

1 ALLEN MATKINS LECK GAMBLE
MALLORY & NATSIS LLP
2 DAVID R. ZARO (BAR NO. 124334)
865 South Figueroa Street, Suite 2800
3 Los Angeles, California 90017-2543
Phone: (213) 622-5555
4 Fax: (213) 620-8816
E-Mail: dzaro@allenmatkins.com

5 ALLEN MATKINS LECK GAMBLE
MALLORY & NATSIS LLP
6 EDWARD G. FATES (BAR NO. 227809)
One America Plaza
7 600 West Broadway, 27th Floor
8 San Diego, California 92101-0903
Phone: (619) 233-1155
9 Fax: (619) 233-1158
E-Mail: tfates@allenmatkins.com

10 Attorneys for Receiver
11 THOMAS C. HEBRANK

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

14
15 SECURITIES AND EXCHANGE
COMMISSION,

16 Plaintiff,

17 v.

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

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

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

Date: October 27, 2017
Time: 1:30 p.m.
Ctrm.: 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 and the General Partnerships listed in Schedule 1 to the Preliminary Injunction Order entered on March 13, 2013 (collectively, "Receivership Entities"), hereby submits this twentieth interim application for payment of professional fees and reimbursement of costs for the time period April 1, 2017, through June 30, 2017 ("Twentieth Application Period"). Allen Matkins incurred \$82,392.30 in fees and \$570.56 in costs during the three-month period and seeks interim approval and payment of 80% of fees incurred, or \$65,913.84, and 100% of costs incurred. As it has throughout the case, Allen Matkins has discounted its customary hourly rates by 10%.

I. FEE APPLICATION SUMMARY

During the Twentieth Application Period, Allen Matkins provided a total of 165 hours of service for a total of \$82,392.30 in fees. Allen Matkins requests payment on an interim basis of 80% of this amount, or \$65,913.84. 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	19.80	11,811.60
Reporting	3.40	1,759.50
Operations and Asset Sales	125.60	60,437.70
Claims and Distributions	12.70	6,572.25
Third Party Recoveries	.50	258.75
Employment/Fees	3.00	1,552.50
Total Fees	165.00	\$82,392.30

As the table reflects, the majority of work done during the Twentieth Application Period was in the Operations and Asset Sales category as the Receiver's

1 focus has been on maximizing the value of receivership properties through sales
2 pursuant to the Court-approved Modified Orderly Sale Process. At this point, the
3 Court has approved sales of receivership properties with purchase prices totaling
4 more than \$10.85 million.

5 II. TASKS PERFORMED

6 During the Twentieth Application Period, Allen Matkins worked diligently to
7 assist the Receiver with legal issues affecting the receivership. The following is a
8 discussion of Allen Matkins' work, broken down by the categories listed above.

9 A. General Receivership

10 This category relates primarily to advising the Receiver regarding
11 receivership tax and corporate matters to ensure compliance with tax laws and
12 minimize fees for preparation of tax returns moving forward. In particular, now that
13 the Court has ordered that the assets of the Receivership Entities will be pooled for
14 *pro rata* distribution to all investors with allowed claims and such order has become
15 final due to the dismissal of the appeals filed by the Graham and Ardizzone
16 Investors, the Receiver consulted with Allen Matkins regarding the formation of a
17 Qualified Settlement Fund ("QSF") under the Internal Revenue Code, including
18 transfer of the real properties from the GPs to the QSF, and dissolution of the GPs.
19 These steps will ensure compliance with tax laws and save the receivership estate
20 hundreds of thousands of dollars in tax return preparation fees and Franchise Tax
21 Board fees. Investor will then receive their *pro rata* distributions under the Court-
22 approved distribution plan from the receivership estate (*i.e.* the QSF). The Receiver
23 plans to seek authority to transfer the GP properties to the QSF and close the GPs in
24 conjunction with seeking Court approval of investor claims.

25 Allen Matkins also assisted and advised the Receiver regarding (a) a request
26 by Louis Schooler's former counsel, Mr. Philip Dyson, relating to a sale of real
27 property, (b) the Ninth Circuit's remand of the appeal filed by Mr. Schooler to
28 determine if Mr. Schooler is deceased and if a representative of his estate should be

1 permitted to prosecute the appeal, and (c) a request for documents from an investor
 2 in WFP Securities. The reasonable and necessary fees for work in this category
 3 total \$11,811.60.

4 **B. Reporting**

5 This category includes time spent preparing the Receiver's Nineteenth Interim
 6 Report filed on May 19, 2017. Dkt. No. 1478. The report includes detailed updates
 7 regarding enforcement of judgments against the LinMar entities, property tax
 8 appeals, properties owned by Western, issues with the tenant located on the Stead
 9 property, taxes and mortgages, pending and potential sales of GP properties, the
 10 Graham Investors and Ardizzone Investors' appeals, the death/disappearance of
 11 Schooler, annual K-1 statements, IRA investments, and receipts and disbursements
 12 for each Receivership Entity. The reasonable and necessary fees for work in this
 13 category total \$1,759.50.

14 **C. Operations and Asset Sales**

15 Allen Matkins' time in this category focused on assisting the Receiver with
 16 legal issues relating to the ongoing operations of Western and the GPs, including
 17 sales of receivership properties via the Modified Orderly Sale Process, easement and
 18 condemnation issues, and issues relating to property taxes and assessments.

19 **1. Reno Partners**

20 Allen Matkins assisted the Receiver in preparing a motion for approval of the
 21 sale of the Reno Partners property. Dkt. No. 1443. The sale was approved on
 22 April 12, 2017 (Dkt. No. 1463) and closed on April 28, 2017.

23 **2. Valley Vista**

24 Allen Matkins assisted the Receiver in preparing a motion for approval of the
 25 sale of the Valley Vista property. Dkt. No. 1475. The sale was approved on
 26 June 14, 2017 (Dkt. No. 1486) and closed on June 30, 2017.

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1 3. Bratton View

2 Allen Matkins assisted the Receiver in preparing a motion for approval of the
3 sale of Bratton View property. Dkt. No. 1480. During the overbid period, the
4 Receiver received a qualified overbid, which, after the original buyer declined to bid
5 further, became the winning bid. The motion to approve the sale to the overbidder
6 was granted on August 4, 2017 (Dkt. No. 1501), and the sale closed on August 18,
7 2017.

8 4. LV Kade

9 Allen Matkins assisted the Receiver in negotiating terms of a letter of intent
10 and purchase and sale agreement with two separate potential purchasers of this land,
11 which is approximately 57 acres located in the City of North Las Vegas. This is the
12 most valuable property in the receivership and is one of the few remaining large
13 parcels in the surrounding area that has not been developed. The Receiver is also in
14 discussions with the City of North Las Vegas regarding an easement for the
15 placement of a storm drain on the property.

16 Allen Matkins assisted the Receiver with negotiations with one prospective
17 purchaser, including extensive discussions with the prospective purchaser regarding
18 the drafting and revising of the purchase and sale agreement. During the course of
19 those negotiations, which stalled when the prospective purchaser did not accept the
20 Receiver's revised draft of the agreement, a higher offer was received from Prologis,
21 LP ("Buyer"). Negotiations with Buyer progressed quickly and the parties were
22 prepared to sign a purchase and sale agreement. At that time, the first prospective
23 purchaser increased its offer significantly. After further discussions, Buyer matched
24 the higher offer and the purchase and sale agreement was signed, subject to Court
25 approval. Buyer removed its contingencies and the Receiver recently filed a motion
26 for approval of the sale. Dkt. No. 1506.

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1 5. Reno Vista/Reno View

2 Pursuant to the order entered on January 14, 2016, adopting the Receiver's
3 recommendation to engage a broker for the three separate properties collectively
4 known as the Washoe 1 property, the Receiver engaged the proposed broker, who
5 listed and marketed the three properties for sale. Multiple offers were received for
6 two of the three properties (Reno Vista and Reno View) and the Receiver negotiated
7 with the prospective purchasers to obtain the highest and best price. The motion to
8 approve the sale was filed on May 10, 2016, and granted on August 30, 2016. Dkt.
9 Nos. 1285, 1360.

