel and SEC's counsel regarding joint motion for additional time to respond to order regarding exhibit to report and recommendations (.2).				
01/13/15	6427986	Work on joint motion and proposed order for extension of deadline to respond to court order; communications with counsel for SEC and counsel for Schooler regarding same.	Fates, Edward G.	0.8	370.80	2,734.65
01/14/15	6571350	Review numerous investor responses to Receiver's report and recommendations and discuss same with G. Rodriguez (1.9).	Fates, Edward G.	1.9	880.65	3,615.30
01/15/15	6430174	Review order resetting time for January 23 hearing and requiring Receiver to notify investors, discuss same with G. Rodriguez, and review and revise notice to investors.	Fates, Edward G.	0.4	185.40	3,800.70
01/16/15	6430797	Communications with Court chambers and Receiver regarding deadline to respond to order regarding financial health exhibit (.2); communications with G. Rodriguez regarding posting to website and notices to investors of time change for January 23 hearing and issues regarding investors unsubscribing (.2); review order vacating order requiring response regarding financial health exhibit and discuss same with Receiver (.2); review investor responses to Receiver's report and recommendations (.4).	Fates, Edward G.	1.0	463.50	4,264.20
01/20/15	6433008	Review investor responses to	Fates, Edward G.	0.3	139.05	4,403.25

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00004 (Reporting) 372640-00004

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Receiver's report and recommendations.				
01/21/15	6433703	Discuss issues for January 23 hearing on Receiver's report and recommendations with Receiver.	Fates, Edward G.	0.2	92.70	4,495.95
01/22/15	6434392	Prepare for hearing on Receiver's report and recommendations, review report, exhibits, responses, and discuss same with Receiver (1.8); review new investor responses to Receiver's report and recommendation (.2); review Court's tentative ruling on Receiver's report and recommendations and discuss same with Receiver (.7).	Fates, Edward G.	2.7	1,251.45	5,747.40
01/23/15	6437487	Call with counsel to address the hearing on general partners, advice concerning Receiver's response, prepare for argument (.4). Follow-up on the results of hearing re general partners (.2).	Zaro, David R.	0.6	388.80	6,136.20
01/23/15	6435384	Prepare for hearing on Receiver's report and recommendations, review party and investor responses, and discuss same with Receiver (2.1); review new investor responses to report and recommendations (.6); attend hearing regarding report and recommendations (.9).	Fates, Edward G.	3.6	1,668.60	7,804.80
01/27/15	6437923	Discuss January 23 hearing and updates to receivership website with Receiver (.2); review investor letters and submissions regarding January 23 hearing (.4).	Fates, Edward G.	0.6	278.10	8,082.90

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00004 (Reporting) 372640-00004

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
01/28/15	6439208	Review investor letter filed with Court regarding January 23 hearing (.1); discuss Tenth Interim Report with Receiver and work on same (2.2).	Fates, Edward G.	2.3	1,066.05	9,148.95
01/29/15	6441057	Discuss revisions to Tenth Interim Report with G. Rodriguez and work on report regarding same.	Fates, Edward G.	0.6	278.10	9,427.05
02/03/15	6445669	Review investor letter regarding January 23 hearing.	Fates, Edward G.	0.1	46.35	9,473.40
02/17/15	6457130	Gather facts and draft section in Tenth Interim Report regarding General Partnership financial concerns and discuss same with G. Rodriguez and Receiver.	Fates, Edward G.	2.7	1,251.45	10,724.85
02/18/15	6457969	Work on Tenth Interim Report and discuss same with Receiver and G. Rodriguez.	Fates, Edward G.	1.6	741.60	11,466.45
02/19/15	6459249	Draft section in Tenth Interim Report regarding tax returns, K-1s, and D. Gilman emails and discuss same with Receiver (.7); revisions to remainder of Tenth Interim Report (.3).	Fates, Edward G.	1.0	463.50	11,929.95
02/23/15	6462127	Work on Tenth Interim Report, review draft financial exhibits regarding same, and discuss exhibits with G. Rodriguez.	Fates, Edward G.	0.9	417.15	12,347.10
02/24/15	6462938	Work on Tenth Interim report and exhibits for same.	Fates, Edward G.	0.3	139.05	12,486.15
02/25/15	6464403	Finalize Tenth Interim Report and exhibits and discuss final edits with Receiver.	Fates, Edward G.	1.1	509.85	12,996.00
03/04/15	6475248	Review of order related to general	Zaro, David R.	0.3	194.40	13,190.40

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00004 (Reporting) 372640-00004

