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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

**RECEIVER'S FOURTEENTH
INTERIM REPORT**

Ctrm.: 2D
Judge: Hon. Gonzalo P. Curiel

1 Thomas C. Hebrank ("Receiver"), Court-appointed receiver for First Financial
2 Planning Corporation d/b/a Western Financial Planning Corporation ("Western"), its
3 subsidiaries and the General Partnerships listed on Schedule 1 to the Preliminary
4 Injunction Order entered on March 13, 2013 (collectively, "Receivership Entities"),
5 submits this Fourteenth Interim Report on his activities. This report focuses on the
6 Receiver's activities during the fourth quarter of 2015.

7 I. EXECUTIVE SUMMARY

8 The Receiver has continued his work to preserve and protect the assets of the
9 Receivership Entities. During the fourth quarter of 2015, the Receiver maintained
10 operations of the GPs, made recommendations to the Court regarding letters of
11 intent received for GP properties, and addressed other business and legal issues
12 unique to certain GPs. The Receiver also completed all of the information packets
13 for GPs and mailed out capital calls to investors as necessary for GPs in need of
14 cash to support their ongoing operations. In addition, the Receiver took actions to
15 enforce the judgments against the LinMar entities and prepared his Thirteenth
16 Interim Report, which was filed on November 10, 2015. Dkt. No. 1148.

17 With the Court having entered a final judgment against Defendants Louis
18 Schooler and Western, the Receiver recently moved for authority to conduct an
19 orderly sale of GP properties, approval of a distribution plan, and approval of
20 procedures for the administration of investor claims. Dkt. No. 1181. If approved,
21 the relief requested will advance the ball considerably toward a distribution of
22 receivership estate assets to investors and bringing the receivership to a close. The
23 motion is set to be heard on April 22, 2016.

24 II. SUMMARY OF RECEIVER'S ACTIVITIES

25 The Receiver's primary focus since his appointment has been on identifying,
26 marshaling, and preserving the Receivership Entities' assets. These activities fall
27 into the following general categories:

28

1 **A. Business Operations**

2 The Receiver has continued to operate the Receivership Entities, carry out
3 Western's traditional duties with regard to the GPs, and address legal issues
4 regarding tenants and easements on GP properties, letters of intent from potential
5 purchasers, and related issues.

6 **B. Asset Investigation & Recovery**

7 The Receiver has investigated various assets reflected on Western's books and
8 records, including the following:

9 **Notes Payable from LinMar Entities.** The Receiver has continued efforts to
10 enforce the judgments entered by the Court against LinMar Management,
11 LinMar III, and LinMar IV. The Receiver has taken various steps to enforce the
12 judgments, including levying on bank accounts (from which \$10,252 was collected
13 towards the LinMar Management judgment), obtaining the appointment of a post-
14 judgment receiver over the LinMar III property, and negotiating a judgment payoff
15 of the LinMar IV judgment with the new owner of LinMar IV.¹ LinMar IV has
16 since paid the agreed upon \$205,000 to the Receiver pursuant to the Court-approved
17 settlement agreement.

18 **Property Tax Appeals.** As directed by the Court, the Receiver obtained an
19 appraisal of each GP property for purposes of inclusion in his Real Estate Valuation
20 Report. Dkt. No. 203. Based on the appraised values of GP properties and the
21 assessed values of such properties in property tax statements, the Receiver appealed
22 the property tax assessments for certain GPs. To date, those appeals have generated
23 a savings to the GPs of approximately \$88,000, net of fees owed to the property tax
24 consultants, who worked entirely on contingency. It is important to note that the
25 Receiver has used the appraisals obtained in 2013 and 2015 in these various appeals
26 and that the respective County Assessors have accepted these values as a true
27

28 ¹ In March 2015, Mr. Schooler assigned his ownership of LinMar IV to a former
business partner and personal creditor, Jeffrey Wohler.

1 reflection of the current market values of these properties. The majority of the
2 savings have come from the San Diego County properties, which had not been
3 reassessed since they were sold to the GPs.

4 **Real Property Owned by Western.** As discussed in the Receiver's Forensic
5 Accounting Report, Part One, Western retained certain parcels of land purchased
6 from third parties when it sold such land to the GPs. Dkt. No. 182, p. 9. In his
7 Seventh Interim Report, the Receiver recommended the Western land parcels be
8 listed for sale with a licensed broker. The Court approved the recommendation.
9 Dkt. No. 549. The properties have since been listed with a licensed broker.
10 Recently, an offer for one of the properties was received. The Receiver is currently
11 negotiating with the prospective purchaser and will present a recommendation to the
12 Court if an agreement is reached.