10 It was then discovered that the Reno Vista and Reno View properties are
11 encumbered by deeds of trust dating back to 1980 and 1981 in favor of (a) Tierra del
12 Mar Corporation, (b) Louis Schooler's deceased parents, Eugene and Rowena
13 Schooler, and (c) EBS Land Co. With respect to the liens in favor of Tierra del Mar
14 Corporation, an entity held in a family trust set up by Louis Schooler's deceased
15 parents, the trust and the corporation are now being managed by a trustee appointed
16 by the Probate Court. Allen Matkins communicated with counsel for the trustee in
17 an effort to have the deeds of trust removed without litigation. After several calls
18 and letters explaining the background, the trustee filed a motion in the Probate Court
19 for authority to release the deeds of trust for no payment. The motion was opposed
20 by Louis Schooler's brother, Andy Schooler, but was granted by the Probate Court at
21 the hearing held on January 31, 2017.

22 With respect to the deed of trust in favor of Eugene and Rowena Schooler,
23 Allen Matkins assisted the Receiver in determining the most efficient and effective
24 manner of clearing the deed of trust from title, including sending a letter to Louis
25 Schooler's siblings (*i.e.*, the living heirs of Eugene and Rowena Schooler) requesting
26 that they consent to the deed of trust being cleared from title. After certain of the
27 siblings failed to consent, Allen Matkins assisted the Receiver in engaging local
28

1 counsel in Reno, Nevada to prepare and file a petition in Nevada state court to clear
2 the deed of trust from title. The petition was granted on March 31, 2017.

3 Finally, with respect to the deed of trust in favor of EBS Land Co., the
4 Receiver sought an order from the Court confirming that EBS Land is an affiliate of
5 the Receivership Entities and therefore within the scope of the receivership. Dkt.
6 No. 1472. On June 14, 2017, the Court instructed the Securities and Exchange
7 Commission to weigh in on the motion, which it did in support of the motion on
8 June 20, 2017. Dkt. Nos. 1484, 1488. The SEC also noted that the Receiver could
9 be appointed Elisor to reconvey the EBS Land deed of trust as an alternative.

10 The Court also directed the Clerk to send notice of the order to EBS Land,
11 Louis Schooler, and Andrew Schooler's attorney, Brian Vess, and gave them until
12 June 21, 2017 to oppose the motion. No opposition to the motion was filed. On
13 August 4, 2017, the Court declined to include EBS Land in the receivership as an
14 affiliate, but instead appointed the Receiver as Elisor with authority to reconvey the
15 EBS Land deed of trust. Dkt. No. 1502. The sale closed on August 31, 2017.

16 6. Santa Fe

17 The Santa Fe property is encumbered by mortgages in favor of
18 Tower 98, LLC. The GPs that own the Santa Fe property were unable to make the
19 mortgage payments prior to the Court-approved pooling of receivership funds in
20 May 2016. Therefore, the mortgages had gone into default. Despite being aware of
21 the receivership, Tower 98 commenced an action in New Mexico state court and
22 recorded a *lis pendens* against the property.

23 After the Receiver and Tower 98 were unable to reach an agreement as to
24 proper payoff amount of the Tower 98 mortgages, the Receiver filed a motion
25 seeking authority to pursue claims to quiet title to the property and remove the
26 applicable mortgages from title, which was granted on June 14, 2017. Dkt.
27 Nos. 1454, 1485. While the motion was pending, Tower 98 engaged new counsel
28 and the parties reopened settlement discussions. The discussions were quite lengthy

1 as Tower 98 was challenging to work with, but ultimately, the Receiver and
2 Tower 98 agreed on a discounted payoff amount, the payment was made, and
3 reconveyance documents clearing the liens from title to the property were recorded.

4 7. Other Issues Pertaining to GP Properties

5 Allen Matkins advised the Receiver regarding various other legal issues
6 pertaining to GP properties, including assisting with addressing and removing liens
7 on GP properties, preparing a form of purchase and sale agreement to be sent to
8 prospective purchasers, closing the sale of the Jamul Valley property (which became
9 possible once the Graham Investors' appeal of the sale order was dismissed),
10 reviewing and revising letters of intent, and preparing notices to investors regarding
11 offers received for certain GP properties.

12 The reasonable and necessary fees for Allen Matkins' work in this category
13 total \$60,437.70.

14 **D. Claims and Distributions**

15 This category includes time assisting and advising the Receiver on issues
16 relating to investor claims and procedures for the administration of such claims. As
17 usual, this category also includes time reviewing and responding to communications
18 from investors, creditors, and their counsel. Finally, Allen Matkins assisted the
19 Receiver in preparing notices to investors and updates to the receivership website.
20 The investor claims process was formally commenced on August 1, 2017, with
21 notices being sent to the majority of investors on that date and notices being sent to
22 the remaining investors shortly thereafter. The reasonable and necessary fees for
23 this work total \$6,572.25.

24 **E. Third Party Recoveries**

25 Allen Matkins' work in this category focused on collection of the outstanding
26 judgment against LinMar III. Allen Matkins reviewed the post-judgment receiver's
27 reports and advised on legal issues relating to the post-judgment receivership. The
28 reasonable and necessary fees for work in this category total \$258.75.

1 **F. Employment/Fees**

2 Although fee applications are a necessary component of federal equity
3 receiverships, neither the Receiver nor his professionals bill time for preparing their
4 own detailed applications. Allen Matkins assisted the Receiver in preparing his
5 Eighteenth and Nineteenth Interim Fee Applications, which were granted in full on
6 August 4, 2017. Dkt. No. 1503. The firm also assisted Duffy Kruspodin &
7 Company in drafting its Seventh Interim Fee Application, which will be filed with
8 the Receiver and Allen Matkins' Twentieth Interim Fee Applications. The
9 reasonable and necessary fees for this work total \$1,552.50.

10 **G. Summary of Costs Requested**

11 Allen Matkins requests the Court approve reimbursement of \$570.56 for out-
12 of-pocket costs incurred in executing the foregoing tasks, as itemized in Exhibit A.
13 Pursuant to the Court's Order Granting in Part First Fee Applications, Allen Matkins
14 has reduced its request for reimbursement of copy costs to five cents per page and
15 written off any excess copy charges incurred.

16 **III. FEES AND COSTS INCURRED AND PAID TO DATE**

17 From inception of the receivership on September 6, 2012, through June 30,
18 2017, the Receiver incurred fees and costs of \$1,853,937.83, of which amount
19 \$363,288.96 is subject to holdback pending approval of the Receiver's final fee
20 application at the conclusion of the receivership, \$78,379.25 in fees and costs is
21 awaiting the Court's review and approval in his Twentieth Interim Fee Application,
22 and \$1,412,269.62 has been approved by the Court and paid. During the same time
23 period, Allen Matkins incurred fees and costs of \$1,448,531.26, of which amount
24 \$299,472.26 is subject to holdback pending approval of Allen Matkins' final fee
25 application at the conclusion of the receivership; \$66,484.40 in fees and costs is
26 awaiting the Court's review and approval in this Twentieth Interim Fee Application,
27 and \$1,082,574.61 in fees and costs has been approved by the Court and paid.
28 Finally, during the same time period, tax accountant Duffy Kruspodin &

1 Company, LLP ("Duffy") incurred fees and costs of \$694,815.65 for preparing tax
 2 returns for Western, the GPs, and other non-GP Receivership Entities. Of this
 3 amount, \$194,125.83 is awaiting the Court's review and approval in Duffy's Seventh
 4 Interim Fee Application and \$500,689.82 has been paid to date, with no holdbacks.

5 **IV. APPROVAL OF REQUESTED FEES AND COSTS**

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
 19 rights, real property, contract, employment, insurance, eminent domain, tax, civil
 20 procedure, appellate procedure, and other applicable areas of law, and (c) assisting
 21 the Receiver in selling assets, collecting loans, and protecting the Receivership
 22 Entities' interests in pending litigation, (d) assisting the Receiver in analyzing the
 23 facts and legal issues and preparing a plan for distributing receivership assets that
 24 treats investors fairly and equitably, (e) assisting the Receiver in preparing proposed
 25 claim procedures to efficiently and effectively determine the proper amount of each
 26 investor's claim, and (f) providing detailed reports to the Court and interested
 27 parties. Allen Matkins wrote off and did not charge for 2.1 hours of time(\$1,086.75)
 28 during the Twentieth Application Period.

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

2 The Court has previously determined on multiple occasions, including on
3 April 10, 2017, that the discounted hourly rates of Allen Matkins represent the fair
4 value of their time, labor, and skill. Dkt. No. 1460. Accordingly, Allen Matkins'
5 discounted hourly rates continue to represent the fair value of its time, labor, and
6 skill.