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		partnerships, Receiver recommendations, follow-up on next steps, asset preservation issues (.3).				
03/04/15	6472592	Review orders keeping GPs in receivership and approving Tenth Interim Report and discuss same with Receiver.	Fates, Edward G.	0.6	278.10	13,468.50
03/05/15	6475357	Review the order re general partners, work with counsel concerning the strategy for addressing report/properties (.6).	Zaro, David R.	0.6	388.80	13,857.30
03/05/15	6473462	Meeting with Receiver and G. Rodriguez to discuss preparation of information packet due March 27, appraisals, listing agreements, and report and recommendation due April 17.	Fates, Edward G.	1.3	602.55	14,459.85
03/06/15	6474147	Work on ex parte application regarding appraisals and broker list prices and informational packets.	Fates, Edward G.	0.9	417.15	14,877.00
03/09/15	6476293	Work on ex parte application regarding appraisals/broker list prices and discuss same with G. Rodriguez.	Fates, Edward G.	0.3	139.05	15,016.05
03/10/15	6478243	Discuss cost and GP cash issues regarding obtaining appraisals with G. Rodriguez.	Fates, Edward G.	0.2	92.70	15,108.75
03/11/15	6478489	Discuss issues regarding GP inability to cover appraisal costs and ex parte application regarding same with Receiver (.2); revisions to ex parte application (.2); send same to Receiver (.1); prepare and send ex parte notice to counsel (.4); discuss same with SEC's counsel (.2); initial	Fates, Edward G.	2.2	1,019.70	16,128.45

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00004 (Reporting) 372640-00004

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		work on informational packet and discuss same and exhibits with G. Rodriguez (1.1).				
03/12/15	6480093	Work on informational packet (.8); finalize ex parte application regarding appraisals and broker list prices (.8).	Fates, Edward G.	1.6	741.60	16,870.05
03/16/15	6482633	Review order granting ex parte application regarding appraisals and broker listings and discuss same with G. Rodriguez.	Fates, Edward G.	0.3	139.05	17,009.10
03/17/15	6483167	Work on informational packet due on March 27 and discuss exhibits regarding same with G. Rodriguez and Receiver.	Fates, Edward G.	2.2	1,019.70	18,028.80
03/18/15	6484884	Meeting with Receiver and G. Rodriguez to discuss exhibits for informational packet.	Fates, Edward G.	0.7	324.45	18,353.25
03/23/15	6488084	Discuss plan for report and recommendation due April 17 with G. Rodriguez.	Fates, Edward G.	0.4	185.40	18,538.65
03/25/15	6490395	Work on information packet and discuss same with Receiver.	Fates, Edward G.	0.9	417.15	18,955.80
03/26/15	6491442	Work on information packet and exhibits thereto due on March 27 and discuss financial data for same with Receiver (4.2); prepare notice of filing same (.3).	Fates, Edward G.	4.5	2,085.75	21,041.55
03/27/15	6492196	Work on information packet and exhibits; discuss same with Receiver and G. Rodriguez.	Fates, Edward G.	2.9	1,344.15	22,385.70

Proforma Summary

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00004 (Reporting) 372640-00004

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David R. Zaro	1.5	648.00	972.00
001665	Edward G. Fates	46.2	463.50	21,413.70
		<hr/> 47.7		<hr/> 22,385.70
Total Fees				22,385.70
Total Disbursements				0.00

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Preliminary Billing Form

Billing Atty: 001665 - Fates

Matter #: 372640-00005

Matter Name: Operations & Asset Sales

Date of Last Billing: 02-13-2015

Client Name: Thomas C. Hebrank, as Receiver for Western Financial

Proforma Number

Client/Matter Joint Group # 372640-1

Fees for Matter 372640-00005 (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
01/05/15	6420293	Review letter of intent regarding Rainbow/Horizon property and discuss same and attempts to contact potential buyer with Receiver and G. Rodriguez (.7); discuss offer to buyer 8 other GP properties with G. Rodriguez (.4).	Fates, Edward G.	1.1	509.85	509.85
01/06/15	6420970	Review letters of intent for six GP properties received from Lansing Group and discuss same and proposal for addressing same with Receiver (.7); call to court chambers regarding same (.1).	Fates, Edward G.	0.8	370.80	880.65
01/07/15	6421650	Call with chambers regarding letters of intent to purchase GP properties and advise Receiver regarding same (.3); work on recommendation regarding addressing letters of intent (.5).	Fates, Edward G.	0.8	370.80	1,251.45
01/08/15	6422953	Work on recommendation for addressing letters of intent for GP properties, ex parte application to file under seal, supporting declaration, and proposed order (3.6); discuss letters of intent with G. Rodriguez (.6);	Fates, Edward G.	4.5	2,085.75	3,337.20

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		communications with counsel for Defendants and counsel for SEC regarding ex parte application to file recommendation under seal (.3).				
01/12/15	6426465	Discuss potential offers for Western property with G. Rodriguez.	Fates, Edward G.	0.1	46.35	3,383.55
01/14/15	6428895	Discuss strategy regarding potential sales of Western owned properties with G. Rodriguez.	Fates, Edward G.	0.2	92.70	3,476.25
01/16/15	6431003	Review order allowing recommendation regarding letters of intent to be filed under seal (.1); review order adopting Receiver's recommendation regarding letters of intent and discuss same with Receiver (.3); review and revise electronic ballot for Rainbow/Horizon vote on letter of intent (.3).	Fates, Edward G.	0.7	324.45	3,800.70
01/22/15	6434889	Advise Receiver regarding response to investor email regarding letters of intent.	Fates, Edward G.	0.1	46.35	3,847.05
01/23/15	6435989	Discuss transition of GPs from Partnership Administrators to Lincoln Property Group and notices to investors regarding same with Receiver.	Fates, Edward G.	0.7	324.45	4,171.50
01/27/15	6438622	Discuss balloting issues regarding letters of intent and potential recommendations regarding same with Receiver and G. Rodriguez.	Fates, Edward G.	0.5	231.75	4,403.25
01/28/15	6571356	Discuss investor ballot issues regarding letters of intent with G. Rodriguez (.1); discuss issues regarding transition from partnership	Fates, Edward G.	0.5	231.75	4,635.00

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		administrators to Lincoln and contract with Lincoln with G. Rodriguez (.4).				
02/03/15	6445449	Discuss issues regarding partnership administrators' interference with preparation of tax returns with Receiver (.2); discuss status regarding investor votes on letters of intent and recommendations regarding same with G. Rodriguez (.5).	Fates, Edward G.	0.7	324.45	4,959.45
02/04/15	6447033	Call with G. Rodriguez regarding investor balloting regarding letters of intent and recommendations regarding same and review spreadsheet regarding voting (.6); work on update regarding balloting on letters of intent and recommendations regarding same (.3).	Fates, Edward G.	0.9	417.15	5,376.60
02/05/15	6447658	Discuss results of investor voting and update and recommendations regarding same with Receiver and G. Rodriguez (.5); work on update and recommendations and exhibit reflecting balloting (2.6); review emails from investors regarding letters of intent and voting issues (.1).	Fates, Edward G.	3.2	1,483.20	6,859.80
02/06/15	6448365	Work on update and recommendation regarding balloting for letters of intent and further action regarding same, review information regarding duplicate/fake ballots, discuss same with Receiver, revisions to reflect new votes received, and finalize update and recommendation (1.8); review email from partnership administrator regarding vacation and inability to	Fates, Edward G.	1.9	880.65	7,740.45

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		provide requested reports (.1).				
02/10/15	6452193	Review order adopting recommendations regarding letters of intent; discuss same and dissemination to investors with Receiver.	Fates, Edward G.	0.3	139.05	7,879.50
02/11/15	6452776	Discuss order regarding letters of intent and information needed for Receiver to take position on potential future offers with G. Rodriguez (.4); review information from G. Rodriguez regarding Stead tenant failure to pay rent and action to remove (.2).	Fates, Edward G.	0.6	278.10	8,157.60
02/17/15	6456830	Review letter of intent for Jamul Valley property, email from G. Rodriguez summarizing same, and discuss same with Receiver (.6); review information regarding issues with Stead tenant (.2); call with Court chambers regarding letter of intent (.1); work on recommendation for addressing letter of intent, ex parte application to file under seal, and related papers and discuss same with Receiver (2.6); discuss communication from Fernley regarding cattle guard easement with Receiver (.2).	Fates, Edward G.	3.7	1,714.95	9,872.55
02/18/15	6458308	Work on management agreement with Lincoln Property Group (1.1); revisions to recommendation regarding letter of intent and discuss same with G. Rodriguez (.4); communications with SEC's counsel and Defendants' counsel regarding notice of ex parte application to file	Fates, Edward G.	2.3	1,066.05	10,938.60

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		recommendation under seal (.2); review operational bill letters and billing spreadsheets for Gila View and Painted Desert and discuss same with G. Rodriguez (.6).				
02/19/15	6459129	Review and revise master management contract for GP properties with Lincoln Property Group and discuss same with Receiver and G. Rodriguez (2.8); discuss IT expense issues with G. Rodriguez (.2); discuss operational billing letters with Receiver (.2); work on recommendation regarding letter of intent for Jamul Valley property, ex parte application to file under seal, supporting declaration and proposed order and discuss same with Receiver (1.7); send recommendation to counsel for SEC and counsel for Defendants (.1).	Fates, Edward G.	5.0	2,317.50	13,256.10
02/20/15	6460774	Review order adopting recommendation for Jamul Valley letter of intent and discuss same and information/ballots for investors with G. Rodriguez.	Fates, Edward G.	0.4	185.40	13,441.50
02/23/15	6462315	Advise G. Rodriguez regarding response to inquiry from partnership administrator.	Fates, Edward G.	0.1	46.35	13,487.85
02/24/15	6462885	Discuss issues with partnership administrators work, payment, and timing of potential transition with G. Rodriguez.	Fates, Edward G.	0.4	185.40	13,673.25
02/25/15	6463628	Review and revise letters and ballots to Hidden Hills, Jamul Valley, and	Fates, Edward G.	1.9	880.65	14,553.90