13 **The Stead Property.** As discussed in prior reports, there were two tenants
14 living rent-free in a duplex on the Stead property. Upon learning of the tenants, the
15 Receiver contacted them and advised they would need to pay rent. One tenant left
16 shortly thereafter. The remaining tenant has been paying rent, however, the rent has
17 not been received timely and consistently. After a while, the remaining tenant
18 contacted the Receiver, claimed the Receiver did not have authority to charge rent,
19 and demanded that upgrades be made to the property. The Receiver explained that
20 he had authority to manage the property under the Court's orders and upgrades
21 would not be made to the property at this time. The Receiver advised the tenant that
22 he should terminate his lease (which is month-to-month) if he is not prepared to pay
23 rent or is not satisfied with the condition of the property. The Receiver has also
24 recently received various calls from nearby residents that the tenant may have
25 additional persons living at the property. The Receiver negotiated an exit date with
26 the tenant in exchange for a final rent payment. The settlement contains a consent to
27 an eviction should the tenant fail to leave on time and includes a waiver of all claims
28 against the Receiver and the receivership estate. After extending the exit deadline

1 twice, the tenant asked the Receiver to reinstate the lease in exchange for periodic
2 partial payments of the past due amount and continuing rent payments. The lease
3 was reinstated, but the tenant again failed to live up to the terms of the lease. The
4 Receiver, through local counsel in Nevada, has sought and been granted an order
5 evicting the tenant. The Receiver is taking steps to secure and monitor the residence
6 and other improvements to the property.

7 **III. INFORMATION PACKETS AND CAPITAL CALLS**

8 Pursuant to the Court's orders, the Receiver has posted all information packets
9 to the receivership website and sent out the related notices to investors. Capital calls
10 were also sent out as information packets were completed for GPs needing to raise
11 capital to cover their operating expenses. There continues to be a very low rate of
12 response from investors to operational bills and capital calls. As a result, certain
13 GPs have run out of cash and will be unable to pay any expenses until their
14 properties are sold. In situations where there are financially healthy GPs in
15 co-tenancy with GPs that have failed to raise the required amounts of capital, as
16 directed by the Court, investors in the financially healthy GPs have been given the
17 opportunity to raise amounts necessary to cover the shortfall. When these capital
18 calls (and follow up capital calls) fail to raise sufficient funds, as approved and
19 directed by the Court, the Receiver has contacted brokers about listing the
20 properties. Pursuant to the Court-approved orderly sale procedures, the Receiver
21 recently sought and obtained authority from the Court to list five GP properties with
22 licensed brokers (Bratton Valley, LV Kade, Santa Fe, Washoe I, and Washoe III).
23 Dkt. Nos. 1166, 1168.

24 **IV. LETTERS OF INTENT FOR GP PROPERTIES**

25 The following letters of intent are pending for GP properties:

- 26 • On June 17, 2015, the Court adopted the Receiver's recommendation
27 regarding a letter of intent pertaining to the Jamul Valley property. The
28 Receiver then made a counter offer to the prospective buyer and the

1 parties signed a Purchase and Sale Agreement. The transaction is
2 expected to close in February 2016.

- 3 • On August 28, 2015, the Receiver received a letter of intent for the
4 Stead property. The Court recently approved the Receiver's
5 recommendation regarding the letter of intent and the matter has been
6 put to a vote of the investors in the GPs that own the Stead property
7 with a March 4, 2016, deadline for votes.
- 8 • On December 4, 2015, the Receiver received five separate letters of
9 intent from one prospective purchaser for the Dayton I, Dayton IV,
10 Fernley I, Las Vegas 2, and Stead properties. The Court recently
11 approved the Receiver's recommendation regarding the letters of intent
12 and, with the exception of the letter of intent for Las Vegas 2, they have
13 been put to a vote of the investors in the GPs that own the properties
14 with a March 4, 2016, deadline for votes. The Las Vegas 2 offer was
15 declined without a vote as being well below the appraised value of the
16 property.

17 **V. RECEIPTS AND DISBURSEMENTS**

18 Attached hereto as Exhibit A is a summary of the receipts and disbursements
19 for the Receivership Entities for the fourth quarter of 2015. Attached as Exhibit B is
20 a statement of revenue and expenditures for Western for the same period. This
21 statement was prepared on a cash basis.

