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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

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

Date: March 27, 2020  
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 Twenty-Ninth Interim Application for payment of professional fees and reimbursement of costs for the time period July 1, 2019, through September 30, 2019 ("Twenty-Ninth Application Period"). Allen Matkins incurred \$16,348.50 in fees and \$91.10 in costs during the three-month period and seeks interim approval and payment of 80% of fees incurred, or \$13,078.80, 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 Twenty-Ninth Application Period, Allen Matkins provided a total of 33.80 hours of service for a total of \$16,348.50 in fees. Allen Matkins requests payment on an interim basis of 80% of this amount, or \$13,078.80. 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
Reporting	3.00	\$1,552.50
Operations and Asset Sales	9.70	\$4,695.75
Claims and Distributions	3.50	\$1,811.25
Third Party Recoveries	16.50	\$7,719.75
Employment/Fees	1.10	\$569.25
Total Fees	33.80	\$16,348.50

As the table reflects, the majority of the work done during the Twenty-Ninth Application Period was in the Operations and Asset Sales categories as the Receiver's focus has been on maximizing the value of receivership properties through sales pursuant to the Court-approved Modified Orderly Sale Process. At

1 this point, the Court has approved sales of receivership properties with purchase  
2 prices totaling more than \$25 million.

## 3 **II. TASKS PERFORMED**

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

### 8 **A. Reporting**

9 This category includes time spent preparing the Receiver's Twenty-Eighth  
10 Interim Report filed on August 26, 2019. Dkt. No. 1742. The report includes  
11 detailed updates regarding enforcement of judgments against the LinMar entities,  
12 closed and pending sales of properties, and receipts and disbursements for the  
13 receivership estate. The reasonable and necessary fees for work in this category  
14 total \$1,552.50.

### 15 **B. Operations and Asset Sales**

16 Allen Matkins' time in this category focused on sales of receivership  
17 properties via the Modified Orderly Sale Process. The firm assisted with preparing  
18 purchase and sale agreements, motions to approve sales (including supporting  
19 declarations and proposed orders), notices concerning overbids and auctions, and  
20 closing documents for Court-approved sales. The receivership properties to which  
21 this work pertained during the Twenty-Ninth Application Period include  
22 ABL/Mex-Tec, the Yuma properties, and Washoe III. The reasonable and  
23 necessary fees for Allen Matkins' work in this category total \$4,695.75.

### 24 **C. Claims and Distributions**

25 Allen Matkins assisted in addressing unique issues with investor  
26 distributions, preparing monthly case updates to investors, and responding to  
27 several direct inquiries from investors or their counsel regarding distributions. The  
28 reasonable and necessary fees for this work total \$1,811.25.

1           **D. Third Party Recoveries**

2           Allen Matkins' work in this category focused on recovery on the judgment  
3 against LinMar III. The sale of the LinMar III property by the post-judgment  
4 receiver closed on December 31, 2019 and the Receiver was able to recover  
5 \$120,000 from the proceeds of the sale. During the Twenty-Ninth Application  
6 Period, Allen Matkins assisted in efforts to wrap up the post-judgment receivership,  
7 including communications with the post-judgment receiver and counsel for the SEC  
8 regarding turnover of the remaining funds held by the post-judgment receiver (at  
9 the SEC's request) to the Receiver.

10           In June 2019, attorney Phil Dyson claimed he had not agreed that the  
11 remaining funds held by the post-judgment receiver would be turned over to the  
12 SEC. Allen Matkins assisted the Receiver in attempting to resolve the dispute with  
13 Mr. Dyson and counsel for the SEC, but Mr. Dyson demanded more than 60% of  
14 the remaining funds. Mr. Dyson then filed an ex parte application asking the Court  
15 to set a status conference and allow discovery to be taken. Allen Matkins assisted  
16 the Receiver in opposing Mr. Dyson's ex parte application and in preparing a  
17 motion to resolve the dispute and close the post-judgment receivership (which was  
18 filed in the related case against LinMar III, Case No. 13-cv-2180-GPC-LL). The  
19 Receiver's motion was filed on July 3, 2019 and his reply in support of the motion  
20 was filed on July 26, 2019. The motion was granted on October 25, 2019. The  
21 reasonable and necessary fees for work in this category total \$7,719.75.