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Lyons Valley investors regarding letter of intent and voting regarding same and discuss same with Receiver (.9); review survey provided by City of Fernley regarding cattle guard easement, discuss same with G. Rodriguez, and communications with counsel for City of Fernley regarding same (.8); discuss legal issues regarding two GP loan defaults with Receiver (.2).				
02/26/15	6465392	Discuss issues with Painted Desert and Mountain View loan defaults and operational bills with Receiver and G. Rodriguez and review revised operational bill letters and provide comments on same.	Fates, Edward G.	0.6	278.10	14,832.00
02/27/15	6466177	Review correspondence from Nevada counsel regarding water rights extension filing for Minden property, review proposed filing, discuss same with Receiver, and response to Nevada counsel (.8); discuss legal issues regarding partnership administrator March fees with Receiver (.2).	Fates, Edward G.	1.0	463.50	15,295.50
03/03/15	6471358	Discuss issues regarding Jamul Valley balloting, voting, and potential further recommendation regarding same with G. Rodriguez (.2); discuss ongoing issues with partnership administrators, operational bills, and deteriorating financial condition of GPs with G. Rodriguez (.4).	Fates, Edward G.	0.6	278.10	15,573.60
03/04/15	6472780	Discuss logistical and operational issues in light of court orders with G.	Fates, Edward G.	0.7	324.45	15,898.05

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Rodriguez, including transition from partnership administrators to Lincoln, document management/storage, operational billing, and investor notice issues.				
03/05/15	6472942	Correspondence with Nevada counsel regarding water rights filing for Minden property (.1); meeting with Receiver and G. Rodriguez to discuss operation bills, partnership administrators, and transition to Lincoln in light of court orders (1.2); revisions to Lincoln management agreement, and send same to Receiver (.8); draft letter to counsel for partnership administrators regarding transition issues and discuss same with Receiver (1.4).	Fates, Edward G.	3.5	1,622.25	17,520.30
03/10/15	6478242	Discuss Lincoln Property management agreement with G. Rodriguez.	Fates, Edward G.	0.2	92.70	17,613.00
03/11/15	6478360	Review proposed changes to Lincoln management agreement from G. Rodriguez, discuss same with Receiver, and revise agreement (.7); review email from U.S. Army Corp of Engineers regarding potential easements and site visit regarding same for Tecate property (.1); follow up call and email to counsel for partnership administrators regarding transition to Lincoln and cooperation regarding same (.3); discuss next steps regarding lack of response and cooperation from partnership administrators with Receiver and G.	Fates, Edward G.	1.4	648.90	18,261.90

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Rodriguez (.3).				
03/12/15	6480078	Review email from counsel for partnership administrators.	Fates, Edward G.	0.1	46.35	18,308.25
03/13/15	6481040	Work on response to counsel for partnership administrators and discuss same with G. Rodriguez.	Fates, Edward G.	0.5	231.75	18,540.00
03/16/15	6482427	Discuss next steps regarding partnership administrators and transition to Lincoln with Receiver and G. Rodriguez (.3); finalize communication to partnership administrators' counsel regarding same (.2); calls with counsel for partnership administrators (.5); update Receiver regarding same (.2); discuss voting results for Jamul Valley property and recommendation regarding same with G. Rodriguez (.4).	Fates, Edward G.	1.6	741.60	19,281.60
03/17/15	6483888	Call with counsel for partnership administrators regarding transition issues, post office box, telephone number, hard copy records, computers, and related issues and advise Receiver regarding same.	Fates, Edward G.	0.7	324.45	19,606.05
03/18/15	6484881	Meeting with Receiver and G. Rodriguez to discuss ballots for Jamul Valley letter of intent and recommendation regarding same and work on recommendation.	Fates, Edward G.	1.1	509.85	20,115.90
03/19/15	6485611	Discuss auto-response email from partnership administrators with Receiver and prepare auto-response to be used to direct investors to Receiver email account (.4); work on	Fates, Edward G.	3.9	1,807.65	21,923.55