22 **VI. INVESTOR COMMUNICATIONS**

23 The Receiver has continued to update his website, www.ethreeadvisors.com,
24 with orders entered by the Court, Receiver reports, and briefs filed by the parties
25 that pertain directly to the receivership. The Receiver and his staff have responded
26 to numerous inquiries from investors and other interested parties about the
27 receivership and have updated the Case Updates section of the Receiver's website to
28 address common questions and themes in correspondence from investors. The

10 VII. RECOMMENDATIONS

17 VIII. CONCLUSION

21 Dated: February 22, 2016

By: /s/ Ted Fates

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LP**

EXHIBIT INDEX

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Exhibit A	Summary of Receipts and Disbursements for the Receivership Entities for the Fourth Quarter of 2015	9
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EXHIBIT A

EXHIBIT A

RECEIPTS AND DISBURSEMENTS FOR THE RECEIVERSHIP ENTITIES

FOURTH QUARTER 2015

2014 Cash Flow																	
			Q1 2015			Q2 2015			Q3 2015			Q4 2015			2015 Summary		
			March 2015	June 2015	September 2015	October 2015	November 2015	December 2015	January 2016	February 2016	March 2016	April 2016	May 2016	June 2016	July 2016	August 2016	September 2016
			Starting Cash	Disbursements	Ending Cash	Receipts	Disbursements	Ending Balance	Receipts	Disbursements	Ending Balance	Receipts	Disbursements	Ending Balance	Receipts	Disbursements	Ending Cash
Fernley I																	
Crystal Clearwater Partners (2011)	1		85,831	24,695	70,738	70,670	42,864	44,513	732	-	45,245	732	-	45,977	732	-	46,708
Clearwater Bridge LLC	1		2,635	16,083	5,559	860	27,383	22,910	-	2,614	20,296	-	1,009	19,287	-	4,048	15,239
High Desert LLC	1		5,947	25,940	7,807	11,832	5,734	23,603	-	3,473	20,130	-	1,868	18,262	-	4,907	13,355
High Desert Partners (2011)			79,640	33,862	64,154	54,674	58,939	37,738	1,421	-	39,159	1,421	-	40,581	1,421	-	42,002
			174,053	100,579	148,256	138,035	134,920	128,765	2,153	6,087	124,831	2,153	2,877	124,107	2,153	8,955	117,305
Silver Springs North																	
North Springs (2007)			73,529	38,226	50,590	43,541	38,008	31,774	1,257	803	32,228	1,107	1,808	31,527	1,107	163	32,472
Rawhide (2007)			75,133	40,506	52,068	45,607	40,311	34,314	1,262	3,830	31,746	1,262	3,623	29,384	1,262	4,402	26,244
Highway 50 (2008)			67,969	55,056	26,844	16,102	6,719	1,480	1,235	1,081	1,633	1,235	2,196	671	1,235	1,121	785
Orange Vista (2008)			98,229	35,605	76,590	70,339	65,619	60,198	1,168	3,544	57,822	1,168	3,217	55,774	1,168	4,237	52,705
			314,859	169,393	206,092	175,590	150,656	127,766	4,922	9,258	123,429	4,772	10,844	117,357	4,772	9,922	112,206
Silver Springs South																	
Rail Road Partners (2006)			108,690	27,840	88,657	83,052	79,588	77,178	8,971	803	85,347	560	475	85,432	560	1,495	84,497
Spruce Heights Partners (2007)			122,045	20,729	106,412	102,066	99,071	103,338	425	803	102,960	425	475	102,909	425	1,333	102,001
Vista Del Sur (2007)			102,053	48,812	75,115	67,627	61,589	55,006	1,751	13,624	43,134	1,751	4,239	40,646	1,751	5,259	37,138
Lahontan (2007)			118,778	56,549	95,392	88,698	83,476	77,954	1,838	13,624	66,168	1,838	3,972	64,035	3,677	4,992	62,719
			451,567	153,929	365,577	341,443	323,724	313,476	12,986	28,853	297,609	4,574	9,161	293,022	6,413	13,080	286,355
Washoe 3																	
Spanish Springs Partners (2003)			21,938	27,892	10,336	2,842	4,057	3,603	444	81	3,965	-	3,022	944	-	145	799
Antelope Spring Partners (2004)			7,119	32,075	24,431	18,552	17,686	17,508	631	17,337	2,099	1,689	16,927	2,099	215	145	2,169
Wild Horse Partners (2004)			27,788	52,268	32,836	20,168	13,612	7,319	639	2,004	5,954	-	4,815	1,139	-	145	994
Big Ranch Partners (2004)			6,941	26,684	12,242	3,430	291	29	200	163	66	2,269	-	2,335	-	-	2,335
			63,786	138,919	79,845	44,993	35,645	28,459	1,913	3,050	27,322	3,957	24,763	6,516	215	435	6,296
Washoe 5																	
Pyramid Highway 177 (2010)	1		40,167	16,478	27,499	13,689	14,351	14,247	221	-	14,468	221	-	14,688	221	1,000	13,909
Pyramid Highway LLC	1		3,131	12,714	4,818	13,792	10,916	7,019	-	2,438	4,582	-	1,505	3,076	1,000	3,872	205
Frontage LLC	1		4,943	22,646	8,448	27,259	21,656	15,194	-	3,270	11,924	-	2,337	9,587	-	4,704	4,883
Frontage 177 (2010)	1		50,855	29,179	34,393	10,892	13,827	16,216	978	-	17,194	978	-	18,172	978	-	19,150
			99,096	81,016	75,158	65,632	60,751	52,676	1,199	5,708	48,167	1,199	3,842	45,524	2,199	9,576	38,147
Dayton I																	
Dayton View Partners (1999)			41,589	2,692	38,912	37,506	37,280	36,733	-	803	35,930	-	-	35,930	-	1,404	34,526
Fairway Partners (2000)			48,794	2,678	46,121	44,784	44,558	44,011	-	803	43,208	-	-	43,208	-	1,404	41,804
Green View Partners (2000)			52,346	2,660	49,690	48,448	48,222	47,675	-	803	46,872	-	-	46,872	-	1,404	45,468
Par Four Partners (2001)			50,975	2,680	48,300	46,992	46,766	46,219	-	803	45,416	-	-	45,416	-	1,404	44,012
			193,704	10,709	183,023	177,731	176,826	174,637	-	3,211	171,427	-	-	171,427	-	5,616	165,810
Dayton II																	
Storey County Partners (2005)			37,430	9,969	28,787	27,834	28,126	27,618	-	803	26,815	-	475	26,340	-	1,404	24,936
Comstock Partners (2005)			29,244	27,368	16,678	12,631	9,821	7,021	-	1,781	5,240	-	475	4,765	11,477	1,242	15,001
Silver City Partners (2005)			26,758	36,083	19,526	17,268	10,885	4,523	-	803	3,720	-	475	3,245	8,897	1,404	10,739
Nevada View Partners (2005)			19,444	54,284	9,335	2,931	282	0	-	-	0	-	-	0	475	475	0
			112,877	127,703	74,326	60,663	49,114	39,162	-	3,386	35,776	-	1,425	34,351	20,850	4,525	50,676
Dayton III																	
Gold Ridge Partners (2005)			178,098	2,663	175,435	174,150	174,150	173,454	-	803	172,651	-	475	172,176	-	1,486	170,690
Sky View Partners (2005)			226,853	2,643	224,209	222,768	222,768	222,072	-	803	221,269	-	475	220,794	-	1,486	219,308
Grand View Partners (2005)			213,548	2,682	210,866	209,439	209,439	208,743	-	803	207,941	-	475	207,466	-	1,486	205,980
Rolling Hills Partners (2006)			215,795	2,760	213,035	211,664	211,664	210,968	-	803	210,166	-	475	209,691	-	1,486	208,205
			834,293	10,748	823,545	818,021	818,021	815,237	-	3,211	812,026	-	1,900	810,126	-	5,943	804,183
Dayton IV																	
Eagle View Partners (2008)			239,767	124,977	188,866	163,743	178,894	170,064	5,458	-	175,522	5,458	25,000	155,981	5,458	-	161,439
Eagle View LLC			26,793	111,847	37,431	48,675	21,103	9,719	-	10,565	(846)	-	9,516	14,638	-	11,686	2,952
Falcon Heights Partners (2008)			234,517	116,560	175,214	146,188	158,650	155,420	6,191	-	161,612	-	-	161,612	6,191	27,000	140,803
Falcon Heights LLC			27,750	106,118	34,062	47,802	22,757	22,939	-	9,722	13,217	-	8,673	4,544	27,000	10,844	20,700
Night Hawk Partners (2009)			284,271	89,004	233,182	200,372	209,640	218,584	3,089	-	221,673	3,089	20,000	204,762	3,089	-	207,851
Nighthawk LLC			22,297	81,537	27,311	46,067	26,535	6,781	-	8,035	(1,254)	20,000	6,986	11,761	-	9,127	2,634
Osprey Pescador LLC			17,074	69,527	22,858	37,764	21,235	4,483	35,000	5,924	33,559	-	7,569	25,989	-	8,155	17,834
Osprey Partners (2010)			307,603	77,758	265,505	238,946	247,401	255,533	2,818	35,000	223,352	2,818	-	226,170	2,818	-	228,988
			1,160,071	777,328	984,430	929,556	886,216	843,523	52,557	69,246	826,835	56,366	77,744	805,457	44,557	66,812	783,202
Minden																	
Carson Valley Partners (1998)			5,104	3,375	5,391	4,312	4,362	3,813	-	803	3,011	-	-	3,011	-	1,404	1,607
Heavenly View Partners (1998)			3,123	3,475	2,028	1,798	2,759	2,644	-	81	2,563	-	-	2,563	-	192	2,371
Sierra View Partners (1999)			16,104	3,067	13,042	11,715	11,544	10,998	-	803	10,195	-	-	10,195	-	1,242	8,954
Pine View Partners (1999)			8,710	3,176	5,538	4,334	4,164	3,618	-	803	2,815	-	-	2,815	-	1,404	1,411
			33,042	13,092	25,998	22,158	22,829	21,073	-	2,489	18,584	-	-	18,584	-	4,242	14,342

Washoe 1																			
Reno View (1981)	6	5,090	3,389	3,932	2,825	2,825	2,150	-	830	1,321	-	-	1,321	-	246	1,074	20	2,877	1,074
Reno Vista (1981)	6	6,380	9,055	2,859	1,888	244	1	-	-	1	-	-	1	-	-	1	222	3,081	1
Reno Partners (1982)	6	15,346	18,281	7,648	6,612	6,138	4,979	-	991	3,988	-	-	3,988	-	1,604	2,384	553	5,818	2,384
		26,816	30,726	14,439	11,325	9,207	7,130	-	1,821	5,309	-	-	5,309	-	1,851	3,459	795	11,776	3,459
Washoe 4																			
Rose Vista (2006)		85,904	41,192	56,557	47,508	40,652	34,919	655	803	34,771	655	-	35,427	655	1,520	34,562	10,797	32,792	34,562
Steam Boat Partners (2006)		84,741	26,257	67,364	62,582	58,931	55,828	667	803	55,692	1,928	-	57,620	667	1,520	56,767	9,737	20,334	56,767
Galena Ranch Partners (2006)		116,000	26,247	103,445	99,698	97,271	95,886	1,141	803	95,924	7,204	-	103,128	1,141	1,357	102,912	19,755	20,288	102,912
Redfield Heights Partners (2006)		109,729	31,408	87,553	80,686	75,196	70,866	558	803	70,641	10,589	-	81,230	1,116	1,357	80,989	17,287	23,851	80,989
		396,374	125,104	314,920	290,473	272,050	257,218	3,021	3,211	257,028	20,376	-	277,405	3,579	5,755	275,229	57,575	97,266	275,229
Stead																			
P-39 Aircobra Partners (2012)	1	141,616	38,262	120,988	122,197	101,606	104,201	1,470	-	105,671	1,470	-	107,140	1,470	-	108,610	16,165	28,543	108,610
P-39 Aircobra LLC	1	8,677	30,702	11,299	3,613	21,036	13,174	-	3,742	9,432	-	2,137	7,295	-	5,021	2,274	25,343	34,368	2,274
P-40 Warhawk LLC	1	17,686	29,014	12,786	5,031	22,676	15,686	-	4,143	11,543	-	2,063	9,480	-	4,947	4,533	25,343	33,596	4,533
P-40 Warhawk Partners (2012)	1	149,609	30,266	142,687	145,305	126,141	129,689	1,945	-	131,634	1,945	-	133,579	1,945	-	135,525	21,399	28,561	135,525
F-86 LLC	1	50	-	50	50	50	50	-	-	50	-	-	50	-	-	50	-	-	50
F-86		66,066	-	66,066	65,941	65,616	65,616	-	-	65,616	-	-	65,616	-	-	65,616	-	450	65,616
		383,705	128,244	353,876	342,137	337,125	328,417	3,415	7,885	323,946	3,415	4,200	323,162	3,415	9,969	316,608	88,250	125,518	316,608
Bratton Valley																			
Valley Vista (1987)	2	8,632	8,810	5,516	2,306	1,706	1,004	-	108	896	-	-	896	-	106	790	16	4,741	790
Bratton View (1987)	2	7,770	11,586	4,464	3,094	2,479	434	-	108	326	7,347	-	7,673	-	-	7,673	7,807	4,598	7,673
Honey Springs (1988)	2	14,035	23,990	6,334	4,943	4,343	3,609	860	830	3,639	4,727	-	8,365	-	106	8,259	5,617	3,692	8,259
		30,437	44,385	16,314	10,343	8,528	5,047	860	1,046	4,861	12,074	-	16,934	-	212	16,723	13,440	13,031	16,723
Jamul Valley																			
Jamul Meadows (1988)		2,567	5,334	8,712	7,346	6,346	5,649	-	830	4,819	-	-	4,819	-	30	4,789	16	3,939	4,789
Lyons Valley (1988)		7,520	17,748	17,389	17,233	18,376	17,127	-	1,165	15,962	-	335	15,628	-	1,576	14,051	4,665	8,002	14,051
Hidden Hills (1988)		15,624	24,938	2,993	489	530	7	-	-	7	-	-	7	-	-	7	1,049	4,035	7
		25,711	48,020	29,094	25,068	25,252	22,783	-	1,994	20,789	-	335	20,454	-	1,606	18,848	5,730	15,976	18,848
Tecate																			
ABL (1992)	3	25,667	5,033	20,634	19,042	17,959	17,690	-	751	16,939	-	-	16,939	-	1,372	15,566	-	5,068	15,566
Mex-Tec (1993)	3	40,350	5,425	34,925	34,625	33,541	33,277	-	751	32,526	-	-	32,526	-	1,372	31,153	-	3,772	31,153
Borderland (1993)		3,705	11,618	2,417	765	765	266	-	30	237	-	-	237	-	-	237	-	2,181	237
Prosperity (1994)		8,749	13,278	4,389	2,119	1,250	72	-	30	42	-	-	42	-	-	42	-	4,347	42
Freetrade (1991)		2,971	4,406	1,648	387	131	23	-	-	23	-	6	17	-	-	17	35	1,666	17
Suntec (1991)		11,605	11,892	7,557	4,223	1,720	75	-	30	45	-	6	39	-	-	39	-	7,517	39
Via 188 (1990)		2,194	5,952	2,716	1,393	964	702	-	30	672	-	6	666	-	101	565	-	2,151	565
International (1990)		15,222	21,632	3,108	1,210	172	10	-	-	10	-	-	10	-	-	10	16	3,113	10
Tecate South (1989)		4,641	12,558	1,807	484	652	357	-	30	327	-	228	99	-	-	99	241	1,948	99
Twin Plant (1989)		10,251	18,477	2,350	2,849	8,206	7,943	-	751	7,192	-	-	7,192	-	1,372	5,820	7,912	4,442	5,820
Vista Tecate (1990)		6,088	8,968	570	10	10	7	-	-	7	-	-	7	-	-	7	105	668	7
		131,442	119,239	82,121	67,107	65,369	60,422	-	2,401	58,021	-	246	57,775	-	4,219	53,556	8,308	36,873	53,556
Yuma I																			
Gila View (2006)		18,865	34,785	3,945	2,061	254	4,455	2,753	3,374	3,834	-	3,544	289	2,588	1,030	1,848	26,296	28,393	1,848
Painted Desert (2006)		16,795	30,542	353	197	4,614	3,656	2,367	1,312	4,711	-	1,204	3,507	2,367	1,450	4,425	19,888	15,817	4,425
Snow Bird (2006)		36,977	33,374	18,396	12,107	7,043	1,104	756	1,108	752	751	1,000	504	751	246	1,008	9,020	26,407	1,008
		72,637	98,701	22,694	14,365	11,911	9,215	5,877	5,795	9,297	751	5,748	4,300	5,707	2,726	7,281	55,204	70,617	7,281
Yuma II																			
Desert View (2006)		55,092	39,296	26,607	18,900	12,168	9,249	762	3,785	6,225	762	2,983	4,005	762	3,138	1,629	14,240	39,219	1,629
Sonora View (2007)		101,173	28,996	89,345	84,867	81,652	76,172	1,051	2,926	74,297	1,051	2,123	73,225	1,051	3,653	70,624	11,625	30,346	70,624
Mesa View (2007)		96,456	40,439	78,509	73,751	70,153	65,342	1,877	3,879	63,340	1,877	3,076	62,141	1,877	4,606	59,412	22,522	41,620	59,412
Road Runner (2007)		106,777	16,073	94,098	90,481	88,520	84,745	602	1,858	83,489	301	1,055	82,736	301	2,584	80,452	3,914	17,560	80,452
		359,498	124,804	288,560	267,999	252,492	235,508	4,292	12,448	227,352	3,991	9,237	222,106	3,991	13,980	212,117	52,302	128,744	212,117
Yuma III																			
Mountain View (2008)		42,424	45,230	5,286	549	640	827	410	163	1,074	410	-	1,485	410	192	1,703	5,345	8,928	1,703
Ocotillo (2008)		66,924	38,442	34,687	26,154	18,865	18,749	5,585	803	23,531	517	-	24,048	517	1,404	23,161	16,237	27,763	23,161
Cactus Ridge (2008)		49,350	46,842	9,637	128	206	362	719	325	756	359	500	615	359	30	945	5,136	13,829	945
Mohawk Mountain Partners (2008)		77,669	62,818	45,681	35,474	24,908	14,431	1,717	10,834	5,314	1,717	4,963	2,067	1,717	1,192	2,592	21,749	64,838	2,592
		236,366	193,332	95,291	62,304	44,619	34,368	8,431	12,124	30,675	3,003	5,463	28,215	3,003	2,818	28,401	48,467	115,357	28,401
Las Vegas 1																			
Park Vegas Partners (2011)	4	3,129	5,745	822	140	140	35	-	-	35	-	-	35	-	-	35	-	787	35
Production Partners (2010)	4	23,752	42,742	5,846	1,836	1,836	541	-	108	433	-	-	433	-	30	403	16	5,458	403
Silver State Partners (2010)	4	6,053	3,739	3,535	3,856	3,848	3,154	-	830	2,324	-	-	2,324	-	1,510	814	1,860	4,582	814
(Note 4)		32,935	52,226	10,203	5,833	5,824	3,730	-	938	2,792	-	-	2,792	-	1,540	1,252	1,876	10,827	1,252
Las Vegas 2																			
Rainbow Partners (1994)		2,757	21,709	20,438	16,420	14,535	13,349	-	884	12,465	-	-	12,465	-	1,936	10,530	-	9,908	10,530
Horizon Partners (1994)		5,821	21,619	3,866	775	2,083	2,984	-	163	2,821	-	-	2,821	-	253	2,569	8,413	9,710	2,569
		8,578	43,328	24,304	17,195	16,618	16,333	-	1,046	15,287	-	-	15,287	-	2,189	13,098	8,413	19,618	13,098