22           **E. Employment/Fees**

23           Although fee applications are a necessary component of federal equity  
24 receiverships, neither the Receiver nor his professionals bill time for preparing their  
25 own detailed applications. Allen Matkins assisted the Receiver in preparing his  
26 Twenty-Seventh Interim Fee Application, which was filed on July 17, 2019.  
27 Dkt. 1731. The reasonable and necessary fees for this work total \$569.25.  
28

1           **F. Summary of Costs Requested**

2           Allen Matkins requests the Court approve reimbursement of \$91.10 for out-  
3 of-pocket costs incurred in executing the foregoing tasks, as itemized in Exhibit A.  
4 Pursuant to the Court's Order Granting in Part First Fee Applications, Allen  
5 Matkins has reduced its request for reimbursement of copy costs to five cents per  
6 page and written off any excess copy charges incurred.

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

8           From inception of the receivership through September 30, 2019, the Receiver  
9 incurred fees and costs of \$2,408,167.47, of which amount \$472,689.36 is subject  
10 to holdback pending approval of the Receiver's final fee application at the  
11 conclusion of the receivership, \$35,667.36 is awaiting the Court's review and  
12 approval, and \$1,906,909.95 has been approved by the Court and paid to date.  
13 During the same time period, Allen Matkins has incurred fees and costs of  
14 \$1,810,135.50, of which amount \$370,107.67 is subject to holdback pending  
15 approval of the Allen Matkins' final fee application at the conclusion of the  
16 receivership, \$16,390.15 is awaiting the Court's review and approval, and  
17 \$1,426,907.38 has been approved by the Court and paid to date. Finally, during the  
18 same time period, tax accountant Duffy Kruspodin & Company, LLP ("Duffy") has  
19 incurred fees and costs totaling \$972,104.93, all of which has been paid to date for  
20 preparing tax returns for Western, GP, and other non-GP Receivership Entities.

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

22           In its Order Granting in Part First Interim Fee Applications ("First Fee  
23 Order"), the Court analyzed the case law regarding approval of interim fee  
24 applications in regulatory receiverships and determined the following factors  
25 should be considered: (1) the complexity of the receiver's tasks; (2) the fair value  
26 of the time, labor, and skill measured by conservative business standards; (3) the  
27 quality of work performed, including the results obtained and the benefit to the  
28

1 receivership estate; (4) the burden the receivership estate may safely be able to  
2 bear; and (5) the Commission's opposition or acquiescence. Dkt. No. 169, p. 7.

3 **A. Complexity of Tasks**

4 Here, the tasks performed by Allen Matkins are significantly complex and  
5 the number of hours billed to complete them are reasonable. These tasks include  
6 (a) analyzing corporate documents, loan agreements, and other contracts,  
7 (b) advising the Receiver regarding federal equity receivership, debtor/creditor  
8 rights, real property, contract, insurance, tax, civil procedure, judgment  
9 enforcement and other applicable areas of law, and (c) assisting the Receiver in  
10 selling assets, and protecting the Receivership Entities' interests in pending  
11 litigation, (d) assisting the Receiver in analyzing investor claims and distributing  
12 receivership assets in a manner that treats investors fairly and equitably, and  
13 (e) providing detailed reports to the Court and interested parties.

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

15 The Court has previously determined on multiple occasions, including on  
16 April 10, 2017, that the discounted hourly rates of Allen Matkins represent the fair  
17 value of their time, labor, and skill. Dkt. No. 1460. Accordingly, Allen Matkins'  
18 discounted hourly rates continue to represent the fair value of its time, labor, and  
19 skill. In addition, Allen Matkins wrote off and did not charge for 2.5 hours of time  
20 during the Twenty-Ninth Application Period (\$1,293.75).

21 **C. Quality of Work Performed**

22 Allen Matkins has diligently and competently assisted the Receiver in all  
23 aspects of the receivership, including preserving and protecting the assets of the  
24 Receivership Entities, analyzing the Receivership Entities' assets and liabilities,  
25 addressing Western's cash shortage, reducing Western's operating expenses as well  
26 as administrative expenses of the receivership, selling assets and collecting loans,  
27 protecting the Receivership Entities' interests in pending litigation and other legal  
28 matters, preserving and pursuing causes of action against third parties, formulating

1 plans and procedures for the determination of investor claims and the fair and  
2 equitable distribution of receivership estate assets, and preparing detailed reports to  
3 the Court and interested parties. These services have allowed the Receiver to  
4 preserve and protect the value of the Receivership Entities' assets for the benefit of  
5 investors.