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		recommendation regarding further action on Jamul Valley letter of intent (2.3); review communication from counsel for City of Fernley regarding cattle guard easement and discuss same with G. Rodriguez (.7); discuss issues with transfer of insurance broker for GP insurance policies with G. Rodriguez and review correspondence regarding same (.5).				
03/20/15	6486621	Discuss facts regarding Jamul Valley property and communications with TNC with Receiver (.3); final revisions to ballot update and recommendation regarding same (.4).	Fates, Edward G.	0.7	324.45	22,248.00
03/23/15	6487865	Communications with partnership administrators' counsel and G. Rodriguez regarding GP administration transition issues (.5); prepare response to counsel for partnership administrators regarding same (.4); discuss edits to Lincoln management agreement with G. Rodriguez (.3); review investor correspondence regarding recommendation regarding Jamul Valley (.1).	Fates, Edward G.	1.3	602.55	22,850.55
03/24/15	6488668	Review correspondence regarding insurance broker refusal to transfer GP policies to new broker (.2); discuss broker change issue with G. Rodriguez (.2); prepare letter to Allied Insurance regarding same (.6); discuss cattle guard easement issues with J. Lorenzen and changes to same from City of Fernley (.5);	Fates, Edward G.	2.2	1,019.70	23,870.25

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		discuss Lincoln management agreement and partnership administrator transition issues (.3); revise and send communication to counsel for partnership administrators regarding Western/GP records at Vista office and production of partnership administrator emails (.4).				
03/24/15	6489492	Review redraft of Cattle Guard Easement received from the City of Fernley.	Lorenzen, Jonathan	0.6	202.50	24,072.75
03/25/15	6490586	Review investor correspondence from Iwanowski regarding Jamul Valley recommendation and discuss false statement in same with Receiver.	Fates, Edward G.	0.2	92.70	24,165.45
03/30/15	6493432	Review new letters of intent for GP properties and summary of same and discuss recommendation with Receiver and G. Rodriguez (.6); call with court chambers regarding letters of intent and timing of filing recommendation and advise Receiver regarding same (.2); draft follow up email to partnership administrators' counsel regarding outstanding transition items and discuss same with Receiver (.6); work on recommendation regarding new letters of intent (.8).	Fates, Edward G.	2.2	1,019.70	25,185.15
03/30/15	6494743	Review issues related to termination of Cattle Guard Easement; revise Easement accordingly.	Lorenzen, Jonathan	0.6	202.50	25,387.65
03/31/15	6494860	Work on recommendation regarding new letters of intent from Lansing (3.2); work on easement for cattle	Fates, Edward G.	3.9	1,807.65	27,195.30

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00005 (Operations & Asset Sales) 372640-00005

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		guard (.4); advise regarding Stead tenant eviction, vacancy and insurance issues (.3).				
03/31/15	6495415	Complete revisions to Cattle Guard Easement pursuant to City's redraft and comments regarding the same.	Lorenzen, Jonathan	1.8	607.50	27,802.80

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward G. Fates	57.8	463.50	26,790.30
002115	Jonathan Lorenzen	3.0	337.50	1,012.50
		<u>60.8</u>		<u>27,802.80</u>
Total Fees				27,802.80
Total Disbursements				0.00

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00006 (Claims & Distributions) 372640-00006

Preliminary Billing Form

Billing Atty: 001665 - Fates

Matter #: 372640-00006

Matter Name: Claims & Distributions

Date of Last Billing: 12-15-2014

Client Name: Thomas C. Hebrank, as Receiver for Western Financial

Proforma Number

Client/Matter Joint Group # 372640-1

Fees for Matter 372640-00006 (Claims & Distributions)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
01/06/15	6420938	Discuss investor inquiry regarding sale of GP units to other investor with Receiver.	Fates, Edward G.	0.3	139.05	139.05
01/14/15	6571352	Review order requiring Receiver response to J. Hettinger letter and discuss same with G. Rodriguez (.2).	Fates, Edward G.	0.2	92.70	231.75
01/20/15	6432744	Discuss investor request to transfer GP units with other investor with SEC's counsel and advise Receiver regarding interim response to investor.	Fates, Edward G.	0.4	185.40	417.15
01/21/15	6433200	Work on response to J. Hettinger's letter regarding timing of K-1 statements and discuss same with Receiver.	Fates, Edward G.	1.1	509.85	927.00
01/22/15	6434565	Work on response to letter from investor J. Hettinger regarding tax returns, review information provided by T. Kelton, draft declaration of T. Kelton regarding same, and discuss with Receiver.	Fates, Edward G.	1.9	880.65	1,807.65
01/23/15	6435756	Finalize response to J. Hettinger's letter regarding tax returns (.1); review correspondence from	Fates, Edward G.	0.2	92.70	1,900.35

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00006 (Claims & Distributions) 372640-00006