LV Kade Property																		
Hollywood Partners (1996)	14,738	21,569	16,567	14,983	15,233	14,687	-	803	13,884	531	-	14,415	3,689	1,556	16,548	5,095	5,113	16,548
BLA Partners (1997)	12,604	19,050	15,566	14,217	13,971	15,645	4,140	803	18,982	3,137	-	22,119	-	1,556	20,563	10,025	5,028	20,563
Checkered Flag Partners (1997)	17,826	19,270	14,825	13,554	12,929	12,486	-	803	11,683	4,303	-	15,986	-	1,556	14,430	4,405	4,801	14,430
Victory Lap Partners (1998)	11,330	19,344	7,983	7,372	6,747	6,201	426	803	5,824	-	-	5,824	-	1,556	4,268	1,254	4,969	4,268
	56,498	79,233	54,940	50,126	48,880	49,018	4,566	3,211	50,373	7,970	-	58,344	3,689	6,224	55,809	20,779	19,910	55,809
Santa Fe																		
Santa Fe View (2008)	52,048	123,491	3,846	2,253	160	10,770	2,969	9,200	4,539	3,136	-	7,675	6,894	100	14,468	49,290	38,668	14,468
Santa Fe View LLC	18,673	122,531	14,427	1,473	0	2,001	9,200	11,201	0	-	-	0	100	30	70	38,546	52,902	70
Pueblo LLC	16,840	66,103	21,937	20,176	15,691	9,688	-	1,551	8,137	-	-	8,137	-	2,869	5,269	37,343	54,012	5,269
Pueblo (2009)	85,310	73,488	29,983	17,951	10,491	7,205	1,023	-	8,228	1,023	-	9,251	1,023	-	10,273	19,206	38,916	10,273
The Pecos LLC	7,460	54,637	17,574	44,513	30,163	21,127	-	1,551	19,576	-	-	19,576	-	3,344	16,232	40,243	41,585	16,232
Pecos (2011)	121,987	66,917	60,281	20,379	21,801	24,117	9,955	-	34,071	474	-	34,545	474	-	35,019	16,304	41,566	35,019
	302,318	507,168	148,049	106,745	78,306	74,908	23,147	23,504	74,551	4,632	-	79,183	8,490	6,342	81,331	200,931	267,649	81,331
Grand Totals																		
	5,500,661	3,177,925	4,421,055	4,044,844	3,834,883	3,648,871	129,338	211,923	3,566,287	129,235	157,785	3,537,737	113,034	188,536	3,462,236	1,422,559	2,381,378	3,462,236