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

7 Pursuant to the Court's May 25, 2016 Order (Dkt. No. 1304), the assets of the  
8 Receivership Entities (Western and the GPs) have been pooled, creating a common  
9 pool of receivership estate cash from which mortgages, property taxes, and other  
10 operating expenses have been and will continue to be paid. The cash balance has  
11 grown and will continue to grow as properties are sold through the Court-approved  
12 Modified Orderly Sale Process (Dkt. Nos. 1309, 1359). As a result of sales closed  
13 as of June 30, 2019, and factoring in interim distributions that had been cashed as  
14 of that date, the receivership estate held approximately \$9.15 million.

15 As noted above, on June 17, 2019, the Court approved a second interim  
16 distribution to investors with allowed claims in the total amount of \$6 million. As  
17 part of the Receiver's motion, a reserve sufficient to pay the ongoing fees and costs  
18 of the receivership was maintained. Therefore, the receivership estate has the  
19 ability to pay the fees and costs requested herein.

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

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

25 Accordingly, the five factors identified by the Court for considering interim  
26 fee applications all support interim approval and payment of the requested fees and  
27 costs.

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**V. CONCLUSION**

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

1. Approving payment of fees to Allen Matkins on an interim basis of \$13,078.80;
2. Approving reimbursement of expenses to Allen Matkins on an interim basis of \$91.10;
3. Authorizing and directing the Receiver to pay these amounts to Allen Matkins from assets of the Receivership Entities; and
4. Granting such further and other relief as the Court deems just and proper.

Dated: February 14, 2020

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	10
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# EXHIBIT A

# EXHIBIT A

01/29/20 14:39:56 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: 01-29-2020

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

Proforma Number 1452017

Client/Matter Joint Group # 372640-1

### **Disbursements for Matter 372640-00002 (General Receivership)**

Trans Date	Index	Type	Quantity	Amt	Circle	Action
07/01/19	2552367	Document Search - - WellsOne, 4/01/2019-6/30/2019^4406104-Q22019^4406104Q22019	1.00	3.60	WO	HD TR_____
07/01/19	2555442	Messenger - - Nationwide Legal, LLC, SD Usage 06/16/19 to 06/30/19^10532	1.00	32.25	WO	HD TR_____
07/01/19	2577174	Document Search - - WellsOne, PACER ^7/01/2019-9/30/2019 4406104-032019 AP CARD.^4406104Q32019	1.00	13.60	WO	HD TR_____
07/03/19	2545297	Messenger - - Nationwide Legal, LLC, USDC, Southern District, DELIVERY COURTESY COPY^10782	1.00	16.00	WO	HD TR_____
07/24/19	2546184	Messenger -- Federal Express Invoice No: 663166033 1665 Ship To: Cheryl Noah	1.00	12.74	WO	HD TR_____
07/30/19	2546185	Messenger -- Federal Express Invoice No: 663166033 1665 Ship To: Cheryl Noah	1.00	12.91	WO	HD TR_____

### **Proforma Summary**

Total Disbursements

91.10

### **Attorney Billing Instructions**

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

## Billing Instructions

EXPIRES 6/30/2020: 7/2016 rates less 10% DISCOUNT ON FEES (rated code 10)- AUTOMATIC; copies @ .05; no text editing

## Account Summary- As Of 09/30/2019

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	64,781.82	55,314.69	9,467.13	2,286.42	1,979.54	306.88	430,229.87	392,339.72	37,890.15
Unbilled Adj	(1,073.06)	0.41	(1,073.47)	0.00	0.00	0.00	(7,769.74)	(65.05)	(7,704.69)
Billed	137,520.19	128,033.76	9,486.43	1,131.76	1,035.00	96.76	422,369.03	392,274.67	30,094.36
Collected	137,520.19	128,033.76	9,486.43	1,131.76	1,035.00	96.76	422,369.03	392,274.67	30,094.36
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total</b>		<b>Fees</b>	<b>Cost</b>						
<b>WIP Balance</b>	<b>1,033.98</b>	<b>823.50</b>	<b>210.48</b>						
<b>AR Balance</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>						
<b>Unalloc Payment</b>	<b>0.00</b>								
<b>Client Trust Balance</b>	<b>0.00</b>								