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		investors (.1).				
01/28/15	6571355	Discuss investor request to transfer GP units with SEC's counsel (.3); discuss same with Receiver (.2).	Fates, Edward G.	0.5	231.75	2,132.10
01/29/15	6440932	Discuss issues regarding investor request to transfer GP units to other investor with SEC's counsel and Receiver.	Fates, Edward G.	0.7	324.45	2,456.55
01/29/15	6441229	Advise Receiver regarding responses to investor emails.	Fates, Edward G.	0.1	46.35	2,502.90
01/30/15	6444128	Conference with MR. Fates re sale of partnership units in pending receivership case. Analysis of proposed transfer of partnership units among partners. Draft provision of agreement re Seller and Buyer acknowledgments re no price guarantee or representations by Partnership Receiver.	Davidson, Joe M.	0.6	375.30	2,878.20
01/30/15	6441486	Review Silver State partnership agreement and analyze issues regarding proposed purchase and transfer of GP units between investors per investors' request regarding same, work on terms of potential purchase agreement and process for approval, and discuss same with Receiver.	Fates, Edward G.	1.8	834.30	3,712.50
01/31/15	6442976	Communications with Receiver regarding new wave of D. Gilman related emails.	Fates, Edward G.	0.2	92.70	3,805.20
02/02/15	6445014	Advise Receiver regarding email communication to investors regarding K-1s, update to receivership website	Fates, Edward G.	0.7	324.45	4,129.65

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00006 (Claims & Distributions) 372640-00006

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		regarding same, and review and revise same (.6); review further investor emails regarding K-1s (.1).				
02/10/15	6452580	Review investor emails.	Fates, Edward G.	0.2	92.70	4,222.35
02/11/15	6453009	Advise G. Rodriguez regarding response to investor inquiry about Court filings.	Fates, Edward G.	0.2	92.70	4,315.05
02/23/15	6461568	Review investor letters from Debedard and Bass filed with Court.	Fates, Edward G.	0.2	92.70	4,407.75
02/24/15	6463089	Review lengthy investor correspondence from D. Gilman and M. Pearce.	Fates, Edward G.	0.2	92.70	4,500.45
02/26/15	6465415	Review correspondence from investors Carr and Scott.	Fates, Edward G.	0.2	92.70	4,593.15
03/03/15	6471541	Advise G. Rodriguez regarding response to investor legal inquiries.	Fates, Edward G.	0.2	92.70	4,685.85
03/04/15	6472784	Discuss updates to receivership website in light of court orders with Receiver.	Fates, Edward G.	0.2	92.70	4,778.55
03/05/15	6473696	Advise G. Rodriguez regarding response to investor legal inquiry (.1); review and revise investor update for receivership website regarding order keeping GPs in receivership and discuss same with Receiver (.2).	Fates, Edward G.	0.3	139.05	4,917.60
03/09/15	6476195	Call and emails in response to inquiry from counsel for investor Eclar and discuss information requested with G. Rodriguez.	Fates, Edward G.	0.5	231.75	5,149.35
03/27/15	6493844	Review mail from counsel for Rynder executrix and follow-up thereon (.2); Further email to address investor	Zaro, David R.	0.3	194.40	5,343.75

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00006 (Claims & Distributions) 372640-00006

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		issues/Rynder (.1).				
03/30/15	6495460	Emails related to investor claimant and follow-up to confer with and advise to counsel as to claims process/timing (.4).	Zaro, David R.	0.4	259.20	5,602.95
03/30/15	6493438	Review inquiry from executrix for deceased investor, discuss same with G. Rodriguez, and respond to same.	Fates, Edward G.	0.4	185.40	5,788.35

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David R. Zaro	0.7	648.00	453.60
001566	Joe M. Davidson	0.6	625.50	375.30
001665	Edward G. Fates	10.7	463.50	4,959.45
		<u>12.0</u>		<u>5,788.35</u>
Total Fees				5,788.35
Total Disbursements				0.00

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00007 (Third Party Recoveries) 372640-00007

Preliminary Billing Form

Billing Atty: 001665 - Fates

Matter #: 372640-00007

Matter Name: Third Party Recoveries

Date of Last Billing: 02-13-2015

Client Name: Thomas C. Hebrank, as Receiver for Western Financial

Proforma Number
Client/Matter Joint Group # 372640-1**Fees for Matter 372640-00007 (Third Party Recoveries)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
01/07/15	6422465	Review information regarding LinMar properties from G. Rodriguez.	Fates, Edward G.	0.1	46.35	46.35
01/09/15	6424634	Review judgments and orders dismissing remaining causes of action entered in LinMar cases; work on obtaining abstracts for LinMar III and LinMar IV.	Fates, Edward G.	0.8	370.80	417.15
01/12/15	6432917	Research and complete abstract of judgment paperwork for judgments in Linmar matters.	Hutter, Timothy	0.6	232.20	649.35
01/13/15	6427984	Work on praecipes and abstracts of judgment for LinMar entities.	Fates, Edward G.	0.6	278.10	927.45
01/13/15	6433002	Finalize papers for abstract of judgment on Linmar matters.	Hutter, Timothy	0.3	116.10	1,043.55
01/14/15	6428894	Discuss enforcement of LinMar Management judgment with G. Rodriguez; gather and review information regarding LinMar Management property interests.	Fates, Edward G.	1.1	509.85	1,553.40
01/15/15	6429978	Review abstracts of judgment entered in LinMar cases and attention to issues regarding recording same.	Fates, Edward G.	0.2	92.70	1,646.10

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00007 (Third Party Recoveries) 372640-00007

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
01/21/15	6433705	Communications regarding status of recording of LinMar abstracts of judgment (.1); discuss status and strategy regarding enforcement of LinMar judgments with Receiver (.3); email to LinMar's counsel regarding invitation to discuss payment (.2).	Fates, Edward G.	0.6	278.10	1,924.20
01/26/15	6437110	Review correspondence from LinMar's counsel regarding forthcoming payment proposal.	Fates, Edward G.	0.1	46.35	1,970.55
01/28/15	6439504	Attention to status of recording abstracts of judgment regarding LinMar borrowers.	Fates, Edward G.	0.1	46.35	2,016.90
01/28/15	6445028	Research execution process for Linmar judgments.	Hutter, Timothy	0.3	116.10	2,133.00
01/29/15	6440990	Analyze strategy and steps regarding enforcement and foreclosure on LinMar judgment liens, discuss same with Receiver and G. Rodriguez, and work on writs of execution and bank subpoena.	Fates, Edward G.	1.1	509.85	2,642.85
01/29/15	6440931	Draft memorandum regarding writ of execution and levy process for judgment liens on real property in Fresno and Kern counties.	Hutter, Timothy	5.4	2,089.80	4,732.65
01/31/15	6443029	Work on application for writ of execution.	Fates, Edward G.	0.1	46.35	4,779.00
02/02/15	6445048	Work on application for writ of execution.	Fates, Edward G.	0.1	46.35	4,825.35
02/02/15	6452524	Begin preparation of Writs of Execution and Affidavits for LinMar III and LinMar IV.	Hutter, Timothy	0.6	232.20	5,057.55

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00007 (Third Party Recoveries) 372640-00007

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
02/03/15	6445890	Work on writs of execution for LinMar judgments and discuss interest calculations with G. Rodriguez (.6); review and finalize writ applications (.2).	Fates, Edward G.	0.8	370.80	5,428.35
02/03/15	6446003	Prepare writs and affidavits for LinMar III and LinMar IV writs of execution on real property.	Hutter, Timothy	1.8	696.60	6,124.95
02/05/15	6447289	Discuss next steps in enforcement of LinMar judgments, expenses involved in same, and strategy regarding same with Receiver.	Fates, Edward G.	0.4	185.40	6,310.35
02/06/15	6448749	Analyze steps regarding notices of levy, communications with county sheriffs, and related issues regarding enforcement of LinMar judgments.	Fates, Edward G.	0.4	185.40	6,495.75
02/09/15	6450779	Call with SEC's counsel regarding logistics for E. Hougen's deposition (.2); discuss enforcement requirements for writs and notices of levy for LinMar judgments with G. Rodriguez (.5).	Fates, Edward G.	0.7	324.45	6,820.20
02/09/15	6467547	Telephone conference with Fresno County sheriff regarding service of writ of execution and requirements.	Hutter, Timothy	0.3	116.10	6,936.30
02/09/15	6467549	Prepare memorandum regarding enforcement of judgments through writ of execution in Kern and Fresno counties.	Hutter, Timothy	2.4	928.80	7,865.10
02/10/15	6452191	Attend SEC's deposition of E. Hougen.	Fates, Edward G.	8.1	3,754.35	11,619.45
02/11/15	6452797	Communications with G. Rodriguez regarding enforcement of LinMar	Fates, Edward G.	0.2	92.70	11,712.15

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00007 (Third Party Recoveries) 372640-00007

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		judgments and information and payment needed for Fresno and Kern county sheriffs.				
02/12/15	6454039	Communications with court reporter regarding transcript for E. Hougen deposition.	Fates, Edward G.	0.1	46.35	11,758.50
02/17/15	6456738	Discuss status of LinMar III and LinMar IV enforcement steps with G. Rodriguez and analyze issues regarding judgment debtor exam for LinMar Management (.5); review recorded abstracts for LinMar III and LinMar IV (.1).	Fates, Edward G.	0.6	278.10	12,036.60
02/19/15	6459403	Discuss timing of cashier's checks for packages to county sheriffs for judgment lien enforcement in LinMar matters with G. Rodriguez and finalize packages for county sheriffs.	Fates, Edward G.	0.7	324.45	12,361.05
02/24/15	6462997	Follow up regarding potential enforcement steps for LinMar Management, including judgment debtor exam and post-judgment discovery, discuss same with Receiver	Fates, Edward G.	0.7	324.45	12,685.50
02/27/15	6467151	Analyze enforcement options regarding LinMar Management and strategy regarding same (.2); revise and execute affidavit for writ of execution for LinMar Management bank account levy (.3).	Fates, Edward G.	0.5	231.75	12,917.25
02/27/15	6467519	Prepare Affidavit for Writ and Writ of Execution for LinMar Management judgment.	Hutter, Timothy	0.7	270.90	13,188.15
02/27/15	6467520	Research available discovery tools	Hutter, Timothy	2.6	1,006.20	14,194.35

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00007 (Third Party Recoveries) 372640-00007

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		and means of collection following judgment in federal court.				
02/27/15	6467521	Email correspondence regarding available discovery tools and means of collection following judgment in federal court.	Hutter, Timothy	0.6	232.20	14,426.55
03/02/15	6470393	Attention to writ of attachment filing for LinMar Management.	Fates, Edward G.	0.1	46.35	14,472.90
03/03/15	6471697	Prepare bank levy documents for Linmar Management Writ of Execution.	Hutter, Timothy	2.2	851.40	15,324.30
03/03/15	6471698	Telephone and email correspondence with Ms. Smith from US Marshals Service regarding service of Levy on Writ of Execution.	Hutter, Timothy	0.4	154.80	15,479.10
03/06/15	6474150	Execute writ and levy papers for enforcement of LinMar Management judgment.	Fates, Edward G.	0.1	46.35	15,525.45
03/09/15	6476720	Attention to status and next steps regarding LinMar Management bank levy.	Fates, Edward G.	0.2	92.70	15,618.15
03/10/15	6478245	Attention to status of LinMar Management judgment enforcement efforts and discuss strategy and next steps with Receiver.	Fates, Edward G.	0.3	139.05	15,757.20
03/10/15	6489516	Email correspondence with Ms. Smith regarding status of service of levy on AmericanWest Bank re LinMar Management, LLC.	Hutter, Timothy	0.4	154.80	15,912.00
03/11/15	6479196	Monitor status of LinMar III and LinMar IV judgment lien foreclosure process.	Fates, Edward G.	0.1	46.35	15,958.35

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00007 (Third Party Recoveries) 372640-00007

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
03/11/15	6480459	Email correspondence regarding status of levies.	Hutter, Timothy	0.4	154.80	16,113.15
03/12/15	6480336	Communications with Receiver regarding asset search for LinMar Management.	Fates, Edward G.	0.1	46.35	16,159.50
03/17/15	6483453	Advise on responses to Fresno County sheriff regarding LinMar III foreclosure issues.	Fates, Edward G.	0.2	92.70	16,252.20
03/17/15	6490561	Telephone conference with Deputy Sheriff Doug Richardson from Fresno Sheriff regarding writ of execution on LinMar III; research registration of judgment and forms requested by Mr. Richardson; email correspondence regarding same.	Hutter, Timothy	2.4	928.80	17,181.00
03/18/15	6485097	Draft letter to Fresno Sheriff regarding Writ of Execution for LinMar III.	Hutter, Timothy	0.3	116.10	17,297.10
03/27/15	6493148	Discuss LinMar Management enforcement issues with G. Rodriguez.	Fates, Edward G.	0.1	46.35	17,343.45
03/30/15	6494561	Communications with Receiver regarding LinMar Management enforcement issues.	Fates, Edward G.	0.2	92.70	17,436.15

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward G. Fates	19.5	463.50	9,038.25
002035	Timothy Hutter	21.7	387.00	8,397.90
		<u>41.2</u>		<u>17,436.15</u>
Total Fees				17,436.15
Total Disbursements				0.00

06/17/15 13:37:23 PROFORMA STATEMENT FOR MATTER 372640-00009 (Employment/Fees) 372640-00009

Preliminary Billing Form

Billing Atty: 001665 - Fates

Matter #: 372640-00009

Matter Name: Employment/Fees

Date of Last Billing: 02-13-2015

Client Name: Thomas C. Hebrank, as Receiver for Western Financial

Proforma Number

Client/Matter Joint Group # 372640-1

Fees for Matter 372640-00009 (Employment/Fees)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
01/09/15	6500485	Revisions to Receiver's ninth fee application (.3); send fee applications to SEC's counsel (.2).	Fates, Edward G.	0.5	231.75	231.75
01/20/15	6432750	Discuss position on fee applications with SEC's counsel.	Fates, Edward G.	0.1	46.35	278.10
01/27/15	6438889	Prepare notice and finalize fee applications for filing.	Fates, Edward G.	0.3	139.05	417.15
03/04/15	6472595	Review order approving ninth interim fee applications.	Fates, Edward G.	0.2	92.70	509.85

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward G. Fates	1.1	463.50	509.85
		<u>1.1</u>		<u>509.85</u>
Total Fees				509.85
Total Disbursements				0.00