Note 1: LLCs are owned by the similarly named GP. These accounts are used to pay some expenses and are funded as needed by the partnership account

Note 2: The Bratton Valley GPs own their parcels individually and are not co-tenants

Note 3: In the Tecate Partnership, the ABL & Mex-Tec, Borderland & Prosperity, and FreeTrade, Suntec and Via 188 are each co-tenants. The remaining GPs in this group own their parcels individually

Note 4: The Las Vegas 1 GPs own their parcels individually and are not co-tenants

Note 5: All values are rounded up to the nearest dollar.

Note 6: The Washoe 1 GPs own their parcels individually and are not co-tenants

EXHIBIT B

STATEMENT OF REVENUE AND EXPENDITURES FOR WESTERN

FOURTH QUARTER 2015

Cash Basis	2014 Totals	October	November	December	2015 Totals
Income					
Note Payments from GPs	1,480,585.92	94,995.61		129,146.47	1,170,393.49
Legacy Commissions	3,991.94	261.84	250.81	268.21	3,790.13
Reversal of Bank Fees	757.01				-
Repayment of GP Operational Loans	¹ 60,000.00				-
Miscellaneous	² 2,143.81	259,508.88	721.42		292,972.14
Total Revenue	1,547,478.68	354,766.33	972.23	129,414.68	1,467,155.76
Expenses					
Operational Expenses					
Storage	4,675.78	2,000.00		2,000.00	8,797.47
Phone	1,189.15				-
Postage	8,855.12				-
Computer/IT	1,094.95	45.00	45.00	45.00	8,902.67
Operational Misc.	7,970.22				3,977.22
WFPC bookkeeping employee fees	29,721.54	3,169.24	3,369.24	4,161.55	43,611.10
Payments to Underling Mortgage Holders	³ 1,171,311.83	44,625.60	39,078.27	73,193.54	768,861.56
Property Taxes (WFPC Owned RE)	3,675.81				2,104.10
Bank Fee	4,065.13	109.43	194.93	222.05	2,027.08
Transfers to WSCC to Cover Intercompany Transfers	12,139.95	12,756.76	17,355.69	20,849.67	67,327.09
Corporate Filing Expenses	3,777.59				6,959.00
Franchise Tax Board					-
GP Operational bills Paid by Western	⁴				10,289.57
Court Approved Fees and Costs of the Receivership	306,024.49	82,738.77	159,903.38	721.42	465,181.28
Total Expenses	1,556,101.56	145,444.80	219,946.51	101,193.23	1,388,038.14
Net Operating Surplus/(Loss)	(8,622.88)	209,321.53	(218,974.28)	28,221.45	79,117.62
Beginning Cash	23,554.97	75,481.01	284,802.54	65,828.26	14,932.09
Ending Cash	14,932.09	284,802.54	65,828.26	94,049.71	94,049.71

¹ Funds received from GPs based on 11/22/13 operational billings.

² Miscellaneous Income in October was due to the LinMar settlement and the reimbursement of GP K1 expenses.
Miscellaneous Income in November was due to reimbursement of GP K1 expenses.

³ Payments are sent timely, however some checks may not clear the bank until the following month and are recorded accordingly. Additionally a number of underlying mortgages are scheduled to be paid off in 2015; this total amount will continue to decline after August and December 2015.

⁴ GP Operational bills that were paid by Western.

PROOF OF SERVICE

I am employed in the County of San Diego, State of California. I am over the age of eighteen (18) and am not a party to this action. My business address is 501 West Broadway, 15th Floor, San Diego, California 92101-3541.

On February 22, 2016, I served the within document(s) described as:

• **RECEIVER'S FOURTEENTH INTERIM REPORT**

on interested parties in this action by:

☒ **BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF"):** the foregoing document(s) will be served by the court via NEF and hyperlink to the document. On February 22, 2016, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email addressed indicated below:

- Gary J Aguirre - gary@aguirrelawapc.com; maria@aguirrelawapc.com
- Lynn M. Dean - deanl@sec.gov; larofiling@sec.gov; berryj@sec.gov; irwinma@sec.gov; cavallones@sec.gov
- Philip H. Dyson - phildysonlaw@gmail.com; jldossegger2@yahoo.com; phdtravel@yahoo.com
- Edward G. Fates - tfates@allenmatkins.com; bcrfilings@allenmatkins.com; jholman@allenmatkins.com
- Susan Graham - gary@aguirrelawapc.com
- Eric Hougen - eric@hougenlaw.com
- Sara D. Kalin - kalins@sec.gov; irwinma@sec.gov

☐ **BY MAIL:** I placed a true copy of the document in a sealed envelope or package addressed as indicated on the attached Service List on the above-mentioned date in San Diego, California for collection and mailing pursuant to the firm's ordinary business practice. I am familiar with the firm's practice of collection and processing correspondence for mailing. Under that practice it would be deposited with the U.S. Postal Service on that same day in the ordinary course of business. I am aware that on motion of party served, service is presumed invalid if postal cancellation date or postage meter date is more than one day after date of deposit for mailing in affidavit.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on February 22, 2016, at San Diego, California.

Ted Fates

(Type or print name)

/s/ Ted Fates

(Signature of Declarant)