## Billing Address

Thomas C. Hebrank, as Receiver for Western Financial  
c/o E3 Advisors  
501 West Broadway, Suite 800  
San Diego, CA 92101  
ATTN:

01/29/20 14:39:56 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: 01-29-2020

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

Proforma Number 1452018

Client/Matter Joint Group # 372640-1

**Fees for Matter 372640-00004 (Reporting)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
07/23/19	7904074	Work on Receiver's 28th interim report.	Fates, Edward (Ted)	1.6	828.00	1,190.25	WO HD TR_____
08/05/19	7917549	Communications with G. Rodriguez regarding revisions/updates to 28th interim report (.3); work on same (.4).	Fates, Edward (Ted)	0.7	362.25	1,552.50	WO HD TR_____
08/26/19	7936028	Revise and finalize 28th interim report.	Fates, Edward (Ted)	0.7	362.25	1,914.75	WO HD TR_____

**Proforma Summary**

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward (Ted) Fates	3.0	517.50	1,552.50
		3.0		1,552.50
Total Fees				1,552.50
Total Disbursements				0.00

**Attorney Billing Instructions**

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

**Billing Instructions**

EXPIRES 6/30/2020: 7/2016 rates less10% DISCOUNT ON FEES (rated code 10)- AUTOMATIC; copies @ .05;

no text editing

### Account Summary- As Of 09/30/2019

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	14,386.50	14,386.50	0.00	4,398.75	4,398.75	0.00	166,121.45	165,729.60	391.85
Unbilled Adj	0.00	0.00	0.00	0.00	0.00	0.00	(6.83)	5.69	(12.52)
Billed	25,919.10	25,919.10	0.00	1,449.00	1,449.00	0.00	164,562.12	164,182.79	379.33
Collected	25,919.10	25,919.10	0.00	1,449.00	1,449.00	0.00	164,562.12	164,182.79	379.33
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>Fees</b>	<b>Cost</b>						
<b>WIP Balance</b>	<b>2,794.50</b>	<b>2,794.50</b>	<b>0.00</b>						
<b>AR Balance</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>						
<b>Unalloc Payment</b>	<b>0.00</b>								
<b>Client Trust Balance</b>	<b>0.00</b>								

### Billing Address

Thomas C. Hebrank, as Receiver for Western Financial  
c/o E3 Advisors  
501 West Broadway, Suite 800  
San Diego, CA 92101  
ATTN:

01/29/20 14:39:56 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: 01-29-2020

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

Proforma Number 1452019

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	Circle Action
07/12/19	7894836	Communications with G. Rodriguez regarding sale of Yuma properties and timing of motion to approve same.	Fates, Edward (Ted)	0.2	103.50	103.50	WO HD TR_____
07/16/19	7898008	Communications with G. Rodriguez re: sale of Yuma properties (.3); initial work on motion to approve same (.4).	Fates, Edward (Ted)	0.7	362.25	465.75	WO HD TR_____
07/17/19	7898877	Work on motion for approval of sale of four Yuma properties (1.7); discuss same with G. Rodriguez (.4).	Fates, Edward (Ted)	2.1	1,086.75	1,552.50	WO HD TR_____
07/18/19	7899835	Revisions to motion for approval of sale of Yuma properties (.5); communications with G. Rodriguez regarding same (.2); work on Receiver declaration in support of motion (.8); communications with Receiver regarding same (.1).	Fates, Edward (Ted)	1.6	828.00	2,380.50	WO HD TR_____
07/24/19	7904548	Review order approving sale of Vista Tecate property and advise G. Rodriguez regarding same (.2); work on notice of non-receipt of overbids for ABL/Mex-Tec sale (.4); communications with G. Rodriguez regarding Washoe III sale terms/PSA	Fates, Edward (Ted)	1.0	517.50	2,898.00	WO HD TR_____



Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		and marketing/list price for Sante Fe property (.4).					
07/25/19	7906369	Discuss revisions to Washoe III letter of intent with G. Rodriguez.	Fates, Edward (Ted)	0.3	155.25	3,053.25	WO HD TR_____
07/26/19	7907499	Review Letter of Intent for Washoe III and prepare PSA.	Lorenzen, Jonathan	1.6	655.20	3,708.45	WO HD TR_____
07/29/19	7908925	Review order approving sale of ABL/Mex-Tec property and advise G. Rodriguez regarding same.	Fates, Edward (Ted)	0.2	103.50	3,811.95	WO HD TR_____
07/29/19	7908158	Review PSAs for Western properties to identify recently used provisions; complete PSA for Washoe III; review preliminary title report for Washoe III.	Lorenzen, Jonathan	1.4	573.30	4,385.25	WO HD TR_____
08/19/19	7930540	Communications with G. Rodriguez regarding overbid deadline and lack of overbids for Yuma sale (.2); work on notice regarding same (.4).	Fates, Edward (Ted)	0.6	310.50	4,695.75	WO HD TR_____

### Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward (Ted) Fates	6.7	517.50	3,467.25
002115	Jonathan Lorenzen	3.0	409.50	1,228.50
		9.7		4,695.75
Total Fees				4,695.75
Total Disbursements				0.00

### Attorney Billing Instructions

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

## Billing Instructions

EXPIRES 6/30/2020: 7/2016 rates less 10% DISCOUNT ON FEES (rated code 10)- AUTOMATIC; copies @ .05; no text editing

## Account Summary- As Of 09/30/2019

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	129,310.19	129,134.19	176.00	23,118.79	23,118.79	0.00	437,452.34	437,225.34	227.00
Unbilled Adj	(174.63)	1.37	(176.00)	0.00	0.00	0.00	(210.98)	16.02	(227.00)
Billed	198,635.77	198,635.77	0.00	9,742.49	9,742.49	0.00	432,545.61	432,545.61	0.00
Collected	198,635.77	198,635.77	0.00	9,742.49	9,742.49	0.00	432,545.61	432,545.61	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>WIP Balance</b>	<b>8,316.90</b>	<b>8,316.90</b>	<b>0.00</b>						
<b>AR Balance</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>						
<b>Unalloc Payment</b>	<b>0.00</b>								
<b>Client Trust Balance</b>	<b>0.00</b>								

## Billing Address

Thomas C. Hebrank, as Receiver for Western Financial  
c/o E3 Advisors  
501 West Broadway, Suite 800  
San Diego, CA 92101  
ATTN:

01/29/20 14:39:56 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: 01-29-2020

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

Proforma Number 1452020

Client/Matter Joint Group # 372640-1

#### **Fees for Matter 372640-00006 (Claims & Distributions)**

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
07/02/19	7887204	Address direct inquiry from investor regarding second distribution check.	Fates, Edward (Ted)	0.2	103.50	103.50	WO HD TR_____
07/18/19	7899698	Respond to inquiry from investor regarding timing of future distributions.	Fates, Edward (Ted)	0.2	103.50	207.00	WO HD TR_____
07/22/19	7902640	Revisions to monthly case update to investors regarding property sales/distributions and letter accompanying distribution checks.	Fates, Edward (Ted)	0.6	310.50	517.50	WO HD TR_____
07/24/19	7905203	Discuss issues with second round of distribution checks and investor addresses with G. Rodriguez (.3); respond to direct inquiry from investor regarding distribution check (.2).	Fates, Edward (Ted)	0.5	258.75	776.25	WO HD TR_____
08/05/19	7918111	Respond to inquiries from investors regarding distribution checks and timing of final distributions.	Fates, Edward (Ted)	0.2	103.50	879.75	WO HD TR_____
08/06/19	7919484	Respond to investor inquiry regarding distributions.	Fates, Edward (Ted)	0.2	103.50	983.25	WO HD TR_____
08/14/19	7927591	Respond to inquiry from investor regarding distribution check and timing of final distribution.	Fates, Edward (Ted)	0.2	103.50	1,086.75	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
08/20/19	7931834	Address inquiry from investor regarding collection of SEC judgment (.4); communications with counsel for SEC regarding same (.2); advise G. Rodriguez regarding response to investor claim regarding non-receipt of distribution check (.3).	Fates, Edward (Ted)	0.9	465.75	1,552.50	WO HD TR_____
08/21/19	7932835	Follow up communications with counsel for SEC and G. Rodriguez regarding investor inquiry regarding SEC judgment collection.	Fates, Edward (Ted)	0.3	155.25	1,707.75	WO HD TR_____
08/27/19	7938702	Advise G. Rodriguez on response to investor inquiry regarding distribution check and taxes owed.	Fates, Edward (Ted)	0.2	103.50	1,811.25	WO HD TR_____

#### Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward (Ted) Fates	3.5	517.50	1,811.25
		3.5		1,811.25
Total Fees				1,811.25
Total Disbursements				0.00