7 **C. Quality of Work Performed**

8 Allen Matkins has diligently and competently assisted the Receiver in all
9 aspects of the receivership, including preserving and protecting the assets of the
10 Receivership Entities, analyzing the Receivership Entities' assets and liabilities,
11 addressing Western's cash shortage, reducing Western's operating expenses as well
12 as administrative expenses of the receivership, selling assets and collecting loans,
13 protecting the Receivership Entities' interests in pending litigation and other legal
14 matters, preserving and pursuing causes of action against third parties, formulating
15 plans and procedures for the determination of investor claims and the fair and
16 equitable distribution of receivership estate assets, and preparing detailed reports to
17 the Court and interested parties. These services have allowed the Receiver to
18 preserve and protect the value of the Receivership Entities' assets for the benefit of
19 investors.

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

21 Pursuant to the Court's May 25, 2016 Order (Dkt. No. 1304), the assets of the
22 Receivership Entities (Western and the GPs) have been pooled, creating a common
23 pool of receivership estate cash from which mortgages, property taxes, and other
24 operating expenses have been and will continue to be paid. The cash balance has
25 grown and will continue to grow as properties are sold through the Court-approved
26 Modified Orderly Sale Process (Dkt. Nos. 1309, 1359), including the Jamul Valley
27 property, Reno Vista and Reno View properties, Reno Partners property, Honey
28 Springs property, Valley Vista property, Bratton View property, LV Kade property,

1 Silver Springs North property, and the Western land (Silver Springs), all of which
 2 sales have been approved. Therefore, the receivership estate has the ability to pay
 3 the fees and costs requested herein.

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

5 Prior to filing, the Receiver and Allen Matkins provided these fee applications
 6 to counsel for the Commission in substantially final form. Counsel for the
 7 Commission has advised that the Commission has no opposition to the fees and
 8 costs requested.

9 Accordingly, the five factors identified by the Court for considering interim
 10 fee applications all support interim approval and payment of the requested fees and
 11 costs.

12 **V. CONCLUSION**

13 WHEREFORE, the Receiver and Allen Matkins respectfully request entry of
 14 an order:

- 15 1. Approving payment of fees to Allen Matkins on an interim basis of
 16 \$65,913.84;
- 17 2. Approving reimbursement of expenses to Allen Matkins on an interim
 18 basis of \$570.56;
- 19 3. Authorizing and directing the Receiver to pay these amounts to Allen
 20 Matkins from assets of the Receivership Entities; and
- 21 4. Granting such further and other relief as the Court deems just and
 22 proper.

23
 24 Dated: September 25, 2017

ALLEN MATKINS LECK GAMBLE
 MALLORY & NATSIS LLP

By: /s/ Edward Fates

EDWARD G. FATES
 Attorneys for Receiver
 THOMAS C. HEBRANK

EXHIBIT INDEX

Exhibit A	Detailed Time Reports	14
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EXHIBIT A

EXHIBIT A

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00002 (Thomas C. Hebrank, as Receiver for Western Financial) (General Receivership)

Preliminary Billing Form

Billing Atty: 001665 - Edward Fates

Matter #: 372640-00002

Matter Name: General Receivership

Date of Last Billing: 08-08-2017

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

Proforma Number 1327268

Client/Matter Joint Group # 372640-1

Fees for Matter 372640-00002 (General Receivership)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
04/07/17	7148377	Communications with P. Dyson regarding declaration and notary for sale of land in Tecate.	Fates, Edward	0.2	103.50	103.50
04/19/17	7157790	Review order from Ninth Circuit regarding Schooler's appeal and remand for determination as to Schooler death/estate representative.	Fates, Edward	0.1	51.75	155.25
04/21/17	7159827	Call with SEC's counsel regarding remand in Schooler appeal relating to determination of Schooler death and discuss same with Receiver.	Fates, Edward	0.4	207.00	362.25
04/24/17	7162025	Call with counsel re appeals, the Receiver's work to conclude the case (.4).	Zaro, David	0.4	280.80	643.05
04/25/17	7163314	Conference re transfer to QSF and appraisals.	Henning, Thomas	0.2	143.10	786.15
04/25/17	7162360	Call with Receiver to discuss QSF tax issues in light of dismissal of Aguirre's appeals.	Fates, Edward	0.4	207.00	993.15
04/26/17	7163914	Review tax memos; analyze tax issues in transfer of properties to QSF; conference re same; telephone	Henning, Thomas	2.1	1,502.55	2,495.70

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00002 (Thomas C. Hebrank, as Receiver for Western Financial) (General Receivership)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		conference with Tom Hebrank.				
04/26/17	7163498	Conference call with Receiver and T. Henning to discuss and analyze tax issues relating QSF, closing of GPs, transfers of properties to QSF, and potential impacts of same on investor taxes.	Fates, Edward	0.9	465.75	2,961.45
04/28/17	7167934	Telephone conference with Tom Hebrank.	Henning, Thomas	0.1	71.55	3,033.00
05/01/17	7169796	Analyze tax reporting issues on transfer tax to QSF; complete draft of memo re same.	Henning, Thomas	5.8	4,149.90	7,182.90
05/01/17	7169464	Review and analyze QSF tax issues and investor tax reporting issues.	Fates, Edward	0.3	155.25	7,338.15
05/02/17	7171070	Conference re comments; revise tax memo; email re same.	Henning, Thomas	0.3	214.65	7,552.80
05/02/17	7170006	Analysis and recommendation regarding tax issues for transfers of GP properties to QSF and closure of GP entities.	Fates, Edward	0.2	103.50	7,656.30
05/05/17	7173681	Discuss motion regarding transfer of GP properties and closure of GPs with Receiver.	Fates, Edward	0.2	103.50	7,759.80
05/10/17	7177890	Work on motion regarding transfer of GP properties to Western and closure of GPs and analyze legal issues regarding same.	Fates, Edward	1.9	983.25	8,743.05
05/11/17	7181314	Assess impact and analysis of claims of tax agencies upon the transfer of real property assets to Western entity prior to sale (.4). Review/analysis of the proposed asset consolidation into	Zaro, David	1.0	702.00	9,445.05

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00002 (Thomas C. Hebrank, as Receiver for Western Financial) (General Receivership)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Western and approach re legal issues to the same, including real property transfer taxes (.6).				
05/11/17	7178964	Analyze legal and tax issues re: transfer of GP properties to Western and closure of GPs (.6) calls/emails to discuss potential transfer tax issues with G. Rodriguez (.5) review subpoena issued to Receiver from WFP securities investor, discuss same with Receiver (.3)	Fates, Edward	1.4	724.50	10,169.55
05/11/17	7179671	Research ability of receiver to dissolve entity in receivership.	Bloetscher, Abby	2.2	623.70	10,793.25
05/12/17	7180376	Prepare response to document subpoena from WFP securities investor.	Fates, Edward	0.4	207.00	11,000.25
05/12/17	7180463	Analyze case law regarding power of court to authorize dissolution of entities in receivership.	Fates, Edward	0.2	103.50	11,103.75
05/15/17	7183032	Review accountant's email, IRS private letter rulings and regulations re 1099 reporting; email re analysis.	Henning, Thomas	0.7	500.85	11,604.60
05/15/17	7181769	Advise G. Rodriguez regarding steps for potential dissolution of GPs.	Fates, Edward	0.2	103.50	11,708.10
06/30/17	7220853	Review order regarding supplemental briefing to address Schooler's death and advise Receiver regarding same.	Fates, Edward	0.2	103.50	11,811.60

Disbursements for Matter 372640-00002 (General Receivership)

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00002 (Thomas C. Hebrank, as Receiver for Western Financial) (General Receivership)

Trans Date	Index	Type	Quantity	Amt
04/05/17	2329538	Document Search - - Pacer Service 1/01/2017-3/31/2017^4406104-Q	1.00	19.90
04/07/17	2320489	Duplication	32.00	1.60
04/07/17	2320490	Reprographics - Color	1.00	0.25
04/12/17	2322455	Document Research - - Nationwide - WESTERN TITLE COMPANY, PDF TO CINDY 1ST ^OBTAIN CERTIFIED COPY-AMENDED ORDER FILED 4/12/ - 430203	1.00	149.00
04/12/17	2322456	Messenger - - Nationwide - USDC SOUTHERN DISTRICT, ^COURTESY COPY - 430203	1.00	10.00
04/14/17	2331068	Document Research - - Nationwide Legal, LLC, USDC/SAN DIEGO BUSINESS OFFICE, OBTAIN CERTIFIED^COPY OF DOC #1361FILED 8/30/16ORDER GRANTING, 3:12-CV-02164 -GPC-JM-SEC V LOUIS SCHOOLER^430357	1.00	80.00
04/17/17	2331069	Messenger - - Nationwide Legal, LLC, MEGAN GREENE, ESCROW OFFICER, COPY^, 3:12-CV-02164-SEC/SCHOOLER^430357	1.00	37.00
04/19/17	2323429	Duplication	171.00	8.55
04/19/17	2331070	Messenger - - Nationwide Legal, LLC, USDC SOUTHERN DISTRICT, NOTICE OF MOTION AND^MOTION FOR ORDER CONFIRMING EBS LAND COIS INCLUDED IN THE, 96761-SEC V. SCHOOLER^430357	1.00	17.00
04/21/17	2332364	Audio Conferencing - - - Aspen Video Conferencing LLC, Audio Conferencing - Aspen Conferencing - Lorenzen Jonathan ^11260 - Call to: 6192331155 6192331155 6195677223^11260	1.00	15.51
04/26/17	2332365	Audio Conferencing - - - Aspen Video Conferencing LLC, Audio Conferencing - Aspen Conferencing - Lorenzen Jonathan ^11260 - Call to: 6195677223 6192331155 6192331155^11260	1.00	3.87
05/04/17	2329002	Duplication	47.00	2.35

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00002 (Thomas C. Hebrank, as Receiver for Western Financial) (General Receivership)

Trans Date	Index	Type	Quantity	Amt
05/04/17	2331508	Messenger - - Nationwide Legal, LLC, USDC - SOUTHERN DISTRICT, ^COURTESY COPIES., 12-CV-02164-SEC V. SCHOOLER^430528	1.00	15.00
05/16/17	2342408	Document Research - - Nationwide Legal, LLC, FIRST AMERICAN TITLE, OBTAIN CERTIFIED^COPY OF DOC #1361FILED 8/30/16 &DELIVER TO SHERI, 3:12CV-02164-GPC-JMA-SEC V. SCHOOLER^430693	1.00	55.00
05/19/17	2331757	Duplication	30.00	1.50
05/19/17	2342409	Messenger - - Nationwide Legal, LLC, USDC - SOUTHERN DISTRICT, COURTESY COPIES^PLEASE DELIVER BY 2:00 P.M., MONDAY, MAY, 12-CV-02164-SEC V. SCHOOLER^430693	1.00	15.00
05/25/17	2336170	Duplication	43.00	2.15
05/25/17	2342410	Messenger - - Nationwide Legal, LLC, USDC - SOUTHERN DISTRICT, COURTESY COPIES^DELIVER BY 2PM ON42881, 12-CV-02164-SEC V. SCHOOLER^430693	1.00	15.00
06/01/17	2337211	Reprographics - Color	2.00	0.50
06/01/17	2338454	Messenger - - Federal Express Invoice No: 582854991 1665 Ship To: James A & Barbara L	1.00	19.43
06/27/17	2344034	Duplication	109.00	5.45
06/28/17	2351463	Document Research - - Nationwide - LAWYERS TITLE, ORDER APPROVING SALE ^COPY OF DOC #1486 ORDER APPROVING SALE & DELIVE - 431053	1.00	68.00
06/28/17	2351464	Messenger - - Nationwide - USDC - SOUTHERN DISTRICT, COURTESY COPIES ^ PLEASE DELIVER TO CL ERK'S OFFICE TODAY. - 431053	1.00	15.00
06/30/17	2344926	Document Search - - Pacer Service 4/01/2017-6/30/2017^4406104-Q	1.00	4.00

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00002 (Thomas C. Hebrank, as Receiver for Western Financial) (General Receivership)

Trans Date	Index	Type	Quantity	Amt
06/30/17	2344927	Document Search - - Pacer Service 4/01/2017-6/30/2017^4406104-Q	1.00	9.50

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	1.4	702.00	982.80
001581	Thomas Henning	9.2	715.50	6,582.60
001665	Edward Fates	7.0	517.50	3,622.50
002247	Abby Bloetscher	2.2	283.50	623.70
		<u>19.8</u>		<u>11,811.60</u>
Total Fees				11,811.60
Total Disbursements				570.56

08/25/17 09:25:28 PROFORMA STATEMENT FOR MATTER 372640-00004 (Thomas C. Hebrank, as Receiver for Western Financial) (Reporting)

Preliminary Billing Form

Billing Atty: 001665 - Edward Fates

Matter #: 372640-00004

Matter Name: Reporting

Date of Last Billing: 08-08-2017

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

Proforma Number 1327269

Client/Matter Joint Group # 372640-1

Fees for Matter 372640-00004 (Reporting)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
05/05/17	7173680	Work on Receiver's Nineteenth Interim Report.	Fates, Edward	1.3	672.75	672.75
05/08/17	7174904	Work on Nineteenth Interim Report and discuss same with Receiver and G. Rodriguez.	Fates, Edward	0.9	465.75	1,138.50
05/09/17	7176819	Revisions to Nineteenth Interim Report per Receiver's comments.	Fates, Edward	0.4	207.00	1,345.50
05/18/17	7184498	Discuss financial exhibit for Nineteenth Interim Report with Receiver and revisions and updates to report.	Fates, Edward	0.8	414.00	1,759.50

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward Fates	3.4	517.50	1,759.50
		<u>3.4</u>		<u>1,759.50</u>
Total Fees				1,759.50
Total Disbursements				0.00

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Preliminary Billing Form

Billing Atty: 001665 - Edward Fates

Matter #: 372640-00005

Matter Name: Operations & Asset Sales

Date of Last Billing: 08-08-2017

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

Proforma Number 1327270

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
04/03/17	7145098	Review the status of the pending sales/development work following the dismissal of appeals, follow-up with counsel re same (.3).	Zaro, David	0.3	210.60	210.60
04/03/17	7144363	Advise regarding response to offer/LOI from prospective purchaser for Fernley property (.2); discuss steps to recover deposit from cancelled Freetrade purchase with G. Rodriguez (.2); call and emails with counsel for prospective purchaser for LV Kade property regarding terms of proposed sale approval order and analyze case law regarding sales free and clear in receivership (.8); discuss status regarding earnest money deposit for cancelled sale of Freetrade property and work on motion for order directing escrow to release same to Receiver (.5); revisions to motion regarding quiet title action for Santa Fe property and supporting declaration and discuss same with Receiver (.7).	Fates, Edward	2.4	1,242.00	1,452.60
04/03/17	7144467	Review correspondence from	Lorenzen, Jonathan	1.5	614.25	2,066.85

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Kasowitz regarding receivership issues related to Las Vegas Blvd Purchase and Sale Agreement; participate in conference calls to discuss.				
04/04/17	7144890	Discuss status of LV Kade purchase and sale agreement, discussions with counsel for buyer, and developments with alternative bidder/purchaser with G. Rodriguez (.4); communications with counsel for Jamul Valley buyer (.1); analyze issues and case law regarding form of sale order for LV Kade property (.3); work on motion regarding recovery of deposit from cancelled Freetrade sale (1.1); revisions to motion regarding quiet title claims for Santa Fe property and supporting declaration (.4); revisions to draft purchase and sale agreement for LV Kade property (.9).	Fates, Edward	3.2	1,656.00	3,722.85
04/04/17	7145165	Review issues related to auction procedure for sale of Las Vegas Blvd property; continue revising Purchase and Sale Agreement.	Lorenzen, Jonathan	3.2	1,310.40	5,033.25
04/05/17	7145818	Work on motion to recover deposit for cancelled sale of Freetrade property and supporting declaration and discuss same with Receiver and G. Rodriguez (1.8); call with Receiver and G. Rodriguez regarding revisions to draft purchase and sale agreement for LV Kade property (1.6); work on email to counsel for prospective purchaser regarding same (.2).	Fates, Edward	3.6	1,863.00	6,896.25

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
04/05/17	7146895	Participate in conference call to discuss redraft of Las Vegas Blvd Purchase and Sale Agreement; revise Agreement accordingly and send to Buyer for review.	Lorenzen, Jonathan	2.4	982.80	7,879.05
04/06/17	7147163	Follow up with local counsel in NV regarding water rights for Minden property and certified copy of order removing Schooler Family lien from Reno Vista property (.2); communications with counsel for Tower 98 regarding motion for authority to pursue quiet title claims (.2); review and respond to questions from counsel for prospective buyer of LV Kade property regarding terms of draft purchase and sale agreement (.4); advise G. Rodriguez regarding potential motion to include EBS Land as receivership entity in order to remove lien from Reno Vista property (.3).	Fates, Edward	1.1	569.25	8,448.30
04/06/17	7147244	Review Letter of Intent for Fernley property and prepare Purchase and Sale Agreement.	Lorenzen, Jonathan	1.4	573.30	9,021.60
04/07/17	7148404	Address issues regarding hearing date, service, and notice of motion concerning recovery of deposit from Freetrade sale.	Fates, Edward	0.2	103.50	9,125.10
04/07/17	7148846	Complete preparation of Purchase and Sale Agreement for Fernley and send for Buyer's review.	Lorenzen, Jonathan	1.2	491.40	9,616.50
04/10/17	7149535	Advise G. Rodriguez regarding title issue for EBS Land deed of trust on	Fates, Edward	0.8	414.00	10,030.50

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Reno Vista property (.2); communications with counsel for prospective buyer of LV Kade regarding court approval process and terms of proposed sale order (.3); communications with local counsel in Nevada regarding steps to preserve water rights for Minden property (.2); communications with counsel for Tower 98 regarding motion for authority to pursue claims (.1).				
04/11/17	7150994	Address inquiry from prospective buyer of LV Kade property regarding preliminary title report and related documents (.2); review tentative ruling as to Reno Partners sale and discuss same with Receiver and G. Rodriguez (.3); prepare supplement to sale motion clarifying publication of notice under 28 USC 2002 (.4).	Fates, Edward	0.9	465.75	10,496.25
04/12/17	7152224	Review and analyze proposed changes to purchase and sale agreement from prospective purchaser of LV Kade property (.4); discuss same with Receiver and G. Rodriguez (.4); advise G. Rodriguez regarding issues with title company for Reno Vista sale and Tierra del Mar liens (.2); review order approving sale of Reno Partners property and advise Receiver regarding same (.2).	Fates, Edward	1.2	621.00	11,117.25
04/12/17	7152129	Review updated comments from Buyer for Las Vegas Blvd Purchase and Sale Agreement.	Lorenzen, Jonathan	1.6	655.20	11,772.45
04/13/17	7153094	Review initial comments to draft	Fates, Edward	2.8	1,449.00	13,221.45

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		purchase and sale agreement from alternate prospective purchaser for LV Kade property and discuss same with G. Rodriguez (.7); communications with Receiver regarding same (.2); discuss issues relating to deed of trust on Reno Vista property in favor of EBS Land, affiliate status of same, and motion for determination of affiliate status with G. Rodriguez (.6); work on motion regarding same (1.3).				
04/14/17	7154522	Work on motion regarding confirmation of EBS Land as receivership entity, discuss same with Receiver and G. Rodriguez (1.3); assist with closing documents for Jamul Valley sale (.2); address issues with draft purchase and sale agreement for LV Kade property and discussions with buyer regarding same (.4).	Fates, Edward	1.9	983.25	14,204.70
04/14/17	7155063	Review proposed terms of Purchase and Sale Agreement for Las Vegas Blvd with Prologis; review related correspondence from Prologis and participate in conference call to discuss.	Lorenzen, Jonathan	1.3	532.35	14,737.05
04/17/17	7155844	Revise email to investors regarding offer on Park Vegas property (.1); discuss motion regarding inclusion of EBS Land in receivership with Receiver and G. Rodriguez (.2); work on Receiver declaration in support of same (.6); call with G. Rodriguez regarding status of negotiations with	Fates, Edward	1.7	879.75	15,616.80

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		prospective purchaser for LV Kade property and legal issues raised with draft PSA (.4); communications with counsel for prospective purchaser (.2); review notice regarding termination from prospective purchaser for Washoe IV property and discuss same with G. Rodriguez (.2).				
04/17/17	7155979	Review correspondence and issues list from Prologis related to Las Vegas Blvd PSA; discuss with Geno Rodriguez and coordinate call with Prologis to review issues.	Lorenzen, Jonathan	0.6	245.70	15,862.50
04/18/17	7156702	Call with counsel for prospective purchaser for LV Kade regarding court approval process and terms of purchase and sale agreement (.6); discuss same and timing and strategy regarding negotiations with multiple prospective purchasers for LV Kade with Receiver and G. Rodriguez (.7).	Fates, Edward	1.3	672.75	16,535.25
04/19/17	7157565	Finalize motion and declaration regarding EBS Land for filing (.4); calls with Receiver and counsel for prospective purchaser for LV Kade property regarding revisions to purchase and sale agreement (.5).	Fates, Edward	0.9	465.75	17,001.00
04/20/17	7158453	Review proposed changes to PSA from prospective purchaser for LV Kade property and advise on response to same.	Fates, Edward	0.7	362.25	17,363.25
04/20/17	7158606	Call and emails with California counsel for Tower 98 regarding	Fates, Edward	0.9	465.75	17,829.00

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		motion for authority to pursue quiet title claims, cashing of payoff check, and potential resolution of dispute over loan balance (.8); advise Receiver regarding same (.1).				
04/20/17	7159308	Review comments from Prologis to proposed form of Purchase and Sale Agreement for Las Vegas Blvd Property.	Lorenzen, Jonathan	0.4	163.80	17,992.80
04/21/17	7159689	Calls with Receiver and G. Rodriguez regarding revisions to purchase and sale agreement from prospective purchaser for LV Kade property and status with alternate prospective purchaser/overbidder (1.1); call with counsel for prospective purchaser regarding revisions to purchase and sale agreement (.6); update Receiver regarding same (.2); advise on language for revisions to purchase and sale agreement (.1); communications with counsel for Tower 98 regarding loan payments and discuss same with G. Rodriguez (.4).	Fates, Edward	2.4	1,242.00	19,234.80
04/21/17	7161267	Review redraft of Las Vegas Blvd PSA from Prologis; participate in conference call with Prologis; revise PSA accordingly and send updated version to Prologis for review.	Lorenzen, Jonathan	3.6	1,474.20	20,709.00
04/24/17	7160611	Communications with local counsel in Nevada regarding steps to preserve Minden water rights (.1); communications with prospective purchaser and G. Rodriguez	Fates, Edward	0.9	465.75	21,174.75

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		regarding title and survey issues for LV Kade sale (.4); call with counsel for alternate prospective purchaser for LV Kade regarding status and overbid process (.3); advise G. Rodriguez regarding same (.1).				
04/25/17	7161717	Communications with G. Rodriguez regarding payments on Tower 98 loan for Santa Fe property and communications with counsel for Tower 98 regarding same (.4); review filings related to preservation of water rights for Minden property from local counsel in Nevada (.1); review comments to purchase and sale agreement for LV Kade property from prospective purchaser (.2).	Fates, Edward	0.7	362.25	21,537.00
04/25/17	7162648	Review updated comments from Prologis to Las Vegas Blvd Purchase and Sale Agreement.	Lorenzen, Jonathan	0.7	286.65	21,823.65
04/26/17	7162735	Communications with G. Rodriguez and counsel for Tower 98 regarding discrepancy in loan payment checks (.2); call with Receiver and G. Rodriguez regarding revisions to purchase and sale agreement for LV Kade property (.2).	Fates, Edward	0.4	207.00	22,030.65
04/26/17	7162958	Participate in conference call to discuss Prologis's comments to Las Vegas Blvd Purchase and Sale Agreement; prepare redraft of PSA and send for Prologis's review; discuss title issues with Prologis.	Lorenzen, Jonathan	1.4	573.30	22,603.95
04/27/17	7164370	Call with counsel for prospective	Fates, Edward	0.7	362.25	22,966.20

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		buyer for LV Kade regarding title/escrow and closing issues for sale and discuss same with Receiver and G. Rodriguez.				
04/27/17	7164192	Participate in conference call with Prologis regarding Las Vegas Blvd Purchase and Sale Agreement; revise PSA accordingly and send updated version for review.	Lorenzen, Jonathan	1.4	573.30	23,539.50
04/28/17	7165412	Review final changes to purchase and sale agreement from purchaser for LV Kade property and advise Receiver regarding same (.3); discuss execution of purchase and sale agreement (.2); discuss escrow and due diligence for Washoe/Dayton properties and potential extension of same with Receiver and G. Rodriguez (.3); review new draft purchase and sale agreement from alternate prospective purchaser for LV Kade property and discuss same, higher price, and negotiations with Receiver and G. Rodriguez (.9).	Fates, Edward	1.7	879.75	24,419.25
04/28/17	7165978	Review correspondence and revised Purchase and Sale Agreement from Hines for Las Vegas Blvd Property.	Lorenzen, Jonathan	1.2	491.40	24,910.65
05/01/17	7169303	Calls and emails to discuss status and next steps regarding LV Kade property and multiple competing purchase offers with Receiver and G. Rodriguez.	Fates, Edward	0.4	207.00	25,117.65
05/01/17	7169353	Prepare amendments to Purchase and Sale Agreements for Silver	Lorenzen, Jonathan	2.9	1,187.55	26,305.20

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Springs North, Dayton I and Washoe V to extend the Contingency Dates and increase the Earnest Money Deposits; review correspondence related to Las Vegas Blvd property sale.				
05/02/17	7169827	Revise email notice to investors regarding offers on Bratton View property and discuss same with G. Rodriguez (.2); work on motion regarding sale of Valley Vista property (.9); work on preparation of overbid PSA for prospective overbidder for LV Kade property (.3); communications with counsel for Tower 98 regarding updated payoff calculation (.1).	Fates, Edward	1.5	776.25	27,081.45
05/02/17	7170158	Review and respond to correspondence regarding Las Vegas Blvd Purchase and Sale Agreement; prepare Overbid PSA for transaction.	Lorenzen, Jonathan	1.9	778.05	27,859.50
05/03/17	7170499	Work on motion regarding sale of Valley Vista property, Receiver's declaration in support, and discuss same with Receiver and G. Rodriguez (1.1); communications with counsel for LV Kade purchaser regarding title issues (.2); review email and analyze payoff demand from counsel for Tower 98 and discuss same with G. Rodriguez (1.2); work on form of overbid purchase and sale agreement for LV Kade property (.9); call with counsel for Tower 98 regarding calculation of payoff demand (.5).	Fates, Edward	3.9	2,018.25	29,877.75

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
05/03/17	7171135	Complete preparation of Overbid PSA for Las Vegas Blvd; review access and due diligence issues in connection with coordinating entry to the property prior to the Auction.	Lorenzen, Jonathan	1.7	696.15	30,573.90
05/04/17	7175182	Review sale/auction process for the Las Vegas property sale/negotiations and follow-up call with counsel re same (.3).	Zaro, David	0.3	210.60	30,784.50
05/04/17	7172057	Call with Receiver and G. Rodriguez regarding overbid purchase and sale agreement, due diligence for prospective overbidder, and access agreement regarding same (.7); final revisions to Valley Vista sale motion and supporting declaration (.5); prepare notice of motion and proposed order (.1); communications with Tower 98 counsel regarding payoff amount for loan on Santa Fe property (.4); call with LV Kade purchaser and title insurer regarding background on receivership and concerns with sale process and order (.8); compile and send requested court filings to title insurer (.3).	Fates, Edward	2.8	1,449.00	32,233.50
05/04/17	7172882	Review Access Agreement for Las Vegas Blvd Property; review form Overbid PSA for Las Vegas Blvd and discuss with Receiver.	Lorenzen, Jonathan	0.6	245.70	32,479.20
05/05/17	7174694	Review loan payoff calculations from counsel for Tower 98 and discuss same with G. Rodriguez.	Fates, Edward	0.2	103.50	32,582.70
05/08/17	7174903	Call with counsel for buyer for LV	Fates, Edward	1.4	724.50	33,307.20

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Kade property regarding title insurer concerns (.2); advise Receiver regarding same (.1); respond to lengthy email from title insurer (.6); advise as to revisions to easement purchase and sale agreement with City of North Las Vegas (.5).				
05/08/17	7175766	Review proposed form of Purchase and Sale Agreement from the City of North Las Vegas for an Easement to be located on the Las Vegas Blvd Property.	Lorenzen, Jonathan	0.9	368.55	33,675.75
05/11/17	7179613	Calls and emails with counsel for Tower 98 and G. Rodriguez regarding interest calculations for Santa Fe loan balance and payoff.	Fates, Edward	0.8	414.00	34,089.75
05/12/17	7180249	Calls with G. Rodriguez, Tower 98, and counsel for Tower 98 regarding calculation of Santa Fe loan payoff and legal positions regarding same (1.1); review lengthy email from title company regarding LV Kade sale transaction and discuss same with Receiver (.4); call with counsel for LV Kade buyer regarding same (.2).	Fates, Edward	1.7	879.75	34,969.50
05/15/17	7181420	Prepare responses to detailed requests from title insurer for prospective LV Kade sale and calls and emails with Receiver and counsel for buyer regarding same (1.7); calls with counsel for Tower 98 and G. Rodriguez regarding interest calculations for Santa Fe loan and other outstanding issues with payoff (.9).	Fates, Edward	2.6	1,345.50	36,315.00

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
05/18/17	7185196	Analyze legal issues regarding potential termination of interest post-tender of payoff for Tower 98/Santa Fe loan.	Fates, Edward	0.3	155.25	36,470.25
05/19/17	7185637	Review revised payoff calculation from counsel for Tower 98 and advise Receiver and G. Rodriguez regarding same and strategy for resolving dispute (.8); work on motion regarding sale of Bratton View property (1.4).	Fates, Edward	2.2	1,138.50	37,608.75
05/19/17	7187817	Research case law and statutes re: payoff demand and interest accrual.	Bloetscher, Abby	1.5	425.25	38,034.00
05/22/17	7186698	Work on motion regarding sale of Bratton View property and discuss same with Receiver (.9); call with G. Rodriguez and City of North Las Vegas regarding proposed revisions to easement language for LV Kade property and review of same (.3); communications with counsel for Tower 98 regarding prior payoff demands and discuss same with G. Rodriguez (.4).	Fates, Edward	1.6	828.00	38,862.00
05/23/17	7188148	Discuss letter of intent for Park Vegas property with G. Rodriguez and initial work on purchase and sale agreement regarding same (.7); communications with Tower 98's counsel (.1).	Fates, Edward	0.8	414.00	39,276.00
05/24/17	7189252	Advise G. Rodriguez regarding potential overbid contract and overbid procedures for Bratton View sale (.4); review and revise overbid contract (.7); prepare Receiver's declaration in	Fates, Edward	1.8	931.50	40,207.50

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		support of Bratton View sale motion and proposed order (.5); work on purchase and sale agreement for Park Vegas sale (.2).				
05/24/17	7190130	Begin drafting purchase and sale agreement for Park Vegas property.	Shapiro, Maxwell	2.3	838.35	41,045.85
05/25/17	7190547	Discuss bid deadline, auction date, and hearing date for Bratton View sale with G. Rodriguez and revise sale motion regarding same (.4); work on purchase and sale agreement for Park Vegas property and discuss same with Receiver and G. Rodriguez (1.1).	Fates, Edward	1.5	776.25	41,822.10
05/25/17	7191668	Finalize purchase and sale agreement prior to circulation to client.	Shapiro, Maxwell	0.1	36.45	41,858.55
06/01/17	7197761	Discuss issue with encroachment on Jamul Valley property with G. Rodriguez and prepare letter to neighbor regarding removal of encroachment (.5); prepare notice of non-receipt of overbid for Valley Vista sale motion (.2); review correspondence from counsel for Tower 98 regarding interest charges and attorney fees and discuss same with Receiver (.4); calls and emails with counsel for City of North Las Vegas and G. Rodriguez regarding easement for storm drain on LV Kade property (.5).	Fates, Edward	1.6	828.00	42,686.55
06/02/17	7198609	Address issues with title company for Jamul Valley and LV Kade sales and	Fates, Edward	2.6	1,345.50	44,032.05

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		discuss same and transfer of files to alternate title company with Receiver and G. Rodriguez (.6); communications with counsel for LV Kade buyer regarding same (.2); advise G. Rodriguez as to encroachment issue for Jamul Valley property and purchase agreement with TNC (.4); call with counsel for Tower 98 regarding potential settlement of loan payoff dispute (.7); discuss same with G. Rodriguez (.2); discuss overbid for Bratton View property with G. Rodriguez and overbid/auction procedures regarding same (.3); review correspondence from Jamul Valley neighbor regarding encroachment and discuss same with G. Rodriguez (.2).				
06/05/17	7200625	Discuss cancellation of title/escrow and transfer of Jamul Valley sale file to new title company with G. Rodriguez.	Fates, Edward	0.2	103.50	44,135.55
06/06/17	7201979	Call with counsel for LV Kade buyer regarding title policy issues (.5); advise G. Rodriguez regarding same (.1)	Fates, Edward	0.6	310.50	44,446.05
06/07/17	7202444	Call with G. Rodriguez to discuss title insurance issued for potential LV Kade sale and information needed regarding same.	Fates, Edward	0.3	155.25	44,601.30
06/08/17	7203537	Communications with G. Rodriguez and counsel for LV Kade buyer regarding title insurance issues and potential change in title company.	Fates, Edward	0.6	310.50	44,911.80

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
06/09/17	7204231	Communications with counsel for LV Kade buyer regarding title insurance issues (.3); review order taking hearing on Valley Vista sale motion off calendar and advise Receiver regarding same (.1); review correspondence from counsel for Tower 98 regarding loan payoff amounts and calculation of same (.3); calls with counsel for Tower 98 and Receiver regarding same (.9); provide summary and analysis of settlement position for Receiver (.5).	Fates, Edward	2.1	1,086.75	45,998.55
06/12/17	7205628	Call with Receiver regarding settlement negotiations with Tower 98 and next steps and strategy regarding same (.4); call and emails with counsel for LV Kade buyer regarding issues raised by title insurer, including due process, subject matter jurisdiction, quasi in rem jurisdiction, appealable orders, etc. (1.2); calls with counsel for Tower 98 regarding settlement negotiations and status with receivership/Santa Fe property (.8).	Fates, Edward	2.4	1,242.00	47,240.55
06/13/17	7206680	Review issues relating to zoning variance sought by neighbor to Las Vegas properties and potential impact of same and discuss same with Receiver and G. Rodriguez (.6); advise Receiver and G. Rodriguez regarding call with LV Kade buyer and status of title issues (.3); call with counsel for Tower 98 regarding terms of potential settlement (.3).	Fates, Edward	1.2	621.00	47,861.55

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
06/14/17	7207506	Advise G. Rodriguez regarding next steps for sale process for offer received for Washoe III property (.2); calls and emails with counsel for City of North Las Vegas regarding easement for sewer line on LV Kade property and approval of changes to easement agreement (.7); discuss same with G. Rodriguez (.2); work on amendment to PSA for LV Kade property regarding same and communications with counsel for buyer (.4); update G. Rodriguez regarding same (.2); revisions to investor notice regarding offer on Washoe III property (.1); communications with court chambers regarding motion concerning affiliate status of EBS Land (.2); review orders regarding EBS Land, escrow deposit, Valley Vista sale, and authority to pursue quiet title claims and update Receiver and G. Rodriguez regarding same (.5); review settlement counter-offer from Tower 98 and discuss same with Receiver (.4); communications with Tower 98's counsel regarding potential settlement (.4).	Fates, Edward	3.3	1,707.75	49,569.30
06/14/17	7208085	Prepare Amendment to PSA for Las Blvd Property.	Lorenzen, Jonathan	0.5	204.75	49,774.05
06/15/17	7208821	Discuss execution of amendment to PSA addressing easement on LV Kade property with G. Rodriguez (.3); revisions to easement agreement (.2); calls and emails with counsel for City	Fates, Edward	1.6	828.00	50,602.05

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		of North Las Vegas regarding same (.5); review proposed revisions to purchase and sale agreement from buyer of Park Vegas property and advise on response to same (.6).				
06/16/17	7209735	Review Crown Trucking's comments to Purchase and Sale Agreement.	Lorenzen, Jonathan	0.3	122.85	50,724.90
06/19/17	7210311	Revisions to easement agreement with City of North Las Vegas for LV Kade property and communications with counsel for city regarding same (.6); communications with G. Rodriguez regarding revisions and execution of easement agreement (.3).	Fates, Edward	0.9	465.75	51,190.65
06/20/17	7211460	Communications with counsel for City of North Las Vegas regarding execution and delivery of easement agreement and escrow provisions for payment (.5); settlement communications with counsel for Tower 98 (.8); review SEC's brief in support of motion to include EBS Land in receivership and advise Receiver regarding same (.3); communications with LV Kade buyer regarding executed amendment to PSA (.2); discuss Glen Oaks escrow issue with Receiver (.3).	Fates, Edward	2.1	1,086.75	52,277.40
06/21/17	7212620	Settlement communications with counsel for Tower 98 (.7); advise Receiver regarding same (.4); communications with counsel for LV Kade buyer regarding title insurance issues (.4).	Fates, Edward	1.5	776.25	53,053.65

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
06/21/17	7213437	Complete review of PSA comments from Crown Trucking; review title issues for Las Vegas Blvd Property.	Lorenzen, Jonathan	0.9	368.55	53,422.20
06/22/17	7214175	Communications with Receiver and G. Rodriguez regarding title objections from LV Kade prospective purchaser (.2); calls with counsel for LV Kade prospective purchaser regarding title, sale order, and appeal concerns (.9).	Fates, Edward	1.1	569.25	53,991.45
06/22/17	7214734	Review title objection letter from Prologis for Las Vegas Blvd. property.	Lorenzen, Jonathan	0.4	163.80	54,155.25
06/23/17	7214922	Discuss payment to Tower 98 with Receiver and counsel for Tower 98 (.5); discuss status of title issues for LV Kade sale with Receiver (.2); advise G. Rodriguez regarding overbid and auction process for Bratton View property (.4); work on notice of receipt of overbid and results of auction for Bratton View (.7).	Fates, Edward	1.8	931.50	55,086.75
06/26/17	7216761	Discuss issues and timing regarding Bratton View overbid and sale with G. Rodriguez.	Fates, Edward	0.2	103.50	55,190.25
06/27/17	7217110	Communications with counsel for City of North Las Vegas regarding status of easement approval process for LV Kade property (.2); discuss closing issues for Valley View sale with G. Rodriguez (.3); work on notice of overbid and amended proposed order regarding Bratton View sale (.7); communications with Receiver, G.	Fates, Edward	2.3	1,190.25	56,380.50

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Rodriguez and counsel for LV Kade buyer regarding extension of due diligence period and title insurance issues (.7); review proposed amendment extending due diligence (.2); discuss status of potential sale of Park Vegas property and timing of sale with G. Rodriguez (.2).				
06/27/17	7217233	Discuss Crown Trucking PSA with Geno Rodriguez; prepare redraft of PSA pursuant to Buyer's comments; review title issues with Prologis regarding Las Vegas Blvd property.	Lorenzen, Jonathan	2.6	1,064.70	57,445.20
06/28/17	7218182	Advise G. Rodriguez regarding sale closing issues for Valley Vista property (.3); review escrow instructions from TNC for closing of Jamul Valley sale and discuss same with G. Rodriguez (.4); communications with counsel for LV Kade buyer and discuss strategy and next steps with Receiver (.5); advise Receiver regarding communication from counsel for Tower 98 (.1).	Fates, Edward	1.3	672.75	58,117.95
06/28/17	7218439	Review PSA and related amendments for Jamul Valley regarding closing.	Lorenzen, Jonathan	0.5	204.75	58,322.70
06/29/17	7219294	Communications with counsel for Tower 98 regarding potential settlement and filing/service of quiet title complaint (.2); discuss execution of second amendment to PSA for LV Kade with Receiver (.2); communications with counsel for LV Kade buyer regarding same (.2).	Fates, Edward	0.6	310.50	58,633.20

08/28/17 08:40:30 PROFORMA STATEMENT FOR MATTER 372640-00005 (Thomas C. Hebrank, as Receiver for Western Financial) (Operations & Asset Sales)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
06/29/17	7219394	Review escrow instructions and closing documents prepared by The Nature Conservancy for Jamul Valley PSA.	Lorenzen, Jonathan	0.9	368.55	59,001.75
06/30/17	7220564	Communications with counsel for Tower 98 regarding demand for further payoff amounts, settlement of same, and reconveyance documents (.5); discuss same with Receiver (.2); revise reconveyance documents (.2); call with counsel for LV Kade buyer regarding amendment to purchase and sale agreement (.4); discuss same with Receiver (.2); revisions to draft amendment to PSA (.8).	Fates, Edward	2.3	1,190.25	60,192.00
06/30/17	7221432	Review and revise Third Amendment to PSA from Prologis for Las Vegas Blvd Property.	Lorenzen, Jonathan	0.6	245.70	60,437.70

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
000313	David Zaro	0.6	702.00	421.20
001665	Edward Fates	84.5	517.50	43,728.75
002115	Jonathan Lorenzen	36.6	409.50	14,987.70
002149	Maxwell Shapiro	2.4	364.50	874.80
002247	Abby Bloetscher	1.5	283.50	425.25
		<u>125.6</u>		<u>60,437.70</u>
Total Fees				60,437.70
Total Disbursements				0.00

08/25/17 09:25:28 PROFORMA STATEMENT FOR MATTER 372640-00006 (Thomas C. Hebrank, as Receiver for Western Financial) (Claims & Distributions)

Preliminary Billing Form

Billing Atty: 001665 - Edward Fates

Matter #: 372640-00006

Matter Name: Claims & Distributions

Date of Last Billing: 08-08-2017

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

Proforma Number 1327271

Client/Matter Joint Group # 372640-1

Fees for Matter 372640-00006 (Claims & Distributions)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
04/05/17	7146916	Assist in drafting monthly update to investors regarding K-1 tax statements and dismissal of Aguirre's appeals.	Fates, Edward	0.3	155.25	155.25
04/10/17	7149545	Call and emails with Receiver regarding status and timing of investor claims process.	Fates, Edward	0.4	207.00	362.25
04/10/17	7150842	Respond to investor email inquiry.	Fates, Edward	0.2	103.50	465.75
04/11/17	7151605	Review procedures for administration of investor claims and order approving same.	Fates, Edward	0.2	103.50	569.25
04/18/17	7156523	Meet with Receiver and G. Rodriguez to go over investor claims procedures, methodology, notices, allowed, disallowed, and potentially subordinated claims.	Fates, Edward	1.8	931.50	1,500.75
04/24/17	7160592	Review investors emails from D. Gilman and discuss same with Receiver.	Fates, Edward	0.2	103.50	1,604.25
04/25/17	7162357	Call with Receiver and tax accountant regarding investor claims process, calculation of claim amounts, notices	Fates, Edward	0.9	465.75	2,070.00

08/25/17 09:25:28 PROFORMA STATEMENT FOR MATTER 372640-00006 (Thomas C. Hebrank, as Receiver for Western Financial) (Claims & Distributions)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		to investors, and related issues.				
04/26/17	7163367	Call with Receiver and G. Rodriguez to discuss claims of employees, sales representations, Schooler family members, and other insiders.	Fates, Edward	0.6	310.50	2,380.50
04/28/17	7165669	Call with Receiver regarding claims process and investor tax reporting issues (.4); revisions to monthly update for investors (.2).	Fates, Edward	0.6	310.50	2,691.00
05/01/17	7169322	Final revisions to monthly update to investors.	Fates, Edward	0.2	103.50	2,794.50
05/11/17	7179250	Discuss timing of claims process and analysis of employee/insider claims with Receiver and G. Rodriguez (.6) call with SEC counsel re: information for analysis of employee/insider claims, discuss same with Receiver (.5)	Fates, Edward	1.1	569.25	3,363.75
05/15/17	7181428	Advise G. Rodriguez as to response to investor inquiry regarding IRA account fees (.1); call with SEC's counsel regarding information on employee/sales rep discounts for investments in GPs and advise Receiver regarding same (.4).	Fates, Edward	0.5	258.75	3,622.50
05/17/17	7183598	Calls with SEC's counsel regarding documents relating to claims of employees/salespeople and discounts for GP investments (.4); discuss same with Receiver (.2); review transcripts from employee testimony relating to discounts (.5); advise G. Rodriguez regarding response to inquiry from investor T.	Fates, Edward	1.3	672.75	4,295.25

08/25/17 09:25:28 PROFORMA STATEMENT FOR MATTER 372640-00006 (Thomas C. Hebrank, as Receiver for Western Financial) (Claims & Distributions)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		Panzer and communications with SEC's counsel regarding same (.2).				
05/18/17	7184497	Discuss legal issues regarding employee/salespeople claims and analysis of same with Receiver.	Fates, Edward	0.3	155.25	4,450.50
05/22/17	7187002	Calls with SEC's counsel and Receiver regarding gathering information relevant to employee/salesperson investments and claims (.6); review lengthy email to investors from D. Gilman (.2).	Fates, Edward	0.8	414.00	4,864.50
05/24/17	7189968	Discuss preliminary investigation and analysis into employee/salesperson investments and possible discounts and commissions with G. Rodriguez.	Fates, Edward	0.3	155.25	5,019.75
06/06/17	7201303	Revisions to monthly case update for investors.	Fates, Edward	0.3	155.25	5,175.00
06/07/17	7202836	Respond to inquiry from investor L. Stephens.	Fates, Edward	0.2	103.50	5,278.50
06/13/17	7206662	Advise Receiver regarding claims notices and review and approval procedures.	Fates, Edward	0.4	207.00	5,485.50
06/16/17	7210024	Respond to direct inquiry from investor regarding claims process, property sales, and distributions.	Fates, Edward	0.2	103.50	5,589.00
06/23/17	7215376	Discuss investor claims notice letter with G. Rodriguez and revisions to same.	Fates, Edward	1.3	672.75	6,261.75
06/26/17	7216493	Revisions to investor claims notice and discuss same with Receiver (.4); respond to investor inquiry regarding claims process and timing of	Fates, Edward	0.6	310.50	6,572.25

08/25/17 09:25:28 PROFORMA STATEMENT FOR MATTER 372640-00006 (Thomas C. Hebrank, as Receiver for Western Financial) (Claims & Distributions)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
		distributions (.2).				

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward Fates	12.7	517.50	6,572.25
		12.7		6,572.25
Total Fees				6,572.25
Total Disbursements				0.00

08/25/17 09:25:28 PROFORMA STATEMENT FOR MATTER 372640-00007 (Thomas C. Hebrank, as Receiver for Western Financial) (Third Party Recoveries)

Preliminary Billing Form

Billing Atty: 001665 - Edward Fates

Matter #: 372640-00007

Matter Name: Third Party Recoveries

Date of Last Billing: 08-08-2017

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

Proforma Number 1327272

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
06/02/17	7198476	Review update from LinMar III post-judgment receiver regarding leases and repairs to property.	Fates, Edward	0.1	51.75	51.75
06/05/17	7200290	Call with Receiver, G. Rodriguez, and LinMar III post-judgment receiver regarding status of leases and improvements to Fresno property and strategy for marketing/sale of property.	Fates, Edward	0.4	207.00	258.75

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward Fates	0.5	517.50	258.75
		0.5		258.75
Total Fees				258.75
Total Disbursements				0.00

08/25/17 09:47:05 PROFORMA STATEMENT FOR MATTER 372640-00009 (Thomas C. Hebrank, as Receiver for Western Financial)
(Employment/Fees)

Preliminary Billing Form

Billing Atty: 001665 - Edward Fates

Matter #: 372640-00009

Matter Name: Employment/Fees

Date of Last Billing: 08-08-2017

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

Proforma Number 1327273

Client/Matter Joint Group # 372640-1

Fees for Matter 372640-00009 (Employment/Fees)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
04/11/17	7151614	Communications with SEC's counsel regarding eighteenth interim fee application.	Fates, Edward	0.2	103.50	103.50
04/12/17	7152321	Revisions and updates to Receiver's eighteenth interim fee application and prepare notice of hearing and proposed order for same.	Fates, Edward	0.4	207.00	310.50
06/06/17	7201159	Discuss preparation and timing of Duffy fee application with Receiver (.2); communications with local counsel in Nevada regarding preparation of fee application (.2); revisions to Receiver's nineteenth fee application (.4).	Fates, Edward	0.8	414.00	724.50
06/07/17	7202473	Meet and confer communications with SEC's counsel regarding nineteenth interim fee applications.	Fates, Edward	0.1	51.75	776.25
06/16/17	7209715	Review Duffy seventh fee application and discuss same with Receiver (.2); revisions to same (.5).	Fates, Edward	0.7	362.25	1,138.50
06/20/17	7211838	Discuss Duffy's seventh interim fee application with Receiver.	Fates, Edward	0.2	103.50	1,242.00

08/25/17 09:47:05 PROFORMA STATEMENT FOR MATTER 372640-00009 (Thomas C. Hebrank, as Receiver for Western Financial)
(Employment/Fees)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum
06/26/17	7216083	Meet and confer communications with SEC's counsel regarding nineteenth interim fee applications.	Fates, Edward	0.3	155.25	1,397.25
06/30/17	7220884	Communications with Receiver and Duffy regarding revisions to Duffy's seventh fee application.	Fates, Edward	0.3	155.25	1,552.50

Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward Fates	3.0	517.50	1,552.50
		<u>3.0</u>		<u>1,552.50</u>
Total Fees				1,552.50
Total Disbursements				0.00