#### Attorney Billing Instructions

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

#### Billing Instructions

EXPIRES 6/30/2020: 7/2016 rates less 10% DISCOUNT ON FEES (rated code 10)- AUTOMATIC; copies @ .05; no text editing

#### Account Summary- As Of 09/30/2019

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	54,085.05	54,085.05	0.00	8,228.25	8,228.25	0.00	185,843.25	185,843.25	0.00
Unbilled Adj	0.00	0.00	0.00	0.00	0.00	0.00	(2.15)	(2.15)	0.00
Billed	58,065.75	58,065.75	0.00	3,881.25	3,881.25	0.00	184,029.85	184,029.85	0.00
Collected	58,065.75	58,065.75	0.00	3,881.25	3,881.25	0.00	184,029.85	184,029.85	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>WIP Balance</b>	<b>2,898.00</b>	<b>2,898.00</b>	<b>0.00</b>						
<b>AR Balance</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>						
<b>Unalloc Payment</b>	<b>0.00</b>								
<b>Client Trust Balance</b>	<b>0.00</b>								

### Billing Address

Thomas C. Hebrank, as Receiver for Western Financial  
c/o E3 Advisors  
501 West Broadway, Suite 800  
San Diego, CA 92101  
ATTN:

01/29/20 14:39:56 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: 01-29-2020

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

Proforma Number 1452021

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	Circle Action
07/01/19	7887094	Analyze legal issues and case law applicable to motion (.4); work on motion to discharge post-judgment receiver and distribute remaining funds to Receiver (1.6); communications with post-judgment receiver regarding facts and exhibits to declaration (.4).	Fates, Edward (Ted)	2.4	1,242.00	1,242.00	WO HD TR_____
07/01/19	7887227	Research general principles of contract formation and interpretation; begin initial drafts of excerpts for motion in support of the agreed upon distribution of funds.	Peterson, Edward (Bo)	5.2	1,872.00	3,114.00	WO HD TR_____
07/02/19	7887139	Communications with post-judgment receiver regarding motion to discharge and supporting declaration (.4); communications with Receiver and G. Rodriguez regarding same (.2); revisions to declaration of post-judgment receiver (.5).	Fates, Edward (Ted)	1.1	569.25	3,683.25	WO HD TR_____
07/03/19	7888070	Revise and finalize motion for discharge of post-judgment receiver and distribution of remaining funds, Lowe declaration and Hebrank	Fates, Edward (Ted)	1.7	879.75	4,563.00	WO HD TR_____

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		declaration (1.4); work on proposed order (.3).					
07/09/19	7890938	Review order setting briefing schedule and advise post-judgment receiver and SEC counsel regarding same	Fates, Edward (Ted)	0.2	103.50	4,666.50	WO HD TR_____
07/18/19	7900469	Analyze issues raised in Dyson opposition to motion to close post-judgment receivership and approve distribution of remaining funds (.4); discuss same with Receiver and G. Rodriguez (.2); communications with post-judgment receiver and SEC counsel regarding same (.2); initial work on reply in support of motion (.4).	Fates, Edward (Ted)	1.2	621.00	5,287.50	WO HD TR_____
07/22/19	7902143	Work on reply to Dyson opposition to motion (1.7); communications with counsel for Commission (.2); revisions to reply brief (.3); communications with Receiver and G. Rodriguez regarding reply (.4).	Fates, Edward (Ted)	2.6	1,345.50	6,633.00	WO HD TR_____
07/24/19	7904327	Discuss reply brief with G. Rodriguez (.4); work on revisions to same (.7).	Fates, Edward (Ted)	1.1	569.25	7,202.25	WO HD TR_____
07/26/19	7906563	Finalize reply to Dyson opposition to motion regarding discharge of post-judgment receiver and turnover of remaining funds.	Fates, Edward (Ted)	0.3	155.25	7,357.50	WO HD TR_____
08/08/19	7922417	Communications with post-judgment receiver as to status/timing with motion, remaining funds, and closure of post-judgment receivership.	Fates, Edward (Ted)	0.4	207.00	7,564.50	WO HD TR_____
08/14/19	7927329	Respond to communications from	Fates, Edward (Ted)	0.3	155.25	7,719.75	WO HD TR_____



Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
		post-judgment receiver regarding status of motion to conclude post-judgment receivership and timing.					

### Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward (Ted) Fates	11.3	517.50	5,847.75
002305	Edward (Bo) Peterson	5.2	360.00	1,872.00
		16.5		7,719.75
Total Fees				7,719.75
Total Disbursements				0.00

### Attorney Billing Instructions

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

### Billing Instructions

EXPIRES 6/30/2020: 7/2016 rates less 10% DISCOUNT ON FEES (rated code 10)- AUTOMATIC; copies @ .05; no text editing

### Account Summary- As Of 09/30/2019

	Fiscal YTD			Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	33,236.94	33,236.94	0.00	20,605.50	20,605.50	0.00	173,982.09	173,982.09	0.00
Unbilled Adj	0.00	0.00	0.00	0.00	0.00	0.00	(2.80)	(2.80)	0.00
Billed	13,252.44	13,252.44	0.00	11,229.75	11,229.75	0.00	166,259.54	166,259.54	0.00
Collected	13,252.44	13,252.44	0.00	11,229.75	11,229.75	0.00	166,259.54	166,259.54	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>WIP Balance</b>	<b>7,926.75</b>	<b>7,926.75</b>	<b>0.00</b>						

<i>AR Balance</i>	<i>0.00</i>	<i>0.00</i>	<i>0.00</i>
<i>Unalloc Payment</i>	<i>0.00</i>		
<i>Client Trust Balance</i>	<i>0.00</i>		

**Billing Address**

Thomas C. Hebrank, as Receiver for Western Financial  
c/o E3 Advisors  
501 West Broadway, Suite 800  
San Diego, CA 92101  
ATTN:

01/29/20 14:39:56 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: 01-29-2020

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

Proforma Number 1452022

Client/Matter Joint Group # 372640-1

### Fees for Matter 372640-00009 (Employment/Fees)

Trans Date	Index	Description of Service Rendered	Timekeeper	Hours	Fees	Sum	Circle Action
07/08/19	7889767	Revisions to Receiver's 27th interim fee application (.5) discuss same with Receiver (.2)	Fates, Edward (Ted)	0.7	362.25	362.25	WO HD TR_____
07/09/19	7890871	Meet and confer communications with counsel for SEC regarding 27th interim fee applications.	Fates, Edward (Ted)	0.2	103.50	465.75	WO HD TR_____
07/17/19	7898993	Prepare notice of hearing and proposed order for Receiver's 27th interim fee application.	Fates, Edward (Ted)	0.2	103.50	569.25	WO HD TR_____

### Proforma Summary

Timekeeper Number	Timekeeper	Hours	Rate	Amounts
001665	Edward (Ted) Fates	1.1	517.50	569.25
		1.1		569.25
Total Fees				569.25
Total Disbursements				0.00

### Attorney Billing Instructions

( )	BILL ALL	( )	Hold
( )	BILL FEES ONLY	( )	Write Off
( )	BILL COST ONLY	( )	Transfer All

## Billing Instructions

EXPIRES 6/30/2020: 7/2016 rates less 10% DISCOUNT ON FEES (rated code 10)- AUTOMATIC; copies @ .05; no text editing

## Account Summary- As Of 09/30/2019

Fiscal YTD				Calendar YTD			LTD		
	Total	Fees	Disbursement	Total	Fees	Disbursement	Total	Fees	Disbursement
Worked	12,834.00	12,834.00	0.00	2,328.75	2,328.75	0.00	37,342.35	37,342.35	0.00
Unbilled Adj	0.00	0.00	0.00	0.00	0.00	0.00	(44.26)	(44.26)	0.00
Billed	13,765.50	13,765.50	0.00	1,293.75	1,293.75	0.00	36,728.84	36,728.84	0.00
Collected	13,765.50	13,765.50	0.00	1,293.75	1,293.75	0.00	36,728.84	36,728.84	0.00
AR Write Off	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total</b>	<b>1,086.75</b>	<b>1,086.75</b>	<b>0.00</b>						
<b>WIP Balance</b>	<b>1,086.75</b>	<b>1,086.75</b>	<b>0.00</b>						
<b>AR Balance</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>						
<b>Unalloc Payment</b>	<b>0.00</b>								
<b>Client Trust Balance</b>	<b>0.00</b>								

## Billing Address

Thomas C. Hebrank, as Receiver for Western Financial  
 c/o E3 Advisors  
 501 West Broadway, Suite 800  
 San Diego, CA 92101  
 ATTN: