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7 1617 WESTCLIFF, LLC

8 UNITED STATES BANKRUPTCY COURT

9 CENTRAL DISTRICT OF CALIFORNIA – SANTA ANA DIVISION

10 In re

11 1617 WESTCLIFF, LLC, a Delaware limited
12 liability company,

13 Debtor and Debtor-in-Possession.
14

Case No. 8:12-bk-19326-MW

Chapter 11

REPLY IN SUPPORT OF DEBTOR'S
PROPOSED DISCLOSURE STATEMENT
DESCRIBING MODIFIED FIRST
AMENDED CHAPTER 11 PLAN OF
REORGANIZATION

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16 Hearing:

Date: November 20, 2013

Time: 2:00 p.m.

17 Ctrm: 6C
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1 TO THE HONORABLE MARK S. WALLACE, UNITED STATES BANKRUPTCY COURT
2 JUDGE, THE OFFICE OF THE UNITED STATES TRUSTEE, AND ALL INTERESTED
3 PARTIES:

4 Debtor and Debtor-in-Possession, 1617 Westcliff, LLC, a California limited liability
5 company (“Debtor”), submits this Reply in support of Debtor’s Proposed Disclosure Statement
6 Describing Modified First Amended Chapter 11 Plan of Reorganization (the “Disclosure
7 Statement”). In support of this Reply, Debtor respectfully represents as follows:

8 1. SUMMARY OF ARGUMENT

9 Debtor proposed a Chapter 11 Plan of Reorganization which included a provision
10 that Debtor would sell the real property asset of the Estate on or before the Effective Date of the
11 Plan and use the proceeds of that sale to pay all components of Wells Fargo’s secured claim
12 excepting only default interest. Pursuant to applicable Ninth Circuit law, that would allow
13 Debtor to “cure” the claim through the Plan and thereby eliminate the Bank’s entitlement to the
14 default interest. Debtor accordingly marketed the property, located a buyer, sought the Court’s
15 approval of the sale, and closed the sale. Debtor’s Plan proposed the sale as the primary and
16 preferred means of effecting Debtor’s reorganization, and Debtor’s subsequent sale motion
17 referenced the Plan and asserted that the sale was to effect the terms of the Plan. Upon closing,
18 Debtor did indeed pay to the Bank the undisputed portion of the Bank’s claim, comprising
19 principal balance, prepayment premium, late charges, note rate interest, costs, and fees, in the
20 total amount of \$7,667,145.09. Pending Plan confirmation, Debtor segregated the \$532,860.31
21 of default interest as calculated by the Bank—and, at the Bank’s demand, an additional
22 \$100,000 of amounts otherwise payable to Debtor.

23 In other words, Debtor did *everything right* under the Bankruptcy Code and
24 applicable caselaw to effect cure of the Bank’s claim and eliminate the default interest. Yet,
25 ignoring every relevant factual circumstance and event in this case, the Bank claims that the sale
26 was “outside the context of a Chapter 11 Plan” and complains that Debtor cannot “bootstrap”
27 the sale of the Property into a Chapter 11 Plan. To the contrary, the Bank cannot rewrite
28 everything that has occurred in this case and escape the consequences of Debtor’s hard work

1 and successes in this bankruptcy merely by pretending that a sale—proposed by a Plan, properly
2 approved by the Court, and effected in contemplation of and in the context of the provisions of a
3 previously filed and pending Plan—is entirely unrelated to the Debtor’s Plan of Reorganization.

4 In light of the express provisions of the Plan and clear language of the Sale
5 Motion evidencing that the sale was in the context of a Chapter 11 Plan; given the closing of the
6 sale before the Effective Date as set forth in the Plan; as a result of Debtor’s good faith
7 satisfaction of all undisputed portions of the Bank’s claim in time for Plan confirmation; and
8 with reference to the requirements of Ninth Circuit caselaw: Debtor respectfully requests that
9 this Court overrule the Bank’s objections and approve Debtor’s Disclosure Statement so that
10 this case may proceed to confirmation of the Plan, including cure of all defaults and elimination
11 of default interest.

12 2. PROCEDURAL HISTORY

13 Debtor formerly owned commercial real property commonly known as 1617
14 Westcliff Drive, Newport Beach, CA 92660 (the “Property”).

15 Wells Fargo Bank, N.A., as Trustee for the Registered Holders of Credit Suisse
16 First Boston Mortgage Securities Corp., Commercial Mortgage Pass-Through Certificates,
17 Series 2004-C3 (the “Bank”) held a note (the “Loan”) secured by a first-in-priority deed of trust
18 (the “Trust Deed”) against the Property.

19 Prior to the commencement of Debtor’s bankruptcy, the Bank initiated litigation
20 against Debtor in the Superior Court of the State of California, County of Orange, in Case No.
21 30-2011-00520252-CU-OR-CJC (“Pre-Petition Litigation”). In the Pre-Petition Litigation, the
22 Bank alleged monetary defaults by Debtor, and sought and was granted the appointment of a
23 receiver.

24 Prior to the non-judicial foreclosure which the Bank was concurrently pursuing,
25 on August 2, 2012, Debtor filed a voluntary petition under Chapter 11 of Title 11 of the United
26 States Code.

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1 On October 15, 2012, Debtor filed a Chapter 11 Plan (the “Initial Plan”) which
2 proposed to cure all defaults with respect to the Note, allowing Debtor to eliminate default
3 interest.

4 Also on October 15, 2012, Debtor filed a motion for approval of a sale of the
5 Property to ACS Development Group, Inc. (“ACS”), which sale would effect the proposed cure
6 (the “First Sale Motion”). The First Sale Motion made specific reference to the provisions of
7 the Initial Plan. The proposed sale involved assumption of the underlying note.

8 The Bank objected to the First Sale Motion, arguing in short that its consent was a
9 prerequisite of any assumption, and that if Debtor intended to dispute a portion of the Bank’s
10 claim and effect a cure, the Bank would not consent to the assumption. Debtor withdrew its
11 Initial Plan and voluntarily dismissed the First Sale Motion following negotiations with the
12 Bank.

13 On July 1, 2013, Debtor proposed and filed as Dk. No. 163 a First Amended
14 Chapter 11 Plan of Reorganization (the “Plan”).

15 The Disclosure Statement, filed the same day as Dk. No. 162, described the Plan.
16 On July 1, 2013, Debtor filed a First Amended Chapter 11 Plan of Reorganization (the “Plan”),
17 which provided as follows:

18 Debtor will sell the Property, and the sale will close on or before the Effective
19 Date, allowing Debtor to pay all allowed claims in full on the Effective Date.
20 If able to close the sale on or before the Effective Date, Debtor intends to cure
21 on the Effective Date all defaults with respect to the Bank’s note, thereby
22 eliminating default interest on that claim. *Great W. Bank & Trust v. Entz-
23 White Lumber and Supply, Inc. (In re Entz-White Lumber and Supply, Inc.)*,
24 850 F.2d 1338 (9th Cir.1988); *In re Sylmar Plaza, L.P.*, 314 F.3d 1070 (9th
25 Cir. 2002). Debtor will pay any pre-payment fee on the Bank’s claim which is
26 triggered by this sale. Under this Plan scenario, ***no claims will be impaired.***
27 [emphasis added]

28 Furthermore, the Plan made the following provision for the Bank’s claim:

Debtor will sell the Property on or before the Effective Date, allowing Debtor
to pay the Bank’s Claim in full on the Effective Date. The Receiver will
remain in possession of the Property, and will be excused from turnover, until
completion of the sale, whereupon she shall be relieved of her duties and her
bond exonerated.

1 If the sale is completed by means of new buyer financing, all defaults with
2 respect to the Loan will be cured by payment in full on the Effective Date,
thereby eliminating default interest on the Bank's Claim.

3 If the sale is completed with an assumption or a defeasance by the buyer,
4 default interest will *not* be eliminated.

5 Debtor will pay any pre-payment fee on the Bank's claim which is triggered
6 by this sale.

7 **Under this Plan scenario, the Bank's Claim is not impaired.**

8 **Total amount of cash payments:** Approximately \$7,156,334.00 (comprising
9 loan payoff, past-due principal and interest at contract rate through date of
sale, and fees and costs)

10 **Interest rate:** 6.43% (contract rate pursuant to the Loan documents)

11 **Frequency of payments:** Single payment on or before the Effective Date

12 **Lien Durability:** Claimant to retain its lien until Claim is paid in full,
13 whereupon Claimant shall release its lien.

14 The Plan set forth two options which Debtor might pursue to effect reorganization
15 in this case: Option 1 was sale of the Property on or before the Effective Date, and provided that
16 if the sale was completed by means of new buyer financings, all defaults with respect to the
17 Loan would "be cured by payment in full on the Effective Date, thereby eliminating default
18 interest on the Bank's Claim." *See*, Plan p. 7.

19 Option 1 also provided that "Debtor will pay any pre-payment fee on the Bank's
20 claim which is triggered by this sale" and that "Under this Plan scenario, the Bank's Claim is
21 not impaired." *Id.*

22 As evidenced by the Plan, Debtor intended if possible to sell the Property on a
23 cash basis, cure all defaults with respect to the Note, and eliminate the default interest claimed
24 by the Bank. Debtor would pay any pre-payment triggered by the sale, the reasonable and
25 allowed attorneys' fees of the Bank, late fees, and all other components of the Bank's claim,
26 excepting only default interest and not otherwise altering the legal, equitable, or contractual
27 rights to which the Bank is entitled, in order to treat the Bank's claim as unimpaired pursuant to
28 11 U.S.C. §1124(2).

1 After further marketing and protracted negotiations, on July 20, 2013, Debtor
2 entered into an agreement with Burnham-Ward Properties LLC for sale of the Property on a
3 cash basis, with no contingencies to closing.

4 On July 22, 2013, Debtor filed a Motion for Order: (1) Approving the
5 Reinstatement of and Second Amendment to Standard Offer Authorizing the Sale of Real
6 Property Located at 1617 Westcliff Drive, Newport Beach, California 92660, Outside the
7 Ordinary Course of Business, Free and Clear of All Liens, Claims, and Interests, and Subject to
8 Overbid; (2) Determining Good Faith of Purchaser under § 363(m); (3) Approval of Proposed
9 Treatment of Sales Proceeds; and (4) for Assumption and Assignment or Rejection of leases
10 (the “Sale Motion”).

11 The Sale Motion, made in contemplation of the Plan, referenced the provisions of
12 the Plan, including that all defaults would be cured “by payment in full on the Effective Date,
13 thereby eliminating default interest on the Bank’s Claim.” *See*, Sale Motion, p. 14. The Sale
14 Motion further provided as follows:

15 Debtor’s Chapter 11 Plan of Reorganization, not yet confirmed by this
16 Court, provides as follows: [above-quoted language from Plan redacted].
17 Thus, in connection with this sale, Debtor proposes to cure all defaults
18 (except for the kind specified in 11 U.S.C. §365(b)(2)) that exist under the
19 deed of trust securing the Bank’s Claim, reinstate the maturity of such
20 Claim, compensate the Bank for any damage incurred as a result of
21 reasonable reliance on such contractual provision or applicable law, pay
22 any applicable pre-payment fee, and not otherwise alter the legal,
23 equitable, or contractual rights of the Bank. *Great W. Bank & Trust v.*
24 *Entz-White Lumber and Supply, Inc. (In re Entz-White Lumber and*
25 *Supply, Inc.)*, 850 F.2d 1338 (9th Cir.1988); *In re Sylmar Plaza, L.P.*, 314
26 F.3d 1070 (9th Cir. 2002).

27 Given that the Plan is not yet confirmed and Debtor is not yet entitled
28 pursuant to a confirmed Plan to cure any defaults with respect to the
Bank’s claim and thereby eliminate default interest, if the Bank disputes
Debtor’s ability to so cure and eliminate default interest, the Bank will
receive through escrow of this proposed sale of the Property a cash
payment equal to the undisputed portion of its Claim: *i.e.*, everything
required to pay off the Bank’s claim in full— including pre-payment
penalty and damage incurred as a result of reasonable reliance on such
contractual provision or applicable law— *except* default interest. Proceeds
of the proposed sale in an amount equal to the disputed portion of the
Bank’s Claim, *i.e.* the full amount of the default interest, will be deposited

1 in a segregated trust account on the Closing Date and held until the entry
2 of a Final Order determining the allowed amount of the Bank's Claim,
such as an order confirming the Plan.

3 The Bank previously objected to a similar proposal in connection with a
4 previously proposed sale: but that sale required the Bank to approve an
5 assumption of the existing note and deed of trust, and did not propose to
6 pay the Bank's undisputed claim in full, including pre-payment penalty
and damages. The Bank opposed the claim treatment, indicated it would
7 not entertain the required assumption of its debt under those conditions,
and filed limited opposition to that effect.

8 Debtor believes the Bank's concerns regarding assumption have been
9 resolved, because the currently-proposed transaction does not involve an
10 assumption or a defeasance of the existing loan, but proposes to pay off
the existing obligation to the Bank. Debtor is entitled to cure existing
11 defaults and thereby eliminate default interest in connection with a
Chapter 11 Plan, as long as all other financial obligations are met and the
12 Bank's other legal and equitable interests are not impaired. *See, e.g., Entz-
White and Saylor, supra.*

13 Debtor therefore requests approval of its proposal to: pay the undisputed
14 portion of the Bank's claim in full; reserve funds necessary to pay default
interest in full pending Plan confirmation should the Bank object to
15 elimination of default interest; and proceed with its efforts to confirm a
Plan. Debtor further requests that the Bank be required to release its lien
16 and reconvey the existing note and deed of trust upon closing, such lien to
attach to the proceeds of sale of the Property to protect the Bank's
17 interests pending Plan confirmation.

18 *See, Sale Motion, p. 14-15.*

19 On August 20, 2013, the Court entered as Dk. No. 188 an Order granting the Sale
20 Motion (the "Sale Order"). On August 20, 2013, the Court entered as Dk. No. 188 an Order
21 granting the Sale Motion (the "Sale Order"). The Sale Order provided, *inter alia*, that:

22 The sale shall be fully consummated and closed no later than September
23 23, 2013, at 11:59 p.m.;

24 Debtor shall pay the undisputed portion of the Bank's claim in full from
escrow upon closing; [and]

25 Debtor shall reserve, in a segregated trust account, all amounts necessary
26 to pay in full the disputed portion of the Bank's claim, if any, including
27 default interest, until such time as the dispute is resolved and upon further
order of the Court[.]

28

1 The deadline to close was set by the Court at the Bank's request. Furthermore,
2 Debtor's initial draft of the Sale Order read, with respect to the second and third provisions
3 above, "Debtor is authorized to..." The language was changed to "Debtor shall..." at the Bank's
4 request.

5 Debtor and the Bank agreed that the funds should be held by escrow rather than in
6 this firm's client trust account. Prior to the closing, the Bank demanded that, in addition to
7 default interest, an additional \$100,000 be held back in escrow to ensure payment of further-
8 accruing interest to which the Bank alleged it would be entitled. Debtor does not believe that the
9 Bank would be entitled to any further accrual of interest. Nevertheless, to ensure a smooth
10 closing Debtor agreed to the hold-back, and reviewed and approved the Bank's payoff demand.

11 On September 3, 2013, the Bank filed as Dk. No. 201 its Objection to the
12 Disclosure Statement.

13 On September 10, 2013, the sale of the Property closed.

14 Pursuant to the Plan, the Sale Motion, and the Sale Order, the sale closed timely,
15 and Debtor paid from escrow the full amount of the undisputed portion of the Bank's claim,
16 comprising principal balance, prepayment premium, late charges, note rate interest, costs, and
17 fees, in the total amount of \$7,667,145.09.

18 Debtor caused to be reserved in escrow a total reserve of \$632,860.31 (the
19 "Disputed Funds"), comprising "the amounts necessary to pay in full the disputed portion of the
20 Bank's claim"—*i.e.* default interest in the amount of \$532,860.31 as calculated by the Bank—
21 and, at the Bank's demand, an additional \$100,000 of amounts otherwise payable to Debtor.

22 The additional \$100,000 was required by the Bank allegedly to cover any further
23 default interest which may accrue in the future, ***in spite of the payment in full of all undisputed***
24 ***portions of the Bank's claim, including all principal, the prepayment premium, late charges,***
25 ***note rate interest, and costs and fees.***

26 Debtor disputes that the Bank is entitled to continue to accrue default interest on a
27 loan which has been paid in full.

28 ///

1 Debtor has requested that the Bank provide a copy of its counsel's detailed billing
2 records in order that Debtor may review the Bank's attorneys' fees for reasonableness pursuant
3 to 11 U.S.C. §506(b).

4 Although the records have not been produced as of the filing of this Reply, the
5 Bank has agreed to produce those records and counsel for Debtor has no doubt that they will be
6 produced.

7 On October 2, 2013, this Court held a hearing on the adequacy of the Disclosure
8 Statement. In light of the fact that the sale of the Property had now closed, the Court noted that
9 the Plan and Disclosure Statement proposed and explained an alternative option for Plan
10 consummation which no longer applied: *i.e.*, what Debtor would do if the sale failed to close on
11 or before the Effective Date. The Court therefore directed that Debtor file a modified Plan and
12 Disclosure Statement which would eliminate the superfluous language and explanations of a
13 non-sale scenario.

14 Debtor was to file the Modified First Amended Plan and Disclosure Statement on
15 or before October 18, 2013.

16 Debtor filed the Modified First Amended Plan and Disclosure Statement on
17 October 18, 2013.

18 Pursuant to the Court's instruction, the Modified Plan clarifies that the sale has
19 closed and sets forth only the Plan option Debtor intends to pursue, namely cure of all defaults
20 through sale and satisfaction of undisputed elements of the claim, and elimination of the Bank's
21 default interest.

22 On November 7, 2013, the Bank filed its objection to the Disclosure Statement.

23 3. ARGUMENT

24 A. The Disclosure Statement Is Adequate

25 Section 1125(b) of Title 11 provides that prior to plan confirmation proceedings
26 (with specific reference to vote solicitation), there must be transmitted to claim holders "the plan
27 or a summary of the plan, and a written disclosure statement approved, after notice and a
28

1 hearing, by the court as containing adequate information.” 11 U.S.C. §1125(b). “Adequate
2 information” is defined as:

3 information of a kind, and in sufficient detail, as far as is reasonably
4 practicable in light of the nature and history of the debtor and the
5 condition of the debtor’s books and records, including a discussion of the
6 potential material Federal tax consequences of the plan to the debtor, any
7 successor to the debtor, and a hypothetical investor typical of the holders
8 of claims or interests in the case, that would enable such a hypothetical
9 investor of the relevant class to make an informed judgment about the plan
... and in determining whether a disclosure statement provides adequate
information, the court shall consider the complexity of the case, the
benefit of additional information to creditors and other parties in interest,
and the cost of providing additional information.

10 11 U.S.C. §1125(a)(1).

11 Lack of “adequate information” is the primary basis for objection to a disclosure
12 statement. Plan objections, on the other hand, are usually considered at the confirmation hearing.
13 Thus, parties generally limit their objections at this stage to the *adequacy* of the disclosure
14 statement rather than attack the plan of reorganization. *In re Dakota Rail, Inc.*, 104 BR 138, 143
15 (Bankr. D. Minn., 1989). As noted by the Bank in its Objection to the Modified Disclosure
16 Statement, where a plan is fundamentally flawed, such issues may be addressed at the Disclosure
17 Statement phase of proceedings. *See, e.g., In re Arnold*, 471 B.R. 578, 586 (Bankr. C.D. Cal.
18 2012) (“[W]here a plan is on its face nonconfirmable, as a matter of law, it is appropriate for the
19 court to deny approval of the disclosure statement describing the nonconfirmable plan.”), *quoting*
20 *In re Silberkraus*, 253 B.R. 890, 899 (Bankr. C.D. Cal. 2000). Only where the plan is “so fatally
21 flawed that confirmation is impossible” are plan issues relevant at the disclosure statement stage
22 of proceedings. *In re Cardinal Congregate I*, 121 BR 760, 764 (Bankr. S.D. Ohio, 1990).

23 The Modified Disclosure Statement identifies the Plan proponent, the Plan type,
24 and the sources of information for the Plan, and it contains an appropriate disclaimer. It sets
25 forth the case background, Debtor’s affiliate relationships, Debtor’s financial condition,
26 anticipated future events, provisions for future management, and a summary of the Plan. It flags
27 tax issues and advises creditors to seek advice of counsel on those matters, it sets forth estimated
28 administrative expenses, it discusses legal claims held by Debtor, it explains that because no

1 class of creditors is impaired by the Plan the Best Interests Test and standard liquidation analysis
2 do not apply, and it candidly lays out the risks attendant upon the case and an analysis of Plan
3 feasibility. All of the information in the Disclosure Statement is accurate, and it is expressed in
4 plain language comprehensible even to unsophisticated creditors. Furthermore, the Modified
5 Disclosure Statement, in reflection of the Modified First Amended Plan of Reorganization,
6 eliminates all superfluous discussion of Plan alternatives which are no longer contemplated by
7 Debtor or necessary to its reorganization. The Modified Disclosure Statement is patently
8 adequate, and should be approved for transmittal to creditors and parties in interest.

9 The Bank's only objection to the Disclosure Statement is that the Plan it describes
10 is allegedly unconfirmable because it proposes to cure default interest by means of a sale which
11 the Bank characterizes as "outside the context of a Chapter 11 plan." Neither a review of the
12 facts in this case, nor logic, nor existing caselaw support the Bank's position. Debtor proposed
13 from the beginning of this case to cure all defaults and eliminate the Bank's default interest if
14 possible. Debtor proposed a Plan which set forth a clear path to accomplish those aims through
15 sale of the Property on or before the Effective Date pursuant to *Entz-White* and *Sylmar Plaza*.
16 Debtor *thereafter* sought approval of the sale of the Property, and in its Sale Motion explicitly
17 referenced the Plan and indicated that the sale of the Property was pursuant to and in order to
18 effectuate the provisions of the Plan. Debtor closed the sale of the Property pursuant to Court
19 order, segregated the Disputed Funds, and paid the Bank *every other penny* of its claim.

20 Debtor has met every requirement for cure and elimination of default interest by
21 means of a Chapter 11 Plan of Reorganization. Debtor therefore requests that the Disclosure
22 Statement be approved, and Plan confirmation proceedings scheduled.

23 B. Under binding Ninth Circuit law, the Default Interest Can Be Eliminated Because the
24 Property Was Sold Pursuant to and in the Context of a Chapter 11 Plan

25 i. Applicable Law

26 A Chapter 11 plan of reorganization must provide adequate means for the plan's
27 implementation, such as curing or waiving of any default. 11 U.S.C. §1123(a)(5)(G). In 1988,
28 the Ninth Circuit issued its opinion in *Great Western Bank & Trust v Entz-White Lumber and*

1 *Supply, Inc. (In re Entz-White Lumber and Supply)*, 850 F.2d 1338 (9th Cir. 1988) (“*Entz-*
2 *White*”), holding that §1123(a)(5)(G) of Title 11 allows a Chapter 11 debtor to cure monetary
3 defaults by paying the arrearages on a secured debt, thus entitling debtor to avoid all
4 consequences of the default, including a higher post-default interest rate. Section 1123(d), added
5 to Title 11 in the 1994 amendments, provides that “if it is proposed in a plan to cure a default the
6 amount necessary to cure the default shall be determined in accordance with the underlying
7 agreement and applicable nonbankruptcy law.” 11 U.S.C. §1123(d). Although several courts
8 have interpreted this to over-rule *Entz-White* and require payment of default interest to effect
9 “cure,” the Ninth Circuit has rejected this reasoning.

10 A debtor in the Ninth Circuit may still cure defaults through a confirmed Chapter
11 11 Plan, and thereby eliminate default interest. *See, e.g., In re Sylmar Plaza, L.P.*, 314 F.3d
12 1070, 1075–76 (9th Cir. 2002) (“*Sylmar Plaza*”) (applying *Entz-White*); *In re Zamani*, 390 B.R.
13 680 (N.D. Cal. 2008) (“*Zamani*”) (“the 1994 amendments to the Bankruptcy Code do not
14 overrule the binding precedent set forth in *Entz-White*”); *In re Udhus*, 218 B.R. 513 (9th Cir.
15 B.A.P. 1998) (“*Udhus*”) (applying *Entz-White*, and noting that a bankruptcy court **has no**
16 **discretion** to award default interest when cure is effected “under [debtor’s] chapter 11 plan and
17 §1123”) (emphasis added). Although “cure” is not defined in Title 11, the Ninth Circuit has
18 interpreted it to mean a complete healing of the injury, *nunc pro tunc*, such that the default **is**
19 **deemed never to have occurred**. *Entz-White*, 850 F.2d at 1340. Therefore, the language of
20 §1123(d) regarding amounts necessary to cure simply means that the terms of the underlying
21 agreement and applicable non-bankruptcy law shall be applied to determine the amount of the
22 past-due principal, note rate interest, and any prepayment penalty which are required to effect
23 cure: not that a debtor must also pay default interest.

24 There appear to be several requirements for “cure.” Among others:

- 25 • All arrearages must be paid (*Entz-White*, 850 F.2d at 1340);
- 26 • Cure must be effected “at confirmation;” (*see In re Quail Lake Estates Associates*,
27 2008 WL 4532182, *5 (Bankr. N.D.Cal., October 6, 2008));

28 ///

- 1 • The maturity date must be reinstated (*In re Lighthouse Lodge, LLC*, 2010 WL
2 4053984 (Bankr. N.D. Cal., 2010));
- 3 • Creditor must be compensated for damages incurred in reliance on a note's
4 acceleration clause and for its efforts to enforce its rights as a result of such
5 acceleration (although such fees and costs do not have to be paid as part of the
6 cure on the effective date) (*In re Phoenix Business Park Ltd. Partnership*, 257
7 B.R. 517 (Bankr. D. Ariz. 2001)); and
- 8 • The cure must be effected "under" (*Udhus*), "pursuant to" (*General Electric
9 Capital Corporation v. Future Media Productions, Inc.*, (9th Cir. 2008) ("*Future
10 Media*"), or in "the context of" (*Future Media*, p. 960) a Chapter 11 Plan.

11 The Bank contends that Debtor has not met the requirement that the cure be
12 effected in the "context" of a Chapter 11 Plan, with specific reference to *Future Media*. The
13 Bank argues that the course of this case is resembles *Future Media*, because it alleges that
14 Debtor sold its assets through a §363 motion, as opposed to through a chapter 11 plan.¹ *Future
15 Media* does stand for the proposition that a debtor cannot cure default interest through a sale
16 motion unrelated to any plan: it must be done "pursuant to" (*Entz-White*, 536 F.3d at 973) or "in
17 the context of" (*Future Media*, 547 F.3d at 959) a Chapter 11 Plan. And that is precisely what
18 Debtor has done: the facts in this case clearly establish that Debtor's sale of the Property was
19 done "pursuant to" and in "the context of" a Chapter 11 Plan and met all of the requirements for
20 cure. Therefore, upon confirmation of Debtor's Plan, any default will be deemed cured and the
21 Bank will not be entitled to recover default interest.

21 ¹ The Bank also cites to *In Florida Dept. of Revenue v. Piccadilly Cafeterias, Inc.*, 554 U.S. 33
22 (2008), in which the Supreme Court articulated the rule that Title 11 affords a stamp-tax
23 exemption only to transfers made pursuant to a Chapter 11 plan that has been confirmed: thus, a
24 debtor cannot claim that status for pre-confirmation transfers. That case is entirely
25 distinguishable. Title 11 expressly provides that "The issuance, transfer, or exchange of a
26 security, or the making or delivery of an instrument of transfer under a plan **confirmed** under
27 section 1129 of this title, may not be taxed under any law imposing a stamp tax or similar tax."
28 11 U.S.C. §1146(a). The requirement that plan confirmation precede the transaction is on the
face of the code in the use of the past tense "confirmed." By contrast, 11 U.S.C. §1123(a)(5)(G)
merely provides that a plan must provide for adequate means of its implementation, such as
"curing or waiving any default" without reference to whether such cure must be effected **after** a
plan is confirmed. As recent Ninth Circuit cases have clearly articulated the standard for cure
("in the context of" rather than "after confirmation of"), the Bank's citation to *Piccadilly
Cafeterias* is entirely inapposite.

1 ii. Analysis of the Plan and the Sale of the Property

2 The Bank maintains that Debtor conducted a *Future Media* sale outside the
3 context of a Chapter 11 Plan: Debtor maintains that it conducted a *Sylmar Plaza* sale pursuant to
4 the provisions of a filed but not yet confirmed Chapter 11 Plan.

5 In *Future Media*, the debtor filed its motion for approval of sale of assets on
6 February 16, 2006, a mere two days after the petition date. *See*, Boone Decl. Exhibit “1,” *Future*
7 *Media* docket. The sale motion made no reference to a plan or any intention of the debtor to cure
8 defaults and eliminate default interest: indeed, the sale motion explicitly proposed to pay the
9 secured creditor’s claim *in full*. *See*, Boone Decl. Exhibit “2,” *Future Media* Sale Motion, at
10 page 11, line 5. The sale transaction date, for all practical purposes, was April 15, 2006, the date
11 by which the auctioneer was required to deliver the debtor’s “Guaranteed Amount” from the
12 transaction. The Plan was filed *two months later* on June 15, 2006, and amended on August 7,
13 2006. *See*, Boone Decl. Exhibit “1,” *Future Media* docket. There is no indication whatsoever in
14 the *Future Media* record to indicate that at the time of the sale the debtor had any intention of
15 filing a plan or curing defaults. That came later. Indeed, there is some indication in the text of
16 the *Future Media* sale motion that the case was filed as a stalling action to allow the sale to close
17 for orderly liquidation, and nothing else would be accomplished in the case. *See generally*,
18 Boone Decl. Exhibit “2,” *Future Media* Sale Motion. The Ninth Circuit in *Future Media*
19 accordingly noted that the sale was outside the context of a Chapter 11 Plan and there was “never
20 any question of whether the debtor needed to cure a default to render [the secured creditor’s
21 claim] unimpaired for voting on a Chapter 11 Plan.” *Future Media*, 547 F3d at 960.

22 The case at bar is markedly different. Debtor filed a Plan of Reorganization
23 which proposed to cure default interest by sale of assets of the Estate on or before the Effective
24 Date and thereby unimpaired the Bank’s claim for voting purposes and allowing Debtor to
25 eliminate the default interest on the Bank’s claim. *See*, Boone Decl. ¶19. Debtor then marketed
26 the Property for a cash sale and entered into a contract with a cash buyer. *See*, Boone Decl. ¶20.
27 Debtor *then* filed a sale motion which made specific reference to the Chapter 11 Plan and
28 Debtor’s intention to cure all defaults and eliminate default interest. *See*, Boone Decl. ¶21.

1 Debtor paid the undisputed portion of the Bank's claim in full out of escrow. *See*, Boone Decl.
2 ¶31. The undisputed portion of the Bank's claim comprised: all *arrearages* including principal
3 balance and note rate interest, a prepayment amount calculated based on the *reinstated maturity*
4 *date* of the loan, and the Bank's *damages* in the form of late charges, fees, and costs. *See*, Boone
5 Decl. ¶31.

6 Sale of property of a Chapter 11 debtor during the pendency of the case but prior
7 to plan confirmation does not, as the Bank argues, prevent the debtor from curing defaults and
8 eliminating default interest if the sale is done *in order to effect the debtor's plan of*
9 *reorganization*. Indeed, given that cure must be effected "at confirmation" (*In re Quail*, 2008
10 WL 4532182, *5), it would be almost impossible for an insolvent debtor to cure defaults with
11 respect to loans which had naturally matured, as in *Entz-White*, if the Bank's position were the
12 rule. A debtor would have to line up a buyer for the property, keep that buyer on hold *without*
13 *requesting court approval of the sale* throughout the plan confirmation process, and ensure that
14 the close of the sale would take place on the same date the court entered an order confirming a
15 plan. Escher would weep.

16 And indeed, it is not the rule. In *Sylmar Plaza*, the case most often cited as
17 establishing *Entz-White's* survival of §1123(d), the debtors did precisely what Debtor has done in
18 the case at bar. *See generally*, Boone Decl. Exhibit "3," *Sylmar Plaza* Docket. *Sylmar Plaza LP*
19 filed a voluntary petition under Chapter 11 on June 18, 1999, and an initial plan of reorganization
20 on June 29, 1999 (Dk. No. 37; *See*, Boone Decl. Exhibit "4," *Sylmar Plaza* Initial Plan of
21 Reorganization. On July 2, 1999, the secured creditor in the case, Platinum Capitol, Inc., filed a
22 motion for relief from stay (Dk. No. 45, *Sylmar Plaza* Docket), and in response the principals of
23 *Sylmar Plaza LP* also filed Chapter 11 bankruptcy petitions and a motion for joint
24 administration. *See*, Boone Decl. Exhibit "5," *Sylmar Plaza* Motion for Joint Administration.
25 On September 29, 1999, an order was entered for joint administration of the cases (Dk. No. 87,
26 *Sylmar Plaza* Docket), and on October 13, 1999, the debtors filed their joint plan of
27 reorganization (Dk. No. 97; *See*, Boone Decl. Exhibit "6," *Sylmar Plaza* Joint Plan and
28 Disclosure Statement). The plan provided for cure of defaults and elimination of default interest

1 *á la Entz-White*. See, Boone Decl. Exhibit “6,” *Sylmar Plaza* Joint Plan and Disclosure
2 Statement. On November 1, 1999, the debtors filed a motion for approval of sale of the Sylmar
3 Plaza shopping center pursuant to §363 (Dk. No. 121; See, Boone Decl. Exhibit “7,” *Sylmar*
4 *Plaza* Sale Motion). On December 1, 1999, the court entered an Order approving the Sale
5 Motion (Dk. No. 165-1; See, Boone Decl. Exhibit “8,” *Sylmar Plaza* Sale Order). On December
6 8, 1999, the sale of the Sylmar Plaza shopping center closed. See, Boone Decl. Exhibit “9,”
7 *Sylmar Plaza* transaction record. Four months and four plan amendments later, the debtors’ joint
8 plan of reorganization was confirmed on April 20, 2000 (Dk. No. 298; See, Boone Decl. Exhibit
9 “10,” *Sylmar Plaza* Plan Confirmation Order).² The appeal of the confirmation order resulted in
10 the published Ninth Circuit *Sylmar Plaza* decision.

11 The case at bar is closely analogous to the circumstances in *Sylmar Plaza*: cure
12 and elimination of default interest were contemplated from the outset, a Plan was submitted
13 which proposed to cure defaults through sale of Property and payment of undisputed portions of
14 the secured claim, the Property was accordingly sold with the Court’s approval pursuant to §363
15 and with explicit reference to the Plan, and confirmation of the Plan will effect “cure” such that
16 the Bank will not be entitled to its default interest. The *only material change* between the First
17 Amended Plan as filed in July 2013, before the sale, and the Modified First Amended Plan as
18 filed in October 2013, after the sale, is the excision of the alternative option for reorganization
19 which would have been triggered had Debtor been unable to sell the Property on or before the
20 Effective Date. Pursuant to §1123(a)(5)(G), *Entz-White*, and *Sylmar Plaza*, Debtor has
21 successfully cured is able to eliminate the Bank’s default interest and recover all of the Disputed
22 Funds. Indeed, as all conditions of cure through a Chapter 11 plan have been met, *the Court has*
23 *no discretion to do otherwise* than allow elimination of default interest. *In re Udhus*, 218 B.R. at
24 517.

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28 ² To the extent it is of use to the Court, the *Sylmar Plaza* Motion for Confirmation of Plan is also
attached to Ms. Boone’s Declaration, at Exhibit 11.

1 4. CONCLUSION

2 The sale of the Property was conducted *pursuant to* and *in the context of* a Chapter 11
3 Plan, and Debtor has acted in good faith to ensure prompt payment of all undisputed portions of the
4 Bank's claim, which undisputed portions were calculated pursuant to the Bank's Note and based on
5 the original maturity date of the loan. Upon confirmation, Debtor's defaults will be cured by
6 operation of the confirmed Plan and the Bank will not be entitled to default interest pursuant to *Entz-*
7 *White* and *Sylmar Plaza*. Based on the foregoing, Debtor respectfully requests that the Court
8 overrule the Bank's objections, enter an order approving the Disclosure Statement and setting Plan
9 confirmation procedures, and grant such other and further relief as the Court may deem just and
10 proper.

11
12 DATED: November 13, 2013

Respectfully submitted,

MARSHACK HAYS LLP

By: /s/ Sarah C. Boone
D. EDWARD HAYS
SARAH C. BOONE
Attorneys for Debtor and Debtor-in-
Possession, 1617 WESTCLIFF, LLC

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DECLARATION OF SARAH C. BOONE

I, SARAH C. BOONE, declare:

1. I am an individual above the age of eighteen years and am competent to make this Declaration.
2. The facts set forth in this Declaration are true of my personal knowledge or on information and belief, and if called upon to do so I could and would competently testify to these facts.
3. I am an attorney licensed to practice in the State of California and have been admitted to practice before this Court.
4. I am an associate in the law firm of Marshack Hays LLP (the "Firm").
5. The Firm represents Debtor and Debtor-in-Possession 1617 Westcliff, LLC ("Debtor"), as its Chapter 11 bankruptcy counsel.
6. I make this declaration in support of Debtor's Reply in support of its Proposed Disclosure Statement Describing Modified Chapter 11 Plan of Reorganization.
7. Debtor formerly owned commercial real property commonly known as 1617 Westcliff Drive, Newport Beach, CA 92660 (the "Property").
8. Wells Fargo Bank, N.A., as Trustee for the Registered Holders of Credit Suisse First Boston Mortgage Securities Corp., Commercial Mortgage Pass-Through Certificates, Series 2004-C3 (the "Bank") held a note (the "Loan") secured by a first-in-priority deed of trust (the "Truste Deed") against the Property.
9. Prior to the commencement of Debtor's bankruptcy, the Bank initiated litigation against Debtor in the Superior Court of the State of California, County of Orange, in Case No. 30-2011-00520252-CU-OR-CJC ("Pre-Petition Litigation"). In the Pre-Petition Litigation, the Bank alleged monetary defaults by Debtor, and sought and was granted the appointment of a receiver.

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1 10. Prior to the non-judicial foreclosure which the Bank was concurrently
2 pursuing, on August 2, 2012, Debtor filed a voluntary petition under Chapter 11 of Title 11 of the
3 United States Code.

4 11. On October 15, 2012, Debtor filed a Chapter 11 Plan (the “Initial Plan”)
5 which proposed to cure all defaults with respect to the Note, allowing Debtor to eliminate default
6 interest.

7 12. Also on October 15, 2012, Debtor filed a motion for approval of a sale of the
8 Property to ACS Development Group, Inc. (“ACS”), which sale would effect the proposed cure (the
9 “First Sale Motion”). The First Sale Motion made specific reference to the provisions of the Initial
10 Plan. The proposed sale involved assumption of the underlying note.

11 13. The Bank objected to the First Sale Motion, arguing in short that its consent
12 was a prerequisite of any assumption, and that if Debtor intended to dispute a portion of the Bank’s
13 claim and effect a cure, the Bank would not consent to the assumption. Debtor withdrew its Initial
14 Plan and voluntarily dismissed the First Sale Motion following negotiations with the Bank.

15 14. On July 1, 2013, Debtor proposed and filed as Dk. No. 163 a First Amended
16 Chapter 11 Plan of Reorganization (the “Plan”).

17 15. The Disclosure Statement, filed the same day as Dk. No. 162, described the
18 Plan.

19 16. On July 1, 2013, Debtor filed a First Amended Chapter 11 Plan of
20 Reorganization (the “Plan”).

21 17. The Plan set forth two options which Debtor might pursue to effect
22 reorganization in this case: Option 1 was sale of the Property on or before the Effective Date, and
23 provided that if the sale was completed by means of new buyer financings, all defaults with respect
24 to the Loan would “be cured by payment in full on the Effective Date, thereby eliminating default
25 interest on the Bank’s Claim.” *See*, Plan p. 7.

26 18. Option 1 also provided that “Debtor will pay any pre-payment fee on the
27 Bank’s claim which is triggered by this sale” and that “Under this Plan scenario, the Bank’s Claim is
28 not impaired.” *Id.*

1 19. As evidenced by the Plan, Debtor intended if possible to sell the Property on a
2 cash basis, cure all defaults with respect to the Note, unimpair the Bank's claim for voting purposes,
3 and eliminate the default interest claimed by the Bank. Debtor would pay any pre-payment triggered
4 by the sale, the reasonable and allowed attorneys' fees of the Bank, late fees, and all other
5 components of the Bank's claim, excepting only default interest and not otherwise altering the legal,
6 equitable, or contractual rights to which the Bank is entitled, in order to treat the Bank's claim as
7 unimpaired pursuant to 11 U.S.C. §1124(2).

8 20. After further marketing and protracted negotiations, on July 20, 2013, Debtor
9 entered into an agreement with Burnham-Ward Properties LLC for sale of the Property on a cash
10 basis, with no contingencies to closing.

11 21. On July 22, 2013, Debtor filed a Motion for Order: (1) Approving the
12 Reinstatement of and Second Amendment to Standard Offer Authorizing the Sale of Real Property
13 Located at 1617 Westcliff Drive, Newport Beach, California 92660, Outside the Ordinary Course of
14 Business, Free and Clear of All Liens, Claims, and Interests, and Subject to Overbid; (2)
15 Determining Good Faith of Purchaser under § 363(m); (3) Approval of Proposed Treatment of Sales
16 Proceeds; and (4) for Assumption and Assignment or Rejection of leases (the "Sale Motion").

17 22. The Sale Motion, made in contemplation of the Plan, referenced the
18 provisions of the Plan, including that all defaults would be cured "by payment in full on the
19 Effective Date, thereby eliminating default interest on the Bank's Claim." *See*, Sale Motion, p. 14.

20 23. On August 20, 2013, the Court entered as Dk. No. 188 an Order granting the
21 Sale Motion (the "Sale Order"). The September 23, 2013, deadline to close was set by the Court at
22 the Bank's request.

23 24. Furthermore, Debtor's initial draft of the Sale Order read, with respect to
24 payment of the undisputed portion of the Bank's claim and segregation of disputed funds, "Debtor is
25 authorized to..." I negotiated the language of the Sale Order with Mr. Oliner, counsel for the Bank,
26 and the language of those provisions was changed to "Debtor shall..." at the Bank's request.

27 25. Debtor and the Bank agreed that the funds should be held by escrow rather
28 than in my firm's client trust account.

1 26. Prior to the closing, the Bank demanded that, in addition to default interest, an
2 additional \$100,000 be held back in escrow to ensure payment of further-accruing interest to which
3 the Bank alleged it would be entitled.

4 27. Debtor does not believe that the Bank would be entitled to any further accrual
5 of interest.

6 28. Nevertheless, to ensure a smooth closing Debtor agreed to the hold-back, and
7 reviewed and approved the Bank's payoff demand.

8 29. On September 3, 2013, the Bank filed as Dk. No. 201 its Objection to the
9 Disclosure Statement.

10 30. On September 10, 2013, the sale of the Property closed.

11 31. Pursuant to the Plan, the Sale Motion, and the Sale Order, the sale closed
12 timely, and Debtor paid from escrow the full amount of the undisputed portion of the Bank's claim,
13 comprising principal balance, prepayment premium, late charges, note rate interest, costs, and fees,
14 in the total amount of \$7,667,145.09.

15 32. Debtor caused to be reserved in escrow a total reserve of \$632,860.31 (the
16 "Disputed Funds"), comprising "the amounts necessary to pay in full the disputed portion of the
17 Bank's claim"—i.e. default interest in the amount of \$532,860.31 as calculated by the Bank—and, at
18 the Bank's demand, an additional \$100,000 of amounts otherwise payable to Debtor.

19 33. The additional \$100,000 was to cover any further default interest which may
20 accrue in the future, in spite of the payment in full of all undisputed portions of the Bank's claim,
21 including all principal, the prepayment premium, late charges, note rate interest, and costs and fees.

22 34. Debtor disputes that the Bank is entitled to continue to accrue default interest
23 on a loan which has been paid in full.

24 35. Debtor has requested that the Bank provide a copy of its counsel's detailed
25 billing records in order that Debtor may review the Bank's attorneys' fees for reasonableness
26 pursuant to 11 U.S.C. §506(b).

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1 36. Although the records have not been produced as of the filing of this Reply,
2 Mr. Oliner has stated that the Bank has agreed to produce those records, and I have no doubt that
3 they will be produced.

4 37. On October 2, 2013, this Court held a hearing on the adequacy of the
5 Disclosure Statement. I attended the hearing.

6 38. In light of the fact that the sale of the Property had now closed, the Court
7 noted that the Plan and Disclosure Statement proposed and explained an alternative option for Plan
8 consummation which no longer applied: *i.e.*, what Debtor would do if the sale failed to close on or
9 before the Effective Date.

10 39. I understood the Court to direct that Debtor file a modified Plan and
11 Disclosure Statement which would eliminate the superfluous language and explanations of a non-
12 sale scenario.

13 40. Debtor was to file the Modified First Amended Plan and Disclosure Statement
14 on or before October 18, 2013.

15 41. Debtor filed the Modified First Amended Plan and Disclosure Statement on
16 October 18, 2013.

17 42. Pursuant to my understanding of the Court's instruction, the Modified Plan
18 clarifies that the sale has closed and sets forth only the Plan option Debtor intends to pursue, namely
19 cure of all defaults through sale and satisfaction of undisputed elements of the claim, and elimination
20 of the Bank's default interest.

21 43. On November 7, 2013, the Bank filed its objection to the Disclosure
22 Statement.

23 44. Attached as Exhibit 1 to this Declaration is a true and correct copy of the
24 *Future Media* docket.

25 45. Attached as Exhibit 2 to this Declaration is a true and correct copy of the
26 *Future Media* sale motion.

27 46. Attached as Exhibit 3 to this Declaration is a true and correct copy of the
28 *Sylmar Plaza* Docket.

1 47. Attached as Exhibit 4 to this Declaration is a true and correct copy of the
2 *Sylmar Plaza* Initial Plan of Reorganization.

3 48. Attached as Exhibit 5 to this Declaration is a true and correct copy of the
4 *Sylmar Plaza* Motion for Joint Administration.

5 49. Attached as Exhibit 6 to this Declaration is a true and correct copy of the
6 *Sylmar Plaza* Joint Plan and Disclosure Statement.

7 50. Attached as Exhibit 7 to this Declaration is a true and correct copy of the
8 *Sylmar Plaza* Sale Motion.

9 51. Attached as Exhibit 8 to this Declaration is a true and correct copy of the
10 *Sylmar Plaza* Sale Order.

11 52. Attached as Exhibit 9 to this Declaration is a true and correct copy of the
12 *Sylmar Plaza* transaction record.

13 53. Attached as Exhibit 10 to this Declaration is a true and correct copy of the
14 *Sylmar Plaza* Plan Confirmation Order.

15 54. Attached as Exhibit 11 to this Declaration is a true and correct copy of the
16 *Sylmar Plaza* Motion for Confirmation of Plan.

17

18 I declare under penalty of perjury under the laws of the United States of
19 America that the foregoing is true and correct to the best of my knowledge. Executed November 13,
20 2013, at Irvine, California.

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22 /s/ Sarah C. Boone
SARAH C. BOONE

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Case 8:12-bk-19326-MW Doc 237 Filed 11/13/13 Entered 11/13/13 19:46:44 Desc
Main Document Page 27 of 192
U.S. Bankruptcy Court

Central District Of California (San Fernando Valley)
Bankruptcy Petition #: 1:06-bk-10170-GM

Assigned to: Geraldine Mund
Chapter 11
Voluntary
Asset

Date filed: 02/14/2006
Plan confirmed: 05/25/2007
341 meeting: 03/28/2006
Deadline for filing claims: 06/26/2006
Deadline for objecting to discharge: 05/30/2006

Debtor

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Tax ID / EIN: 95-4486758

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EXHIBIT 1, PAGE 23

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Woodland Hills, CA 91367represented by **S Margaux Ross**

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Woodland Hills, CA 91367

818-716-8800

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Filing Date	#	Docket Text
02/14/2006	<u>1</u>	Chapter 11 Voluntary Petition. Receipt Number O, Fee Amount \$1039 Filed by Future Media Productions Inc Disclosure Statement due by 6/14/2006. Schedule A due 3/1/2006. Schedule B due 3/1/2006. Schedule D due 3/1/2006. Schedule E due 3/1/2006. Schedule F due 3/1/2006. Schedule G due 3/1/2006. Schedule H due 3/1/2006. Statement of Financial Affairs due 3/1/2006. Employee Income Record due by 3/1/2006. Statement - Form 22B Due: 3/1/2006. Summary of schedules due 3/1/2006. Declaration concerning debtors schedules due 3/1/2006. Incomplete Filings due by 3/1/2006. (Magno, Veronica) (Entered: 02/14/2006)
02/14/2006		Receipt of Chapter 11 Filing Fee - \$1039.00 by 06. Receipt Number 10005615. (admin) (Entered: 02/15/2006)
02/15/2006	<u>2</u>	Submission of Amended Voluntary Petition (statistical/administrative information changed) Filed by attorney for Debtor Future Media Productions Inc with proof of service (RE: related document(s) <u>1</u> Voluntary Petition (Chapter 11), Voluntary Petition (Chapter 11), Voluntary Petition (Chapter 11) filed by Debtor Future Media Productions Inc) (Mckamie, Veronica) (Entered: 02/16/2006)
02/16/2006	<u>3</u>	Order to Appear at status conference. Hearing 4/4/06 at 10:00 a.m. Signed on 2/16/2006. (Marshall, Latanya) (Entered: 02/16/2006)
02/16/2006	<u>4</u>	Notice of order req. filing status report re: confd plan; appearance and OSC why case should not be disp or conv (BNC) (Marshall, Latanya) (Entered: 02/16/2006)
02/16/2006	<u>5</u>	Notice of Appearance and Request for Notice Filed by Creditor General Electric Capital Corp . (Toomer, Rosalyn) (Entered: 02/17/2006)
02/16/2006	<u>6</u>	Motion Filed by Debtor Future Media Productions Inc. for order: 1) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell assets free and clear of all liens, claims, security interests and encumbrances pursuant to 11 U.S.C. 363; 3) approving bidding and sale procedures and break-up fee; and ex parte motion for an order setting a hearing shortened time thereon; with proof of service (Ogier, Kathy) (Entered: 02/17/2006)

02/16/2006	7	Ex parte application Filed by Debtor Future Media Productions Inc. for an order setting hearings on shortened time on: debtor's motion for an order 1) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell liens, claims, security interests and encumbrances pursuant to 11 U.S. C. 363; 3) approving bidding and sale procedures and break-up fee; and debtor's application to employ Maynards Industries (1991), Inc. as agent and auctioneer pursuant to 11 U.S.C.; with proof of service (Ogier, Kathy) (Entered: 02/17/2006)
02/16/2006	8	Notice of sale of estate property filed by Debtor Future Media Productions Inc.; with proof of service (Ogier, Kathy) (Entered: 02/17/2006)
02/16/2006	9	Statement pursuant to local bankruptcy rule 4001-2(cash collateral stipulations) Filed by Debtor Future Media Productions Inc.; with proof of service (Ogier, Kathy) (Entered: 02/17/2006)
02/16/2006	11	Debtor's Application to Employ Maynard's Industries (1991) Inc. as Agent and Auctioneer pursuant to 11 U.S.C. sub. sec. 328; declaration of Larry Suzuki in support thereof. Filed by Debtor Future Media Productions Inc (Marshall, Latanya) (Entered: 02/21/2006)
02/16/2006	12	Notice of motion/application Filed by Debtor Future Media Productions Inc (RE: related document(s) 11 Debtor's Application to Employ Maynard's Industries (1991) Inc. as Agent and Auctioneer pursuant to 11 U.S.C. sub. sec. 328; (2) Ex parte motion for an order setting a hearing on shortened time thereon. declaration of Larry Suzuki in support thereof. Filed by Debtor Future Media Productions Inc (Marshall, Latanya)). (Marshall, Latanya) (Entered: 02/21/2006)
02/16/2006	13	Statement of disinterestedness for employment of professional person. Filed by Debtor Future Media Productions Inc . (Marshall, Latanya) (Entered: 02/21/2006)
02/16/2006	17	Debtor's Motion for an order: (1) Authorizing debtor to enter into agency agreement; (2) Authorizing debtor to Sell assets free and clear of all liens, claims, security interests and encumbrances pursuant to 11 U.S.C. sub. sec. 363; (3) Approving bidding and sale procedures and break-up fee; memorandum of points and authoriites and declaration of Richard G. Suhl in support thereof. Filed by Debtor Future Media Productions Inc (Attachments: 1 part 2 of 72 part 3 of 73 part 4 of 74 part 5 of 75 part 6 of 76 part 7 of 7) (Marshall, Latanya) (Entered: 02/23/2006)
02/16/2006	18	Debtor's Emergency motion to approve stipulation pursuant to sections 105, 361 and 363 of the Bankruptcy code authorizing debtor's use of cash collateral, granting adequate protection, modifying the automatic stay, and authorizing maintenance of cash management system; memorandum of points and authorities and declaration of Richard G.

		Suhl in support thereof. Filed by Debtor Future Media Productions Inc (Attachments: 1 part 2 of 72 part 3 of 73 part 4 of 74 part 5 of 75 part 6 of 76 part 7 of 7) (Marshall, Latanya) (Entered: 02/23/2006)
02/17/2006	19	Notice of Hearing on Filed by Debtor Future Media Productions Inc (RE: related document(s) 18 Debtor's Emergency motion to approve stipulation pursuant to sections 105, 361 and 363 of the Bankruptcy code authorizing debtor's use of cash collateral, granting adequate protection, modifying the automatic stay, and authorizing maintenance of cash management system; memorandum of points and authorities and declaration of Richard G. Suhl in support thereof. Filed by Debtor Future Media Productions Inc (Attachments: # 1 part 2 of 7# 2 part 3 of 7# 3 part 4 of 7# 4 part 5 of 7# 5 part 6 of 7# 6 part 7 of 7) (Marshall, Latanya)). Hearing to be held on 2/21/2006 at 11:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 18 , (Marshall, Latanya) (Entered: 02/23/2006)
02/18/2006	10	BNC Certificate of Mailing. (RE: related document(s) 4 Notice of order req. filing status report re: confd plan; appearance and OSC why case should not be dism or conv (BNC)) No. of Notices: 439. Service Date 02/18/2006. (Admin.) (Entered: 02/18/2006)
02/21/2006	20	Declaration re: supplemental proof of service Filed by Debtor Future Media Productions Inc . (Ogier, Kathy) (Entered: 02/24/2006)
02/21/2006	25	Supplemental Proof of service ; Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 02/27/2006)
02/22/2006		Hearing Set (RE: related document(s) 6 Generic Motion, filed by Debtor Future Media Productions Inc) Hearing to be held on 3/3/2006 at 10:30 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 6 , (Ogier, Kathy) (Entered: 02/22/2006)
02/22/2006	15	Amended Schedules. voluntary petition correcting Tax Id Number Receipt Number O, Fee Amount \$0.00 Filed by Debtor Future Media Productions Inc with proof of service . (Mckamie, Veronica) (Entered: 02/23/2006)
02/22/2006	26	Meeting of Creditors 341(a) meeting to be held on 3/28/2006 at 10:30 AM at RM 105, 21051 Warner Center Lane, Woodland Hills, CA 91367. Last day to oppose discharge or dischargeability is 5/30/2006. Proofs of Claims due by 6/26/2006. (Ogier, Kathy) (Entered: 02/28/2006)
02/22/2006	27	Notice of Hearing Filed by Debtor Future Media Productions Inc (RE: related document(s) 11 Debtor's Application to Employ Maynard's Industries (1991) Inc. as Agent and Auctioneer pursuant to 11 U.S.C. sub. sec. 328; declaration of Larry Suzuki in support thereof. Filed by Debtor Future Media Productions Inc (Marshall, Latanya)). Hearing to

		be held on 3/3/2006 at 10:30 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 11 , (Ogier, Kathy) (Entered: 02/28/2006)
02/22/2006	28	Notice of Hearing Filed by Debtor Future Media Productions Inc (RE: related document(s) 18 Debtor's Emergency motion to approve stipulation pursuant to sections 105, 361 and 363 of the Bankruptcy code authorizing debtor's use of cash collateral, granting adequate protection, modifying the automatic stay, and authorizing maintenance of cash management system; memorandum of points and authorities and declaration of Richard G. Suhl in support thereof. Filed by Debtor Future Media Productions Inc (Attachments: # 1 part 2 of 7# 2 part 3 of 7# 3 part 4 of 7# 4 part 5 of 7# 5 part 6 of 7# 6 part 7 of 7) (Marshall, Latanya)). Hearing to be held on 3/3/2006 at 10:30 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 18 , (Ogier, Kathy) (Entered: 02/28/2006)
02/22/2006	29	Notice of Hearing Filed by Debtor Future Media Productions Inc (RE: related document(s) 6 Motion Filed by Debtor Future Media Productions Inc. for order: 1) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell assets free and clear of all liens, claims, security interests and encumbrances pursuant to 11 U.S.C. 363; 3) approving bidding and sale procedures and break-up fee; and ex parte motion for an order setting a hearing shortened time thereon; with proof of service (Ogier, Kathy)). Hearing to be held on 3/3/2006 at 10:30 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 6 , (Ogier, Kathy) (Entered: 02/28/2006)
02/23/2006	14	Request for special notice with proof of service Filed by Landlord Creditor Krausz Valencia Two LLC . (Holbert, Ellen) (Entered: 02/23/2006)
02/23/2006	16	Order 1. Approving stipulation pursuant to sections 105, 361 and 363 of the bankruptcy code cash collateral, granting adequate protection, modifying the automatic stay and authorizing maintenance of cash management system; and 2. setting final hearing with respect thereto; with notice of entry of judgment or order and certificate of mailing; Signed on 2/23/2006. (Garcia, Patty) (Entered: 02/23/2006)
02/24/2006	21	Order Re: setting hearings on shortened time on 1) debtor's motion for an order: 1) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell assets free and clear of all liens, claims, security interests and encumbrances pursuant to 11 U.S.C. 363; 3) approving bidding and sale procedures and bread-up fee; and II) debtor's application to employ Maynards Industries (1991), Inc. as agent and auctioneer pursuant to 11 U.S. C. 328 Signed on 2/24/2006; with notice of entry. (Ogier, Kathy) (Entered: 02/24/2006)
02/24/2006	22	Submission of Amended Disclosure of Compensation of Attorney for Debtor Filed by David L Neale Esq, attorneys for debtor and debtor in

		Possession; with proof of service . (Thompson, Adriana) (Entered: 02/27/2006)
02/24/2006	34	Application to Employ Levene, Neale, Bender, Rankin & Brill LLP as Bankruptcy Counsel Filed by Debtor Future Media Productions Inc.; declaration of David L. Neale, Esq; with proof of service (Ogier, Kathy) (Entered: 03/03/2006)
02/24/2006	35	Notice of motion/application Filed by Debtor Future Media Productions Inc (RE: related document(s) 34 Application to Employ Levene, Neale, Bender, Rankin & Brill LLP as Bankruptcy Counsel Filed by Debtor Future Media Productions Inc.; declaration of David L. Neale, Esq; with proof of service (Ogier, Kathy)). (Ogier, Kathy) (Entered: 03/03/2006)
02/24/2006	36	Statement of disinterestedness Filed by Debtor Future Media Productions Inc.; with proof of service (Ogier, Kathy) (Entered: 03/03/2006)
02/24/2006	37	Application to Employ Susan H. Tregub, Esq as Special Corporate Counsel Filed by Debtor Future Media Productions Inc.; declaration of Susan H. Tregub, Esq.; with proof of service (Ogier, Kathy) (Entered: 03/03/2006)
02/24/2006	38	Notice of motion/application Filed by Debtor Future Media Productions Inc (RE: related document(s) 37 Application to Employ Susan H. Tregub, Esq as Special Corporate Counsel Filed by Debtor Future Media Productions Inc.; declaration of Susan H. Tregub, Esq.; with proof of service (Ogier, Kathy)). (Ogier, Kathy) (Entered: 03/03/2006)
02/24/2006	39	Statement of disinterestedness Filed by Debtor Future Media Productions Inc.; with proof of service (Ogier, Kathy) (Entered: 03/03/2006)
02/27/2006	23	Notice of order req. filing of stat report and appear at stat conf or case will be disp or conv for failure to comp (BNC) (Marshall, Latanya) (Entered: 02/27/2006)
02/27/2006	24	Request for special notice Filed by Bonita Sanchez for creditor LA County Treasurer and Tax Collector . (Thompson, Adriana) (Entered: 02/27/2006)
02/27/2006		Receipt of Certification Fee - \$9.00 by 04. Receipt Number 10005750. (admin) (Entered: 02/28/2006)
02/27/2006	30	Notice of Appearance and Request for Notice Filed by Michael Bennett, esq. for Tricom, Inc with proof of service. (Mendez, Raoul) (Entered: 02/28/2006)

02/28/2006		Receipt of Certification Fee - \$9.00 by 04. Receipt Number 10005770. (admin) (Entered: 03/01/2006)
02/28/2006	32	Ex parte motion/application for an order extending time for debtor to file schedules of assets and liabilities and statement of financial affairs; declaration of Richard G. Suhl in support thereof; with proof of service; Filed by Debtor Future Media Productions Inc (Garcia, Patty) (Entered: 03/02/2006)
02/28/2006	44	Debtor's Emergency motion for an order authorizing debtor to provide adequate assurance of future payment to utility companies pursuant to section 366(c) of the Bankruptcy Code; memorandum of points and authorities and declaration ofj Richard G. Suhl in support thereof; with proof of service; Filed by Debtor Future Media Productions Inc (Garcia, Patty) (Entered: 03/06/2006)
03/01/2006	31	BNC Certificate of Mailing. (RE: related document(s) 23 Notice of order req. filing of stat report and appear at stat conf or case will be disp or conv for failure to comp (BNC)) No. of Notices: 443. Service Date 03/01/2006. (Admin.) (Entered: 03/02/2006)
03/01/2006	42	ORDER Granting Motion for an Order Extending Time for Debtor to File Schedules of Assets and Liabilities and Statement of Financial Affairs; with notice of entry of judgment or order and certificate of mailing; Signed on 3/1/2006. (Garcia, Patty) (Entered: 03/03/2006)
03/01/2006	48	Supplemental Proof of service Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 03/08/2006)
03/01/2006	49	Supplemental Proof of service Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 03/08/2006)
03/01/2006	50	Notice of Hearing with proof of service Filed by Debtor Future Media Productions Inc (RE: related document(s) 44 Debtor's Emergency motion for an order authorizing debtor to provide adequate assurance of future payment to utility companies pursuant to section 366(c) of the Bankruptcy Code; memorandum of points and authorities and declaration ofj Richard G. Suhl in support thereof; with proof of service; Filed by Debtor Future Media Productions Inc (Garcia, Patty)). Hearing to be held on 3/3/2006 at 10:30 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 44 , (Garcia, Patty) (Entered: 03/08/2006)
03/02/2006	33	BNC Certificate of Mailing. (RE: related document(s) 26 Meeting of Creditors Chapter 11 & 12,) No. of Notices: 443. Service Date 03/02/2006. (Admin.) (Entered: 03/02/2006)
03/02/2006	40	Request for special notice with proof of service Filed by Creditor Inc

		Select Personnel Services . (Holbert, Ellen) (Entered: 03/03/2006)
03/02/2006	41	Request for special notice with proof of service Filed by Creditor Inc Select Personnel Services . (Holbert, Ellen) (Entered: 03/03/2006)
03/02/2006	47	Memorandum of points and authorities in opposition to debtor's motion for order authorizing debtor to sell assets pursuant to 11 U.S.C. 363 Filed by Creditor Rodax Distributors, a California corporation; declarations of Eileen Mamane, Jose Flores, Jose Gutierrez, Tim Littlefield, and Danny Mamane; with proof of service . (Ogier, Kathy) (Entered: 03/08/2006)
03/02/2006	57	Document re: request for judicial notice in connection with the opposition by Jason Barzilay Filed by Interested Party Jason Barzilay to debtor's motion for an order: A) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell free and clear of all liens, claims, security interests and encumbrances pursuant to 11 U.S.C. 363; 3) approving bidding and sale procedures and break-up fee; with proof of service (Ogier, Kathy) (Entered: 03/09/2006)
03/02/2006	59	Opposition by Jason Barzilay to debtor's motion for an order: (1) Authorizing debtor to enter into agency agreement; (2) Authorizing debtor to sell free and clear of all liens, claims, security interests adn encumbrances pursuant to 11 U.S.C. sub. sec. 363; (3) Approving bidding and sale procedures and break-up fee. Hrg. 3/3/06 at 10:30 a.m. (related document(s): 6 Motion filed by Debtor Future Media Productions Inc) Filed by Interested Party Jason Barzilay (Attachments: 1 part 2 of 2) (Marshall, Latanya) (Entered: 03/09/2006)
03/02/2006	60	Opposition of Official Unsecurd Creditors Committee to debtor's emergency motion to approve stipulation pursuant to sections 105, 361 and 363 of the bankruptcy code authorizing debtor's use of cash collateral, etc. Hrg. 3/3/06 at 10:30 a.m. (related document(s): 18 Emergency motion filed by Debtor Future Media Productions Inc) Filed by Creditor Official Unsecured Creditors Committee (Marshall, Latanya) (Entered: 03/09/2006)
03/02/2006	61	Request for continuance and Objection of Official Unsecured Creditors Committee to debtor's motion for an order: (A) Authorizing debtor to enter into agency agreement; (2) Authorizing debtor to sell assets free and clear of all liens, claims, security interests adn encumbrances pursuant to 11 U.S.C. sub. sec. 363; (C) Approving bidding and sale procedures and break-up fee. Hrg. 3/3/06 at 10:30 a.m. (related document(s): 6 Motion filed by Debtor Future Media Productions Inc) Filed by Creditor Official Unsecured Creditors Committee (Marshall, Latanya) (Entered: 03/09/2006)
03/03/2006	43	Request for special notice Filed by Creditor Official Unsecured Creditors Committee . (Toomer, Rosalyn) (Entered: 03/06/2006)

03/03/2006	51	Document re: request for judicial notice re: debtor's reply to opposition by Jason Barzilay to debtor's motion for an order: 1) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell assets free and clear of all liens, claims, security interests and encumbrances pursuant to 11 U.S.C. 363; 3) approving bidding and sale procedures and break-up fee Filed by Debtor Future Media Productions Inc; with proof of service (Ogier, Kathy) (Entered: 03/09/2006)
03/03/2006	52	Document re: reply Filed by Debtor Future Media Productions Inc. to Rodax Distributors' memorandum of points and authorities in opposition to debtor's motion for an order authorizing debtor to sell assets pursuant to 11 U.S.C. 363; memorandum of points and authorities; declaration of Richard G. Suhl; with proof of service (Ogier, Kathy) (Entered: 03/09/2006)
03/03/2006	53	Document re: reply Filed by Debtor Future Media Productions Inc. to request for continuance and objection of Official Unsecured Creditors Committee to debtor's motion for an order: 1) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell assets free and clear of all liens, claims, security interests and encumbrances pursuant to 11 U.S.C. 363; 3) approving bidding and sale procedures and break-up fee; with proof of service (Ogier, Kathy) (Entered: 03/09/2006)
03/03/2006	54	Submission of Declaration of Alexander Sandel Filed by Debtor Future Media Productions Inc. in support of motion for an order: 1) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell free and clear of liens, claims, security interests and encumbrances pursuant to 11 U.S.C. 363; 3) approving bidding and sale procedures and break-up; with proof of service (Ogier, Kathy) (Entered: 03/09/2006)
03/03/2006	56	Document re: reply Filed by Debtor Future Media Productions Inc (Attachments: 1 part 2 of debtor's reply to opposition 2 part 3 of debtor's reply to opposition 3 part 4 of debtor's reply to opposition 4 part 5 of debtor's reply to opposition) to opposition by Jason Barzilay to debtor's motion for an order 1) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell assets free and clear of all liens, claims, security interests and encumbrances pursuant to 11 U.S. C. 363; 3) approving bidding and sale procedures and break-up fee; memorandum of points and authorities; declaration of Richard G. Suhl; with proof of service (Ogier, Kathy) (Entered: 03/09/2006)
03/06/2006	65	Notice of Withdrawal of motion/ application of debtor and debtor in possession to employ Susan H. Tregub, Esq. a professional corporation, as special corporate counsel pursuant to 11 U.S.C. sub. sec. 327(e) Filed by Debtor Future Media Productions Inc . (Marshall, Latanya) (Entered: 03/10/2006)

03/07/2006	45	Order Granting A) Debtor's Motion for an order : 1) authorizing debtor to enter in agency agreement; 2) authorizing debtor to sell assets free and clear of all liens, claims, security interests and encumbrances pursuant to 11 U.S.C. 363; 3) approving bidding and sale procedures and break-up fee; and B) debtor's application to employ Maynards Industries (1991), Inc. as agent and auctioneer pursuant to 11 U.S.C. 328 (Related Doc # 17) Signed on 3/7/2006; with notice of entry. (Ogier, Kathy) Additional attachment(s) added on 3/7/2006 (Saunders, Marissa). (Entered: 03/07/2006)
03/07/2006	46	Notice of Appearance and Request for Notice Filed by Susan de la Cruz for Con-Way Transportantion Services Inc. (Thompson, Adriana) (Entered: 03/07/2006)
03/08/2006	58	Notice of Appearance and Request for Notice Filed by Samuel A Newman Esq, attorneys for creditor Technicolor . (Thompson, Adriana) (Entered: 03/09/2006)
03/08/2006	62	Certificate of Service Filed by Interested Party Technicolor (RE: related document(s) 58 Notice of Appearance). (Holbert, Ellen) (Entered: 03/09/2006)
03/08/2006	68	Motion Filed with notice by Debtor Future Media Productions Inc. to establish a bar date for filing proofs of claim or interests; memorandum of points and authorities; declaration of Richard G. Suhl; with proof of service (Ogier, Kathy) (Entered: 03/14/2006)
03/09/2006	55	Objection Filed by Debtor Future Media Productions Inc. to request for judicial notice in connection with the opposition by Jason Barzilay to debtor's motion for an order: 1) authorizing debtor to enter into agency agreement; 2) authorizing debtor to sell free and clear of liens, claims, security interests and encumbrances pursuant to 11 U.S.C. 363; 3) approving bidding and sale procedures and break-up fee; with proof of service (Ogier, Kathy) (Entered: 03/09/2006)
03/09/2006	69	Document re: appointment and notice of appointment of official committee of unsecured creditors Filed by U.S. Trustee United States Trustee (SV); with proof of service (Ogier, Kathy) (Entered: 03/14/2006)
03/10/2006	63	Notice of correction (BNC) Re: Item # 4 on the docket (Notice of order requiring filing status report re: Confirmed Plan: Appearance & OSC why case should not be dismissed or converted) . Please disregard item # 4. The correct notice is item # 23 on the docket. (Marshall, Latanya) Additional attachment(s) added on 10/2/2007 (Womack, Josie). (Entered: 03/10/2006)
03/10/2006	64	Notice of correction (BNC) Re: item # 4 on the docket. (Notice of order requiring filing status report re: confirmed plan: appearance & OSC why

		case should not be dismissed or converted)- Item # 23 on the docket is the correct notice sent. (Marshall, Latanya) (Entered: 03/10/2006)
03/10/2006	66	Request for special notice Filed by Rutter Hobbs & Davidoff, Inc . (Aledesma, Amy) (Entered: 03/10/2006)
03/12/2006	67	BNC Certificate of Mailing. (RE: related document(s) 64 Notice of correction (BNC), Notice of correction (BNC)) No. of Notices: 461. Service Date 03/12/2006. (Admin.) (Entered: 03/12/2006)
03/14/2006	70	Declaration of Todd M Arnold re: Non-Opposition to "Application of Debtor and Debtorin possession to employ Levene Neal Bender Rankin Brill LLP as Bankruptcy counsel Filed by Debtor Future Media Productions Inc with proof of service . (Holbert, Ellen) (Entered: 03/15/2006)
03/15/2006	71	Notice of motion/application to employ Filed by Debtor Future Media Productions Inc.; with proof of service (Ogier, Kathy) (Entered: 03/17/2006)
03/15/2006	72	Application to Employ Atala, LLC as Financial Consultant Filed by Debtor Future Media Productions Inc; declaration of Sachi Nago; with proof of service (Ogier, Kathy) (Entered: 03/17/2006)
03/15/2006	73	Statement of Disinterestedness for employment of professional person under F.R.B.P. 2014 Filed by Debtor Future Media Productions Inc.; with proof of service (Ogier, Kathy) (Entered: 03/17/2006)
03/16/2006	74	Declaration concerning debtor's schedules , Proof of service , Schedule A , Schedule B , Schedule D , Schedule E , Schedule F , Schedule G , Schedule H , Statement of Financial Affairs , Summary of Schedules Filed by Debtor Future Media Productions Inc (RE: related document(s) 1 Voluntary Petition (Chapter 11), Voluntary Petition (Chapter 11), Voluntary Petition (Chapter 11)). (Attachments: 1 second part) (Holbert, Ellen) (Entered: 03/20/2006)
03/17/2006	78	Reply of General Electric Capital Corporation to Opposition of Official Committee of Unsecured Creditors to Debtor's Emergency Motion to Approve Stipulation pursuant to sections 105, 361 ans 363 of the BAnkrutpcey Code Authorizing the Debtor's Use of Cash Collateral Etc.; with proof of service; (related document(s): 18 Emergency motion filed by Debtor Future Media Productions Inc) Filed by Creditor General Electric Capital Corp (Garcia, Patty) (Entered: 03/22/2006)
03/17/2006	79	Request for Judicial Notice In Support of Reply of General Electric Capital Corporation to Opposition of Official Committee of Unsecured Credors etc.; with proof of service Filed by Creditor General Electric Capital Corp . (Attachments: 1 2 of 42 3 of 43 4 of 4) (Garcia, Patty)

		(Entered: 03/22/2006)
03/20/2006	75	Request for special notice Filed by Los Angeles County Treasurer and Tax Collector . (Aledesma, Amy) (Entered: 03/20/2006)
03/21/2006	76	Order Granting Application to Employ Levene, Neale, Bender, Rankin & Brill L.L.P. as Bankruptcy Counsel; with notice of entry of judgment or order and certificate of mailing; (Related Doc # 34) Signed on 3/21/2006. (Garcia, Patty) (Entered: 03/21/2006)
03/21/2006	77	Order Authorizing Debtor to Provide Adequate Assurance of Future Payment to Utility Companies Pursuant to Section 366(c) of the Bankruptcy Code; with notice of entry of judgment or order and certificate of mailing; Signed on 3/21/2006 (RE: related document(s) 44 Emergency motion, filed by Debtor Future Media Productions Inc). (Garcia, Patty) (Entered: 03/21/2006)
03/22/2006	80	Motion Filed with notice by Debtor Future Media Productions Inc. to reject unexpired non-residential real property lease with WWM Properties, LLC; memorandum of points and authorities; declaration of Richard G. Suhl; with proof of service (Ogier, Kathy) (Entered: 03/27/2006)
03/22/2006	84	Emergency motion filed with notice by Debtor Future Media Productions Inc. to compel performance with lease provisions and for allownace of adminstrative expense; memorandum of points and authorities; declaration of Jeff Lapin; with proof of service (Ogier, Kathy) Additional attachment(s) added on 3/27/2006 (Saunders, Marissa). (Entered: 03/27/2006)
03/24/2006		Receipt of Amendment Filing Fee - \$26.00 by 19. Receipt Number 10006046. (admin) (Entered: 03/27/2006)
03/24/2006	82	Amended Schedules. Receipt Number o, Fee Amount \$26, Matrix (Mailing List) Filed by Todd M Arnold, debtor's attorney; with proof of service . (Thompson, Adriana) (Entered: 03/27/2006)
03/24/2006	83	Declaration of Jan Reinglass regarding service of Notice of Hearing on Emergency Motion to Compel Performance with lease provisions and for allowance of adminstrative expense Filed by Movant WWM Properties LLC . (Holbert, Ellen) (Entered: 03/27/2006)
03/24/2006	86	Opposition to (related document(s): 84 Emergency motion filed by Debtor Future Media Productions Inc) Filed by Debtor Future Media Productions Inc (Attachments: 1 part 2 of opposition 2 part 3 of opposition 3 part 4 of opposition 4 part 5 of opposition 5 part 6 of opposition); memorandum of points and authorities and declarations of Richard G. Suhl, Todd M. Arnold and Michael McIntosh; wiht proof of

		service (Ogier, Kathy) (Entered: 03/28/2006)
03/27/2006	81	Notice of transcript of hearings before Honorable Judge Mund. Hearing 2/21/06 at 11:00 a.m. Re: Emergency motion to approve stipulation pursuant to sections 105, 361 and 363 of the Bankruptcy Code authorizing debtor's use of cash collateral, granting adequate protection, modifying the automatic stay, and authorizing maintenance of cash management system. Filed by clerk. (Marshall, Latanya) (Entered: 03/27/2006)
03/27/2006	85	Stipulation and ORDER thereon to continue initial status conference Signed on 3/27/2006; with notice of entry. (Ogier, Kathy) (Entered: 03/27/2006)
03/27/2006	88	Notice of Hearing on. Filed by Creditor WWM Properties LLC (RE: related document(s) 84 Emergency motion filed with notice by Debtor Future Media Productions Inc. to compel performance with lease provisions and for allownace of adminstrative expense; memorandum of points and authorities; declaration of Jeff Lapin; with proof of service (Ogier, Kathy) Additional attachment(s) added on 3/27/2006 (Saunders, Marissa).). Hearing to be held on 3/28/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 84 , (Marshall, Latanya) (Entered: 03/30/2006)
03/28/2006	90	Notice pursuant to Local Bankruptcy Rule 2014-1(b) of submission of application of the Official Committee of Creditors Holding Unsecured claims to Employ Pachulski Stang Ziehl Young Jones & Weintraub LLP as counsel; with proof of service Filed by Creditor Official Unsecured Creditors Committee . (Garcia, Patty) (Entered: 03/31/2006)
03/28/2006	91	Application to Employ Pachulski Stang Ziehl Young Jones & Weintraub LLP as Counsel Filed by Creditor Official Unsecured Creditors Committee (Garcia, Patty) (Entered: 03/31/2006)
03/28/2006	92	Declaration of Jeremy V. Richards in support of application of the Official Committee of creditors holding unsecured claims to employ Pachulski Stang Ziehl Young Jones & Weintraub LLP as counsel; with proof of service Filed by Creditor Official Unsecured Creditors Committee . (Garcia, Patty) (Entered: 03/31/2006)
03/28/2006	93	Declaration of Todd M. Arnold Re: Non-Opposition to Motion By Debtor and Debtor in Possession To Establish A Bar Date For Filing Proofs of Claim or Interests; with proof of service; Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 04/03/2006)
03/29/2006	94	Declaration of Richard G. Suhl re: chapter 11 status conference; with proof of service; Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 04/03/2006)

03/30/2006	87	454 (Recover Money/Property): Complaint by Future Media Productions, Inc against Technicolor Digital Cinema Inc , Technicolor Disc Services Corporation , Technicolor Holdings Inc , Technicolor Inc , Technicolor Home Entertainment Services Inc , Technicolor Optical Media Services , Technicolor Digital Cinema LLC , Technicolor Home Entertainment Services of America LLC , Technicolor Universal Media Services . Receipt Number o, Fee Amount \$250 (Thompson, Adriana) (Entered: 03/30/2006)
03/30/2006	89	Order Granting Motion By Debtor and Debtor in Possession to Establish Bar Date For Filing Proofs of Claim and Interests; with notice of entry of judgment or order and certificate of mailing (Related Doc # 68) Signed on 3/30/2006. (Garcia, Patty) (Entered: 03/31/2006)
04/03/2006	96	Notice of bar date for filing proofs of claim filed by Debtor Future Media Productions Inc.; with proof of service (Ogier, Kathy) (Entered: 04/06/2006)
04/04/2006	95	Order on emergency motion of WWM Properties, LLC to compel performance with lease provisions and for administrative expense Signed on 4/4/2006; with notice of entry (RE: related document(s) 84 Emergency motion, filed by Debtor Future Media Productions Inc). (Ogier, Kathy) (Entered: 04/04/2006)
04/04/2006	98	Declaration re: of Todd M. Arnold Re: Non-opposition to "Application of debtor and debtor in possession to employ Atala, LLC as Financial Consultant pursuant to 11 U.S.C. Sub. sec. 328. Filed by Debtor Future Media Productions Inc (RE: related document(s) 72 Application to Employ Atala, LLC as Financial Consultant). (Marshall, Latanya) (Entered: 04/10/2006)
04/06/2006	97	Order Granting Application to Employ Atala, LLC (Related Doc # 72) Signed on 4/6/2006; with notice of entry. (Ogier, Kathy) (Entered: 04/07/2006)
04/06/2006	100	Limited Objection/opposition by WWM Properties, LLC to motion to reject unexpired non-residential real property lease and request for hearing. (related document(s): 80 Motion filed by Debtor Future Media Productions Inc) Filed by Creditor WWM Properties LLC (Marshall, Latanya) (Entered: 04/10/2006)
04/07/2006		Hearing Set (RE: related document(s) 80 Generic Motion, filed by Debtor Future Media Productions Inc) Hearing to be held on 4/26/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 80 , (Ogier, Kathy) (Entered: 04/07/2006)
04/07/2006	99	Observations of Technicolor Home Entertainment Services, Inc. on Debtor's Emergency Motion to Approve Stipulation pursuant to sections 105, 361 and 363 of the Bankruptcy Code Authorizing the Debtor's Use

		of Cash Collateral, Etc. with proof of service Filed by Interested Party Technicolor . (Garcia, Patty) (Entered: 04/10/2006)
04/10/2006	103	Notice of Hearing Filed by Debtor Future Media Productions Inc (RE: related document(s) 80 Motion Filed with notice by Debtor Future Media Productions Inc. to reject unexpired non-residential real property lease with WWM Properties, LLC; memorandum of points and authorities; declaration of Richard G. Suhl; with proof of service (Ogier, Kathy)). Hearing to be held on 4/26/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 80 , (Ogier, Kathy) (Entered: 04/14/2006)
04/12/2006	101	Notice of entry of order on emergency motion of WWM Properties, LLC to compel performance with lease provisions and for administrative expense Filed by Creditor WWM Properties LLC . (Garcia, Patty) (Entered: 04/14/2006)
04/13/2006	102	Order Re: Approving (1) Amended stipulation pursuant to sections 105, 361 and 363 of the bankruptcy code authorizing debtor's use of cash collateral, granting adequate protection, modifying the automatic stay, and authorizing maintenance of cash management system; and (2) Setting additional briefing schedule. Signed on 4/13/2006. (Marshall, Latanya) (Entered: 04/14/2006)
04/14/2006	104	Order Granting Application to Employ Pachulski Stang Ziehl Young Jones & Weintraub LLP as counsel to the Official Unsecured Creditors Committee (Related Doc # 91) Signed on 4/14/2006; with notice of entry. (Ogier, Kathy) (Entered: 04/14/2006)
04/14/2006	106	Response of Official Unsecured Creditors Committee to observations of Technicolor Home Entertainment Services, Inc. on debtor's emergency motion to approve stipulation pursuant to sections 105, 361, and 363 of the Bankruptcy Code authorizing the debtor's use of cash collateral, etc. Hearing 4/25/06 at 11:00 a.m. (related document(s): 18 Emergency motion filed by Debtor Future Media Productions Inc) Filed by Creditor Official Unsecured Creditors Committee (Marshall, Latanya) (Entered: 04/17/2006)
04/14/2006	107	Memorandum of points and authorities of General Electric Capital Corporation in response to the court's inquiries at the March 30, 2006 hearing and to the observations of Technicolor Home Entertainment Services, Inc. Hearing 4/25/06 at 10:00 a.m. Filed by Creditor General Electric Capital Corp. Hearing 4/25/06 at 10:00 a.m. (Marshall, Latanya) (Entered: 04/17/2006)
04/17/2006	105	Application for supplemental fees; Memorandum of receipts and disbursements; Stat of attys Bkcy Rule 2016(b); and Order thereon (Ch 13) Signed on 4/17/2006. (Ogier, Kathy) Modified on 4/25/2006 (Campbell, Fern). CORRECTIVE ENTRY: ENTERED IN

		INCORRECT CASE. (Entered: 04/17/2006)
04/17/2006	108	Debtor and debtor in possession's response to Technicolor Home Entertainment Services Inc's observations re: setoff issues; declarationsof Richard G. Suhl and Dorene Baker in support thereof. Hearing 4/25/06 at 11:00 a.m. Notice Filed by Debtor Future Media Productions Inc . (Attachments: 1 part 2 of 62 part 3 of 63 part 4 of 64 part 5 of 65 part 6 of 6) (Marshall, Latanya) (Entered: 04/19/2006)
04/18/2006	109	Request for special notice Filed by Robert W Pitts, counsel for U S Phillips Corporation; with proof of service . (Thompson, Adriana) (Entered: 04/19/2006)
04/19/2006	110	Reply to (related document(s): 18 Emergency motion filed by Debtor Future Media Productions Inc) Filed by Interested Party Technicolor to approve stipulation pursuant to sections 105, 361, and 363 of the bankruptcy code authorizing the debtor's use of cash collateral, etc.; with proof of service (Ogier, Kathy) (Entered: 04/20/2006)
05/04/2006	111	Final Order Re: approving 1) amended stipulation pursuant to sections 105, 361 and 363 of the bankruptcy code authorizing debtor's use of cash collateral, granting adequate protection , modifying the automatic stay, and authorizing maintenance of cash management system, as modified Signed on 5/4/2006; with notice of entry. (Ogier, Kathy) (Entered: 05/04/2006)
05/04/2006	112	Stipulation and ORDER thereon Re Rejection of Lease and Surrender of Premises; with notice of entry of judgment or order and certificate of mailing Signed on 5/4/2006. (Garcia, Patty) (Entered: 05/04/2006)
05/16/2006	113	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against ARROTIN PLASTIC MATERIALS, INC. . Receipt Number V6021604, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021604] (Entered: 05/17/2006)
05/16/2006	114	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against C.D.A. ENTERTAINMENT LIMITED . Receipt Number V6021606, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021606] (Entered: 05/17/2006)
05/16/2006	115	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against CABALLERO VIDEO . Receipt Number V6021608, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021608] (Entered: 05/17/2006)
05/16/2006	116	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against CONVEX GROUP, INC. . Receipt Number V6021609, Fee Amount \$250 (Sampson, Sharon) [eFile #:

		20060516021609] (Entered: 05/17/2006)
05/16/2006	117	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against CREATIVE DESIGN ART, INC. . Receipt Number V6021610, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021610] (Entered: 05/17/2006)
05/16/2006	118	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against DOS LOBOS, LLC . Receipt Number V6021611, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021611] (Entered: 05/17/2006)
05/16/2006	119	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against HESED NETWORKS, INC. . Receipt Number V6021612, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021612] (Entered: 05/17/2006)
05/16/2006	120	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against HIJK, LTD. . Receipt Number V6021613, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021613] (Entered: 05/17/2006)
05/16/2006	121	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against LIBERTY PUBLISHING, INC. . Receipt Number V6021614, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021614] (Entered: 05/17/2006)
05/16/2006	122	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against NUTECH DIGITAL, INC. . Receipt Number V6021615, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021615] (Entered: 05/17/2006)
05/16/2006	123	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against OPTIDISC SOLUTIONS, LLC . Receipt Number V6021617, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021617] (Entered: 05/17/2006)
05/16/2006	124	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against PHOENIX ENTERTAINMENT GROUP, INC. . Receipt Number V6021618, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021618] (Entered: 05/17/2006)
05/16/2006	125	454 (Recover Money/Property): Complaint by FUTURE MEDIA PRODUCTIONS INC against SONY DADC US, INC. . Receipt Number V6021620, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021620] (Entered: 05/17/2006)
05/16/2006	126	454 (Recover Money/Property): Complaint by FUTURE MEDIA

		PRODUCTIONS INC against VISION PLANT PICTURES LLC . Receipt Number V6021621, Fee Amount \$250 (Sampson, Sharon) [eFile #: 20060516021621] (Entered: 05/17/2006)
05/19/2006	127	Notice of Motion and Motion of U.S. Philips corporation for Examination and for the production of documents pursuant to Bankruptcy Rule 2004; Filed by Creditor U.S. Philips Corporation (Garcia, Patty) Additional attachment(s) added on 5/24/2006 (Campbell, Fern). Modified on 5/24/2006 (Campbell, Fern). CORRECTIVE ENTRY: CORRECT PDF ATTACHED ON 5/24/2006. (Entered: 05/24/2006)
05/22/2006	128	Application to Employ Stephen P Milner of Squar Milner Miranda & Willimason LLP as Forensic Accountants Filed by Creditor Official Unsecured Creditors Committee (Williams, Jewell) (Entered: 05/25/2006)
05/26/2006	129	454 (Recover Money/Property): Complaint by Daniel Dealba against Future Media Inc . Receipt Number CC, Fee Amount \$250 (Holbert, Ellen) (Entered: 05/26/2006)
06/05/2006	130	Stipulation and ORDER thereon Re: Extension of tiem to reject lease; with notice of entry of judgment or order and certificate of mailing; Signed on 6/5/2006. (Garcia, Patty) (Entered: 06/05/2006)
06/05/2006	131	Order Granting Motion for 2004 Examination (Related Doc # 127) Signed on 6/5/2006; with notice of entry. (Ogier, Kathy) (Entered: 06/05/2006)
06/06/2006	132	Application to Employ Good Swartz Brown & Berns LLP as Accountants pursuant to 11 U.S.C. sub. sec. 328; declaration of Steven J. Banks in support thereof. Filed by Debtor Future Media Productions Inc (Marshall, Latanya) (Entered: 06/07/2006)
06/06/2006	133	Notice of motion/application Filed by Debtor Future Media Productions Inc (RE: related document(s) 132 Application to Employ Good Swartz Brown & Berns LLP as Accountants pursuant to 11 U.S.C. sub. sec. 328; declaration of Steven J. Banks in support thereof. Filed by Debtor Future Media Productions Inc (Marshall, Latanya)). (Marshall, Latanya) (Entered: 06/07/2006)
06/06/2006	134	Notice of statement of disinterestedness for employment of professional person under F.R.B.P. 2014 (Re: Application to employ Good Swartz Brown & Berns LLP) Filed by Debtor Future Media Productions Inc . (Marshall, Latanya) (Entered: 06/07/2006)
06/09/2006	135	Stipulation re: rejection of lease and surrneder of premises between debtor and Krausz Valencia Two, LLC signed on 6/7/2006; with notice

		of entry (Ogier, Kathy) (Entered: 06/09/2006)
06/09/2006	136	Request for special notice Filed by William E Winfield, Esq for creditor David Moss with proof of service . (Magno, Veronica) (Entered: 06/12/2006)
06/09/2006	137	Ex parte application/motion for an order setting a hearing on shortened time on: Motion to approve stipulation pursuant to sections 105, 361 and 363 of the Bankruptcy Code authorizing debtor's use of cash collateral and granting adequate protection; memorandum of points and authorities and declaration of Richard G. Suhl in support thereof; with proof of service; Filed by Debtor Future Media Productions Inc (Garcia, Patty) (Entered: 06/12/2006)
06/09/2006	140	Debtor's Motion and notice of motion to approve stipulation pursuant to sections 105, 361 and 363 of the bankruptcy code authorizing debtor's use of cash collateral and granting adequate protection; memorandum of points and authorities and declaration of Richard G. Suhl in support thereof. Filed by Debtor Future Media Productions Inc (Attachments: 1 part 2 of 32 part 3 of 3) (Marshall, Latanya) (Entered: 06/15/2006)
06/12/2006	138	Order setting hearing on shortened time on : motion to approve stipulation pursuant to sections 105, 361 and 363 of the bankruptcy code authorizing debtor's use of cash collateral and granting adequate protection Signed on 6/12/2006; with notice of entry. (Ogier, Kathy) (Entered: 06/12/2006)
06/13/2006	139	Notice of Hearing Filed by Debtor Future Media Productions Inc (RE: related document(s) 137 Ex parte application/motion for an order setting a hearing on shortened time on: Motion to approve stipulation pursuant to sections 105, 361 and 363 of the Bankruptcy Code authorizing debtor's use of cash collateral and granting adequate protection; memorandum of points and authorities and declaration of Richard G. Suhl in support thereof; with proof of service; Filed by Debtor Future Media Productions Inc (Garcia, Patty)). Hearing to be held on 6/14/2006 at 01:30 PM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 137 , (Ogier, Kathy) (Entered: 06/15/2006)
06/13/2006	141	Declaration re: proof of service Filed by Debtor Future Media Productions Inc. of order setting a hearing on shortened time on: motion to approve stipulation pursuant to sections 105,361 and 363 fo the bankruptcy code authorizing debtor's use of cash collateral and granting adequate protection; with proof of service (Ogier, Kathy) (Entered: 06/15/2006)
06/14/2006	145	Withdrawal re: of Request for special notice and inclusion in mailing list. Filed by Creditor Inc Select Personnel Services . (Marshall, Latanya) (Entered: 06/16/2006)

06/15/2006	142	Disclosure Statement Filed by Debtor Future Media Productions Inc (RE: related document(s) 1 Chapter 11 Voluntary Petition. Receipt Number O, Fee Amount \$1039 Filed by Future Media Productions Inc Disclosure Statement due by 6/14/2006. Schedule A due 3/1/2006. Schedule B due 3/1/2006. Schedule D due 3/1/2006. Schedule E due 3/1/2006. Schedule F due 3/1/2006. Schedule G due 3/1/2006. Schedule H due 3/1/2006. Statement of Financial Affairs due 3/1/2006. Employee Income Record due by 3/1/2006. Statement - Form 22B Due: 3/1/2006. Summary of schedules due 3/1/2006. Declaration concerning debtors schedules due 3/1/2006. Incomplete Filings due by 3/1/2006. (Magno, Veronica)). (Attachments: 1 part 2 disclosure statement 2 part 3 disclosure statement 3 part 4 of disclosure statement)(Ogier, Kathy) (Entered: 06/16/2006)
06/15/2006	143	Notice of Hearing on disclosure statement Filed by Debtor Future Media Productions Inc . Hearing to be held on 7/25/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 (Ogier, Kathy) (Entered: 06/16/2006)
06/15/2006	144	Chapter 11 Plan of Reorganization Filed by Debtor Future Media Productions Inc . (Attachments: 1 part 2 chapter 11 plan); with proof of service(Ogier, Kathy) (Entered: 06/16/2006)
06/16/2006		Hearing Set (RE: related document(s) 142 Disclosure Statement, , , filed by Debtor Future Media Productions Inc) Status hearing to be held on 7/25/2006 at 10:00 AM at Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367. (Ogier, Kathy) (Entered: 06/16/2006)
06/22/2006	146	Order Re:Order approving stipulation pursuant to sections 105, 361 and 363 of the bankruptcy code authorizing debtor's use of cash collateral and granting adequate protection. Hearing 6/14/06 at 1:30 p.m. Signed on 6/22/2006. (Marshall, Latanya) (Entered: 06/23/2006)
06/22/2006	147	Notice of Errata to application to employ Squar, Milner, Miranda & Wiliamson... (Cetulio, Julie) (Entered: 06/26/2006)
06/22/2006	148	Notice of motion/application to employ certified public accountants (Squar, Milner, Miranda & Williamson LLP) Filed by Creditor Official Unsecured Creditors Committee . (Cetulio, Julie) (Entered: 06/26/2006)
06/22/2006	149	Declaration of Todd M Arnold re: Non-Opposition to Application of Debtor and Debtor in Possession to Employ Good Swartz Brown & Berns LLP as Accountants Pursuant to 11 U.S.C. Section 328. Filed by Debtor Future Media Productions Inc . (Aledesma, Amy) (Entered: 06/26/2006)
06/26/2006	150	Request for special notice Filed by Creditor CREDITORS BUREAU USA . (Toomer, Rosalyn) (Entered: 06/26/2006)

06/27/2006	151	Order Granting Application to Employ Good Swartz Brown & Berns Llp (Related Doc # 132) Signed on 6/27/2006. (Villegas, Elizabeth) (Entered: 06/28/2006)
07/06/2006	152	Application for administrative claim, Filed by Creditor WWM Properties LLC (Cetulio, Julie) (Entered: 07/07/2006)
07/07/2006	153	Order Granting Application to Employ Squar, Milner, Miranda & Williamson LLP as Certified Public Accountants(Related Doc # 128) Signed on 7/7/2006. (Mendez, Raoul) Additional attachment(s) added on 7/10/2006 (Campbell, Fern). Modified on 7/10/2006 (Campbell, Fern). CORRECTIVE ENTRY: Correct pdf attached on 7/10/2006. (Entered: 07/10/2006)
07/10/2006	154	Transfer of Claim Transfer Agreement 3001 (e) 2 Transferor: HILDA CARDENAS (Claim No. 86) To Debt Acquisition Company of America V LLC Filed by . (Holbert, Ellen) (Entered: 07/10/2006)
07/12/2006	155	Notice to professionals to file application for compensation Filed by Creditor Official Unsecured Creditors Committee . (Espino, Cecilia) (Entered: 07/13/2006)
07/14/2006	156	Objection to disclosure statement describing debtor's liquidating plan (related document(s): Hearing (Bk Other) Set) Filed by Creditor SLL, Inc. (Espino, Cecilia) (Entered: 07/17/2006)
07/14/2006	157	Objection of Technicolor Home Entertainment Services, Inc. to Debtor's Disclosure Statement Describing Debtor's Liquidating Plan; with proof of service; (related document(s): 142 Disclosure Statement, , , filed by Debtor Future Media Productions Inc) Filed by Interested Party Technicolor (Garcia, Patty) (Entered: 07/18/2006)
07/14/2006	158	Objection (related document(s): 142 Disclosure Statement, , , filed by Interested Party Jason Barzilay with proof of service (Harraway, Phillip) (Entered: 07/18/2006)
07/19/2006	159	Motion for an order (1) continuing hearing on the disclosure statement...; (2) setting a deadline for debtor to file first amended disclosure statement...; and (3) setting a hearing on the debtor's first amended disclosure statement..., Filed by Debtor Future Media Productions Inc (Cetulio, Julie) (Entered: 07/21/2006)
07/21/2006		Hearing Set (RE: related document(s) 159 Generic Motion, filed by Debtor Future Media Productions Inc) Hearing to be held on 7/25/2006 at 10:00 AM Crtrm 302, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 159 , (Cetulio, Julie) (Entered: 07/21/2006)
07/26/2006	160	Statement of disinterestedness for employment of professional person;

		with proof of service; Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 07/27/2006)
07/26/2006	161	Application to Employ Silver & Freedman as Special Employment and Labor Law Counsel with prof of service; Filed by Debtor Future Media Productions Inc (Garcia, Patty) (Entered: 07/27/2006)
07/26/2006	162	Application to Employ/ Of debtor and debtor in possession to employ Silver & Freedman, a professional law corporation;Declaration of Maria C. Rodriguez, Esq. in support thereof. Maria C. Rodriguez as Special Employment & Labor Law Counsel Filed by Debtor Future Media Productions Inc (Marshall, Latanya) (Entered: 07/28/2006)
08/03/2006	165	Application for Compensation/ (FIRST INTERIM) Application of Levene, Neale, Bender, Rankin & Brill L.L.P. for approval of fees and expenses; declaration of L. Neale, Esq. in support thereof. for David L. Neale , Debtor's Attorney, Period: to , Fee: \$264,674.00, Expenses: \$56,668.63. Filed by Attorney David L. Neale (Attachments: 1 part 2 of 72 part 3 of 73 part 4 of 74 part 5 of 75 part 6 of 76 part 7 of 7) (Marshall, Latanya) (Entered: 08/08/2006)
08/04/2006	163	Application for Compensation for Jeremy V Richards , Unsecured Creditors Comm. Aty, Period: 3/1/2006 to 6/30/2006, Fee: \$121689.50, Expenses: \$11738.76. with proof of service; Filed by Attorney Jeremy V Richards (Garcia, Patty) (Entered: 08/08/2006)
08/04/2006	164	Notice of motion/application with proof of service Filed by (RE: related document(s) 163 Application for Compensation for Jeremy V Richards , Unsecured Creditors Comm. Aty, Period: 3/1/2006 to 6/30/2006, Fee: \$121689.50, Expenses: \$11738.76. with proof of service; Filed by Attorney Jeremy V Richards (Garcia, Patty)). (Garcia, Patty) (Entered: 08/08/2006)
08/04/2006		Hearing Set (RE: related document(s) 163 Application for Compensation) Hearing to be held on 8/30/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 163 , (Garcia, Patty) (Entered: 08/08/2006)
08/07/2006	166	Chapter 11 Plan of Reorganization/Liquidating Plan [First Amended] Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 08/11/2006)
08/07/2006	167	Disclosure Statement [First Amended] Describing Debtor's First Amended Liquidating Plan; declaration of Richard G. Suhl in support thereof; with proof of service; Filed by Debtor Future Media Productions Inc . (Attachments: 1 2 of 32 3 of 3)(Garcia, Patty) (Entered: 08/11/2006)

08/07/2006	168	Notice of filing of : 1. First amended disclosure statement describing debtor's first amended liquidating plan; and 2. Debtor's first amended liquidating plan; ; with proof of service Filed by Debtor Future Media Productions Inc . (Attachments: 1 2 of 2) (Garcia, Patty) (Entered: 08/11/2006)
08/08/2006		Hearing Set (RE: related document(s) 165 Application for Compensation, filed by Debtor Future Media Productions Inc) Hearing to be held on 8/30/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 165 , (Marshall, Latanya) (Entered: 08/08/2006)
08/11/2006	169	Declaration of Todd M. Arnold re: non-opposition to "application of debtor and debtor in possession to employ Silver & Freedman, a professional law corporation, as special employment and labor law counsel, re: Filed by Debtor Future Media Productions Inc (RE: related document(s) 162 Application to Employ Maria C. Rodriguez as Special Employment & Labor Law Counsel). (Gonzalez, Emma) (Entered: 08/14/2006)
08/11/2006	170	Motion to Extend Time/Debtor's Motion to extend the exclusivity period for the debtor to gain acceptance of a plan, notice with proof of service, (filed no hearing required) Filed by Debtor Future Media Productions Inc (Gonzalez, Emma) (Entered: 08/14/2006)
08/15/2006	171	Order Granting Application to Employ Silver & Freedman, A Professional Law Corp (Related Doc # 162) Signed on 8/15/2006. (Toomer, Rosalyn) (Entered: 08/15/2006)
08/15/2006	172	Order Re: debtor's motion for an order: (1) continuing the hearing on the disclosure statement describing debtor's liquidating plan; (2) setting a deadline for the debtor to file a first amended disclosure statement describing debtor's liquidating plan; and (3) setting a hearing on the debtor's first amended disclosure statement describing debtor's liquidating plan; declaration of Richard G. Suhl with notice of entry of judgment or order and certificate of mailing Signed on 8/15/2006 (RE: related document(s) 159 Generic Motion, filed by Debtor Future Media Productions Inc). (Villegas, Elizabeth) (Entered: 08/16/2006)
08/16/2006	173	Notice of Hearing/Amended notice of hearing on interim application of professionals for compensation and reimbursement of expenses, Filed by Creditor Official Unsecured Creditors Committee . Hearing to be held on 8/30/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 (Gonzalez, Emma) (Entered: 08/17/2006)
08/21/2006	174	Notice of Transcript of hearing before Judge Mund/ Hearing 7/25/06 at 10:00 a.m. Re: Motion for an order (1) Continuing hearing on the disclosure statement; (2) Setting a deadline for debtor to file First Amended Disclosure Statement; and (3) Setting a hearing on the

		debtor's First Amended Disclosure Statement. Original Disclosure Statement describing original chapter 11 plan. Status hearing Re: Chapter 11 case. Filed by . (Marshall, Latanya) (Entered: 08/23/2006)
08/23/2006	175	Notice of continued chapter 11 status conference. Filed by Debtor Future Media Productions Inc . (Marshall, Latanya) (Entered: 08/28/2006)
08/28/2006	176	Motion and notice of motion for order determining interest rate on obligations satisfied pursuant to final order approving cash collateral stipulation with General Electric Capital Corporation; Memorandum of points and authorities; declaration of Jeremy V Richards Filed by Creditor Official Unsecured Creditors Committee (Attachments: 1 Part 2 of 2) (Williams, Jewell) (Entered: 08/29/2006)
08/28/2006	177	Notice of motion/application Filed by Creditor Official Unsecured Creditors Committee (RE: related document(s) 176 Motion and notice of motion for order determining interest rate on obligations satisfied pursuant to final order approving cash collateral stipulation with General Electric Capital Corporation; Memorandum of points and authorities; declaration of Jeremy V Richards Filed by Creditor Official Unsecured Creditors Committee (Attachments: # 1 Part 2 of 2) (Williams, Jewell)). (Williams, Jewell) (Entered: 08/29/2006)
08/28/2006	178	Declaration re: of Andrew Ghassemi, in support of Filed by Creditor Official Unsecured Creditors Committee (RE: related document(s) 163 Application for Compensation for Jeremy V Richards , Creditor Comm. Atty, Period: 3/1/2006 to 6/30/2006, Fee: \$121689.50, Expenses: \$11738.76.). (Williams, Jewell) (Entered: 08/29/2006)
08/30/2006	179	Declaration of Todd M. Arnold re: non opposition re: Filed by Debtor Future Media Productions Inc (RE: related document(s) 170 Motion to Extend Time). (Gonzalez, Emma) (Entered: 08/30/2006)
08/30/2006	180	Notice of continued hearing (RE: related document(s) 176 Generic Motion, filed by Creditor Official Unsecured Creditors Committee) (Villegas, Elizabeth) with proof of service (Entered: 08/31/2006)
08/30/2006		Receipt of Tape Duplication Fee - \$26.00 by 19. Receipt Number 10007481. (admin) (Entered: 08/31/2006)
08/31/2006		Hearing Set (RE: related document(s) 176 Generic Motion, filed by Creditor Official Unsecured Creditors Committee) Hearing to be held on 9/27/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 176 , (Villegas, Elizabeth) (Entered: 08/31/2006)
08/31/2006		Hearing Continued (RE: related document(s) 176 Generic Motion, filed by Creditor Official Unsecured Creditors Committee) Hearing to be

		held on 10/24/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 176 , (Villegas, Elizabeth) (Entered: 08/31/2006)
08/31/2006	181	Order Granting Debtor's Motion to Extend The Exclusivity period for the Debtor to Gain Acceptance of a Plan; with notice of entry of judgment or order and certificate of mailing (Related Doc # 170) Signed on 8/31/2006. (Garcia, Patty) (Entered: 09/01/2006)
09/01/2006		Receipt of Tape Duplication Fee - \$26.00 by 19. Receipt Number 10007510. (admin) (Entered: 09/05/2006)
09/01/2006	182	Supplemental to first application of Pachulski Stang Ziehl Young Jones & Weintraub LLP Filed by Creditor Official Unsecured Creditors Committee for interim approval of compensation and reimbursement of expenses as attorneys for the official unsecured creditors committee (March 1, 2006 through June 30, 2006); with proof of service . (Ogier, Kathy) (Entered: 09/05/2006)
09/01/2006	183	Document re: response Filed by Debtor Future Media Productions Inc (RE: related document(s) 165 Application for Compensation, filed by Debtor Future Media Productions Inc)to court's tentative ruling re: first interim application of Levene, Neale, Bender, Rankin & Brill LLP for approval of fees and reimbursement of expenses; memorandum of points and authorities and declaration of Todd M. Arnold, Esq.; with proof of service (Ogier, Kathy) (Entered: 09/05/2006)
09/01/2006	184	Declaration re: of Richard G. Suhl Filed by Debtor Future Media Productions Inc (RE: related document(s) 183165 Document,)in support of application of Levene, Neale, Bender, Rankin & Brill LLP for approval of fees and reimbursement of expenses; with proof of service. (Ogier, Kathy) (Entered: 09/05/2006)
09/05/2006	185	Document/ Objection to debtor's proposed form of order approving first amended disclosure statement..., Filed by Interested Party Technicolor Home Entertainment Services, Inc.; with proof of service (Cetulio, Julie) (Entered: 09/07/2006)
09/05/2006	186	Declaration re:/ Declaration of Samuel A. Newman in support of objection, Filed by Interested Party Technicolor (RE: related document(s) 185 Document). (Cetulio, Julie) (Entered: 09/07/2006)
09/06/2006	187	Notice of Firm Name Change with proof of service Filed by Creditor General Electric Capital Corp . (Holbert, Ellen) (Entered: 09/07/2006)
09/08/2006	188	Notice of 1) confirmation hearing for debtor's first amended liquidating plan; and 2) related deadlines Filed by Debtor Future Media Productions Inc; with proof of service . (Ogier, Kathy) (Entered: 09/08/2006)

		09/11/2006)
09/08/2006	189	Proof of service letter from the Official Committee of Unsecured Creditors; Ballot to accept or reject debtor's first amended liquidating plan; letter from Technicolor Home Entertainment Services, Inc. Filed by Debtor Future Media Productions Inc (RE: related document(s) 167 Disclosure Statement,, 166 Chapter 11 Plan, 168 Notice,). (Ogier, Kathy) (Entered: 09/11/2006)
09/12/2006	190	Notice / of Transcript heard before the Honorable Judge Mund. Hearing Re: Emergency motion to approve stipulation pursuant to sections 105, 361 and 363 of the bankruptcy code authorizing debtor's use of cash collateral, granting adequate protection, modifying the automatic stay, and authorizing maintenance of cash management system [as to full payment of GECC]. Held on Tuesday, April 25, 2006 @ 10:00 a.m. Filed by clerk. (Toomer, Rosalyn) (Entered: 09/13/2006)
09/12/2006	191	Notice / of Transcript heard before the Honorable Judge Mund. Hearing Re: First amended disclosure statement describing Chapter 11 plan; Status conference Re: Chapter 11 case. Held on Tuesday, August 22, 2006 @ 10:00 a.m. Filed by clerk. (Toomer, Rosalyn) (Entered: 09/13/2006)
09/13/2006	192	Notice of withdrawal of objection to debtor's proposed form of order approving first amended disclosure statement ; Filed by Interested Party Technicolor with proof of service . (Harraway, Phillip) (Entered: 09/14/2006)
09/20/2006	195	Proof of service to stipulation pursuant to rule 3018(a) temporarily allowing claim in part for purposes of voting on the debtor's first amended liquidating plan and plan confirmation under 11 U.S.C. sec.1129 Filed by Interested Party Technicolor . (Garcia, Patty) (Entered: 09/22/2006)
09/21/2006	193	Order Approving Disclosure Statement and Setting Hearing on Confirmation of Plan Signed on 9/21/2006 (RE: related document(s) 166 Chapter 11 Plan filed by Debtor Future Media Productions Inc, 167 Disclosure Statement, filed by Debtor Future Media Productions Inc). Confirmation hearing to be held on 10/24/2006 at 10:00 AM at Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367. Last day to Object to Confirmation 10/13/2006. With notice of entry (Attachments: 1 part 2 of 82 part 3 of 83 part 4 of 84 part 5 of 85 part 6 of 86 part 7 of 87 part 8 of 8) (Marshall, Latanya) (Entered: 09/21/2006)
09/22/2006	194	Order Granting in part, Denying in part Application For Compensation (Related Doc # 163) for Jeremy V Richards, fees awarded: \$120389.50, expenses awarded: \$11738.76, Granting in part, Denying in part Application For Compensation (Related Doc # 165) for David L. Neale, fees awarded: \$256674.00, expenses awarded: \$56668.63 ; with notice

		of entry of judgment or order and certificate of mailing Signed on 9/22/2006. (Garcia, Patty) (Entered: 09/22/2006)
09/25/2006	196	Stipulation and ORDER pursuant to rule 3018(a) temporarily allowing claim in part for purposes of voting on the debtor's first amended liquidating plan an plan confirmation under 11 U.S.C. sec. thereon Signed on 9/25/2006. (Villegas, Elizabeth) (Entered: 09/26/2006)
09/26/2006	197	Motion and notice of motion to approve settlement agreement with Sony DADC US, Inc.; with proof of service [9013-1(g)(1)(L)]; Filed by Debtor Future Media Productions Inc (Garcia, Patty) (Entered: 09/28/2006)
09/26/2006	198	Memorandum of points and authorities in support of debtor's motion to approve settlement agreement with Sony DADC US, Inc.; declaration of Richard G. Suhl in support thereof; with proof of service Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 09/28/2006)
10/04/2006	199	Notice/ of Transcript heard before the Honorable Judge Mund: Hearing Re: Emergency Motion to Approve Stipulation Pursant to Sections 105, 361 and 363 of the Bankruptcy Code Authorizing Debtor's Use of Cash Collateral, Granting Adequate Protection, Modifying the Automatic Stay, and Authorizing Maintenance of Cash Management System [As to Full Payment of GECC] held on 04/25/06 @ 10:00 a.m. (Kang, Lilly) (Entered: 10/04/2006)
10/10/2006	200	Request for judicial notice in connection with opposition to motion, Filed by Creditor General Electric Capital Corp; with proof of service (RE: related document(s) 176 Motion). (Cetulio, Julie) (Entered: 10/12/2006)
10/10/2006	204	Opposition to General Electric Capital Corporation's Memorandum of Points and Authorities in Opposition To Committee's Motion For Order Determining Interest Rate, Etc.; Declarations of Jeffrey P. Fitts, Sara L. Chenetz; with proof of service; (related document(s): 176 Motion filed by Creditor Official Unsecured Creditors Committee) Filed by Creditor General Electric Capital Corp (Attachments: 1 Exhibit 12 Exhibit 1 Continued 3 Exhibit 1 Continued 4 Exhibit 2, Exhibit 3; proof of service) (Garcia, Patty) (Entered: 10/17/2006)
10/12/2006	203	Declaration re: of non-opposition to debtor's motion to approve settlement agreement with Sony DADC US, INC. Filed by Debtor Future Media Productions Inc (RE: related document(s) 197 Motion). (Marshall, Latanya) (Entered: 10/16/2006)
10/13/2006	201	Objection - Limited objection to debtor's first amended liquidating plan. Filed by Creditor Krausz Valencia Two LLC (Espino, Cecilia) (Entered: 10/16/2006)

10/13/2006	202	Objection to confirmation of debtor's first amended liquidation plan Filed by Creditor General Electric Capital Corp (Espino, Cecilia) (Entered: 10/16/2006)
10/16/2006	206	Motion to approve compromise/settlement agreement with Christensen, Glaser, Fink, Jacobs, Weil & Shapiro, LLP [pursuant to Local Bankruptcy Rule 9013-1(g)(1)(L)] Filed by Debtor Future Media Productions Inc (Williams, Jewell) (Entered: 10/19/2006)
10/16/2006	207	Memorandum of points and authorities Filed by Debtor Future Media Productions Inc . (Williams, Jewell) (Entered: 10/19/2006)
10/17/2006	205	Reply to (related document(s): 176 Motion filed by Creditor Official Unsecured Creditors Committee) Filed by Creditor Official Unsecured Creditors Committee (Espino, Cecilia) (Entered: 10/18/2006)
10/20/2006	208	Notice of analysis of ballots for accepting or rejecting debtor's First Amended Liquidating plan; declaration of Todd M. Arnold in support thereof. Filed by Debtor Future Media Productions Inc . (Attachments: 1 part 2 of 42 part 3 of 43 part 4 of 4) (Marshall, Latanya) (Entered: 10/23/2006)
10/20/2006	209	Memorandum of points and authorities/ Debtor's (1) in support of confirmation of debtor's First Amended Liquidating Plan; (2) Response to objections to confirmation of debtor's First Amended Liquidating Plan; and (3) Request to continue hearing on plan confirmation; declaration of Richard G. Suhl in support thereof. Filed by Debtor Future Media Productions Inc . (Attachments: 1 part 2 of 32 part 3 of 3) (Marshall, Latanya) (Entered: 10/23/2006)
10/23/2006	210	Order Granting Motion to approve settlement agreement with Sony DADC US, Inc. with notice of entry of judgement or order and certificate of mailing Related Doc # 197) Signed on 10/23/2006. (Espino, Cecilia) (Entered: 10/24/2006)
10/23/2006	211	Document: submission of signature page of Richard Suhl re debtors memorandum of points and authorities in support of confirmation of debtors first amended liquidating plan ; Filed by Debtor Future Media Productions Inc with declaration and proof of service (Harraway, Phillip) (Entered: 10/24/2006)
10/23/2006	212	Stipulation and ORDER thereon Re: Allowance of claim; order thereon. With notice of entry. Signed on 10/23/2006. (Marshall, Latanya) (Entered: 10/24/2006)
10/24/2006	213	Document-Tentative ruling re motion for order determining interest rate on obligations satisfied pursuant to final order approving cash collateral stipulation with General Electric Capital Corporation, Hearing held on

		10/24/06 at 10:00 a.m. (Garcia, Patty) (Entered: 10/25/2006)
10/31/2006	214	Notice of continued Chapter 11 Status conference; and Plan confirmation hearing to 12/05/06 @ 10:00 am ; Filed by Debtor Future Media Productions Inc with proof of service. (Harraway, Phillip) (Entered: 11/01/2006)
11/01/2006	215	Declaration re: of non-opposition to debtor's motion. Filed by Debtor Future Media Productions Inc (RE: related document(s) 206 Motion to approve compromise). (Attachments: 1 part 2 of 32 part 3 of 3) (Marshall, Latanya) (Entered: 11/02/2006)
11/06/2006	216	Order Granting Motion to Approve Compromise/ settelement agreement with Christensen, Glaser, Fink, Jacobs, Weil & Shapiro, LLP with notice of entry of judgment or order and certificate of mailing (Related Doc # 206) Signed on 11/6/2006. (Williams, Jewell) (Entered: 11/06/2006)
11/07/2006	217	Stipulation and ORDER thereon/ regarding allowance of claims of WWM Properties LLC; and order thereon. With notice of entry. Signed on 11/7/2006. (Marshall, Latanya) (Entered: 11/07/2006)
11/14/2006	219	Order Granting Motion of Official Committee of Unsecured Creditors for order determining interest rate on obligations satisfied pursuant to final order approving cash collateral stipulation with General Electric Capital Corporation(Related Doc # 176) Signed on 11/14/2006; with notice of entry of judgment or order and certificate of mailing. (Ogier, Kathy) (Entered: 11/15/2006)
11/15/2006	218	Order Re: [NOT SIGNED] 11/15/2006. (Ogier, Kathy) (Entered: 11/15/2006)
11/17/2006	220	Supplemental/General Electronic Capital Corporation's supplemental statement and objection regarding confirmation of debtor's first amended liquidaiton plan, by Creditor General Electric Capital Corp . (Gonzalez, Emma) (Entered: 11/20/2006)
11/21/2006	221	Stipulation and ORDER thereon authorizing Offcial Unsecured Creditors Committee ot prosecute certain claims on behalf of the estate; order thereon. Notice of entry. Signed on 11/21/2006. (Marshall, Latanya) (Entered: 11/21/2006)
11/22/2006	222	Ex parte application/motion for order shortening time and setting hearing date on motion for stay pending appeal and for interim stay; memorandum of points and authorities in support thereof; declaration of Sara L. Chenetz, Filed by Debtor Future Media Productions Inc (Gonzalez, Emma) (Entered: 11/22/2006)

11/22/2006	223	Notice of Appeal District Court Court. CC-06-7670DOC; 9th Circuit 07-55694. . Receipt Number 0, Fee Amount \$255 Filed by Creditor General Electric Capital Corp (RE: related document(s) 219 Order on Generic Motion,). Appellant Designation due by 12/4/2006. (Gonzalez, Emma) Modified on 11/9/2012 (Williams, Jewell). (Entered: 11/22/2006)
11/22/2006	224	Election to Appeal to District Court/Statement of Election to hae apeal heard by District Court, Filed by Creditor General Electric Capital Corp (RE: related document(s) 223 Notice of Appeal). (Gonzalez, Emma) (Entered: 11/22/2006)
11/22/2006	225	Statement/appellee's statement of related cases, Filed by Creditor General Electric Capital Corp . (Gonzalez, Emma) (Entered: 11/22/2006)
11/22/2006	226	Certificate of Service/Appelle's certificate as to interested parties, Filed by Creditor General Electric Capital Corp (RE: related document(s) 224 Election to Appeal, 223 Notice of Appeal). (Gonzalez, Emma) (Entered: 11/22/2006)
11/22/2006	227	Motion To Stay Pending Appeal/Motion for stay pending appeal of order granting motion of official committee of unsecured (related documents 223 Notice of Appeal) Filed by Creditor General Electric Capital Corp (Gonzalez, Emma) (Entered: 11/22/2006)
11/22/2006	228	Request for judicial notice Filed by Creditor General Electric Capital Corp (RE: related document(s) 227 Motion To Stay Pending Appeal (related documents 223 Notice of Appeal)). (Attachments: 1 Exhibit 2 of 52 Exhibit 3 Exhibit) (Gonzalez, Emma) (Entered: 11/22/2006)
11/22/2006		Receipt of Appeal Filing Fee - \$250.00 by 19. Receipt Number 10008368. (admin) (Entered: 11/23/2006)
11/22/2006		Receipt of Appeal Noticing Fee - \$5.00 by 19. Receipt Number 10008368. (admin) (Entered: 11/23/2006)
11/22/2006	230	ORDER shortening time for stay motion set for 12-5-2006 at 10 a.m. [see order for details] Signed on 11/22/2006 (RE: related document(s) 222 Ex parte application, filed by Debtor Future Media Productions Inc). (Williams, Jewell) (Entered: 11/28/2006)
11/27/2006		Hearing Set (RE: related document(s) 227 Motion To Stay Pending Appeal filed by Creditor General Electric Capital Corp) Hearing to be held on 12/5/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 227 , (Garcia, Patty) (Entered: 11/27/2006)

11/27/2006	229	Notice of ruling re: order shortening time and specially setting hearing date on motion for stay pending appeal and granting interim stay pending hearing on motion for stay pending trial, Filed by Creditor General Electric Capital Corp . (Gonzalez, Emma) (Entered: 11/28/2006)
11/28/2006		Hearing Set (RE: related document(s) 227 Motion To Stay Pending Appeal filed by Creditor General Electric Capital Corp) Hearing to be held on 12/5/2006 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 227 , (Williams, Jewell) (Entered: 11/28/2006)
11/29/2006	231	Notice of referral of appeal to U. S. District Court with certificate of mailing Filed by (RE: related document(s) 223 Notice of Appeal). (Ogier, Kathy) (Entered: 11/29/2006)
11/29/2006	232	Transmittal regarding appeal sent to USD with service list (Ogier, Kathy) (Entered: 11/29/2006)
11/30/2006	233	Adversary case 1:06-ap-01299. Complaint by Official Committee of Unsecured Creditors against Alexander Sandal . Receipt Number O, Fee Amount \$250 (Attachments: 1 part 2 of 52 part 3 of 53 part 4 of 54 part 5 of 5) Nature of Suit: (11 (Recovery of money/property - 542 turnover of property)) ,(14 (Recovery of money/property - other)) ,(13 (Recovery of money/property - 548 fraudulent transfer)) ,(12 (Recovery of money/property - 547 preference)) ,(72 (Injunctive relief - other))(Aledesma, Amy) (Entered: 11/30/2006)
12/01/2006	234	Notice of transcripts Filed by Creditor General Electric Capital Corp. with proof of service (Ogier, Kathy) (Entered: 12/04/2006)
12/01/2006	235	Statement of Issues on Appeal Filed by Creditor General Electric Capital Corp (RE: related document(s) 223 Notice of Appeal) with proof of service. (Ogier, Kathy) (Entered: 12/04/2006)
12/01/2006	236	Appellant Designation of Contents For Inclusion in Record On Appeal Filed by Creditor General Electric Capital Corp (RE: related document(s) 223 Notice of Appeal, 235 Statement of Issues on Appeal, 234 Notice of transcripts, 224 Election to Appeal). Appellee designation due by 12/11/2006. Transmission of Designation Due by 1/1/2007. (Ogier, Kathy) (Entered: 12/04/2006)
12/01/2006	237	Statement of Issues on Appeal Filed by Creditor General Electric Capital Corp (RE: related document(s) 223 Notice of Appeal) with proof of service. (Ogier, Kathy) (Entered: 12/06/2006)
12/06/2006	247	Certificate of readiness of record on appeal to USDC (RE: related document(s) 223 Notice of Appeal filed by Creditor General Electric

		Capital Corp) (Ogier, Kathy) (Entered: 12/26/2006)
12/07/2006	238	Order Re: Debtor and Official Committee of unsecured creditors' joint (A) Request to continue (1) Chapter 11 status conference, and (2) Plan confirmation hearing; and (B) Response to General Electric Capital Corporation's objection to plan confirmation; order thereon. Continued to 2/20/07 at 10:00 a.m. With notice of entry. Filed 12/7/2006. (Marshall, Latanya) (Entered: 12/08/2006)
12/11/2006	239	Transcript filed of hearing held 10/24/2006 re: motion for order determining interest rate on obligations satisfied pursuant to final order approving cash collateral stipulation with General Electric Capital Corporation, Confirmation hearing of debtor's first amended liquidating plan and related deadlines, status conference re: chapter 11 case (Ogier, Kathy) (Entered: 12/11/2006)
12/13/2006	241	Request for Certification of Direct Appeal to Circuit Court Filed by Creditor General Electric Capital Corp . (Marshall, Latanya) (Entered: 12/15/2006)
12/13/2006	242	Notice/ of request for certification for direct appeal to ninth circuit court of appeals. Filed by Creditor General Electric Capital Corp . (Marshall, Latanya) (Entered: 12/15/2006)
12/13/2006	243	Request for judicial notice in support of request. Filed by Creditor General Electric Capital Corp (RE: related document(s) 241 Request for Certification of Direct Appeal). (Marshall, Latanya) (Entered: 12/15/2006)
12/14/2006	240	Order Re: Order Re: General Electric Capital Corporation's motion for stay pending appeal of order granting motion of Official Committee of Unsecured Creditors for order determining interest rate on obligations satisfied pursuant to final order approving cash collateral stipulation with General Electric Capital Corporation. Notice of entry. Signed on 12/14/2006 (RE: related document(s) 227 Motion To Stay Pending Appeal filed by Creditor General Electric Capital Corp). (Marshall, Latanya) (Entered: 12/15/2006)
12/19/2006	244	Order Re: Order Re: Debtor and Official Committee of unsecured creditors joint (A) Request to continue (1) Chapter 11 status conference, and (2) Plan confirmation hearing; and (B) Response to General Electric Capital Corporation's objection to plan confirmation Notice of entry of order ; Signed on 12/19/2006. (Marshall, Latanya) (Entered: 12/19/2006)
12/20/2006	245	Transcript filed of hearing held March 30, 2006 at 10:00 a.m. re: emergency motion to approve stipulation pursuant to sections 105, 361 and 363 of the Bankruptcy Code authorizing debtor's use of case collateral, granting adequate protection, modifying the automatic stay,

		and authorizing maintenance of cash management system 06-GM-133 (Ogier, Kathy) (Entered: 12/20/2006)
12/20/2006	246	Transcript filed of hearing held March 3, 2006 at 10:30 a.m. re: motion authorizing debtor to 1) enter into agency agreement; 2) authorizing debtor to sell assets free and clear of all liens, claims, interests and encumbrances pursuant to 11 U.S.C. section 363; 3) approving bidding and sale procedures and break-up fee - emergency motion to approve stipulation pursuant to sections 105, 361 and 363 of the Bankruptcy Code authorizing debtors use of cash collateral, granting adequate protection, modifying the automatic stay, and authorizing maintenance of cash management system - debtor's emergency motion for an order authorizing debtor to provide adequate assurance of future payment to utility companies - debtor's application to employ Maynards Industries (1991), Inc. as agent and auctioneer (Ogier, Kathy) (Entered: 12/20/2006)
01/03/2007	248	Declaration of Sara L. Chenetz of no opposition to request for certification for direct appeal to Ninth Circuit Court of Appeals pursuant to 28 U.S.C. sec. 1558(d)(2); with proof of service; Filed by Creditor General Electric Capital Corp (RE: related document(s) 241 Request for Certification of Direct Appeal). (Garcia, Patty) (Entered: 01/04/2007)
01/04/2007	249	Motion and Debtor's notice of motion to approve settlement agreements with actual and putative defendants in turnover actions; with proof of service; Filed by Debtor Future Media Productions Inc (Garcia, Patty) (Entered: 01/05/2007)
01/04/2007	250	Memorandum of points and authorities; with proof of service; Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 01/05/2007)
01/05/2007	251	Order And Certification on Request For Certification For Direct Appeal To Ninth Circuit Court of Appeals pursuant to 28 U.S.C. sec 158(d)(2); with notice of entry of judgment or order and certificate of mailing; Signed on 1/5/2007 (RE: related document(s) 241 Request for Certification of Direct Appeal filed by Creditor General Electric Capital Corp). (Garcia, Patty) (Entered: 01/05/2007)
01/05/2007	252	Notice of Assignment of District Court Cse Number CV06-7670-DOC (Re Doc.#223) (Garcia, Patty) (Entered: 01/10/2007)
01/22/2007	253	Notice of assignment appeal case number from District Court - case number SV06-7670. (Ogier, Kathy) (Entered: 01/22/2007)
01/24/2007	254	Declaration re: non-opposition to Debtor's motion to approve settlement agreements with actual and putative defendants in turnover actions; with proof of service; Filed by Debtor Future Media Productions Inc

		(RE: related document(s) 249 Motion). (Attachments: 1 Exhibit B, part 1 of 22 Exhibit B, 2 of 2 and proof of service) (Garcia, Patty) (Entered: 01/25/2007)
01/30/2007	255	Order Granting Motion (Debtor's) To Approve Settlement Agreements With Actual and Putative Defendants In Turnover Actions; with notice of entry of judgment or order and certificate of mailing (Related Doc # 249) Signed on 1/30/2007. (Garcia, Patty) (Entered: 01/31/2007)
02/12/2007	256	Memorandum regarding outstanding confirmation issues Filed by Creditors Alex Sandel,SLL, Inc.; declaration of Stephen F. Biegenzahn with proof of service. (Ogier, Kathy) (Entered: 02/13/2007)
02/16/2007	257	Notice of Hearing <i>NOTICE OF CONTINUED (1) CONFIRMATION HEARING FOR DEBTOR'S FIRST AMENDED LIQUIDATING PLAN AND (2) CHAPTER 11 STATUS CONFERENCE</i> Filed by Debtor Future Media Productions Inc. Hearing to be held on 4/24/2007 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 (Neale, David) (Entered: 02/16/2007)
02/27/2007	258	Statement/Debtor's response to SLL, Inc. and Alex Sandel's memorandum regarding outstanding confirmation issues; declaration of Todd M. Arnold in support thereof; with proof of service 256 Filed by Debtor Future Media Productions Inc . (Garcia, Patty) (Entered: 02/28/2007)
03/06/2007	259	Motion with proof of service Filed by Debtor Future Media Productions Inc. to approve settlement agreement with Arrotrin Plastic Materials, Inc. (Ogier, Kathy) (Entered: 03/07/2007)
03/06/2007	260	Memorandum of points and authorities with proof of service Filed by Debtor Future Media Productions Inc. in support of debtor's motion to approve settlement agreement with Arrotrin Plastic Materials, Inc.; declaration of Richard G. Suhl in support (Ogier, Kathy) (Entered: 03/07/2007)
03/06/2007	261	Motion with proof of service Filed by Debtor Future Media Productions Inc. to approve settlement agreement with Technicolor Home Entertainment Services, Inc. (Ogier, Kathy) (Entered: 03/07/2007)
03/06/2007	262	Memorandum of points and authorities with proof of service Filed by Debtor Future Media Productions Inc. in support of debtor's motion to approve settlement agreement with Technicolor Home Entertainment Services, Inc.; declaration of Richard G. Suhl in support (Ogier, Kathy) (Entered: 03/07/2007)
03/23/2007	263	Declaration re: of non-opposition to debtor's motion Filed by Debtor Future Media Productions Inc (RE: related document(s) 261 Motion).

		(Marshall, Latanya) (Entered: 03/26/2007)
03/23/2007	264	Declaration re: of non-opposition to debtor's motion. Filed by Debtor Future Media Productions Inc (RE: related document(s) 259 Motion). (Attachments: 1 part 2 of 2) (Marshall, Latanya) (Entered: 03/26/2007)
03/27/2007	265	Notice of Hearing <i>Notice to Professionals of Hearing on Interim and Final Applications for Approval of Fees and Reimbursement of Expenses (with Proof of Service)</i> Filed by Debtor Future Media Productions Inc. Hearing to be held on 6/13/2007 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 (Arnold, Todd) (Entered: 03/27/2007)
03/28/2007		Hearing Set re: application for interim and final professional fees and expenses hearing to be held on 6/13/2007 at 10:00 AM at Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367. (Ogier, Kathy) (Entered: 03/28/2007)
03/28/2007	266	Order Granting Motion to approve settlement agreement with Technicolor Home Entertainment Services, Inc.(Related Doc # 261) Signed on 3/28/2007 with notice of entry of judgment or order and certificate of mailing. (Ogier, Kathy) Additional attachment(s) added on 4/2/2007 (Williams, Jewell). CORRECTION: Correct PDF attached Modified on 4/2/2007 (Williams, Jewell). (Entered: 03/28/2007)
03/28/2007	267	Order Granting Motion to approve settlement agreement with Arrotin Plastic Materials, Inc. (Related Doc # 259) Signed on 3/28/2007 with notice of entry of judgment or order and certificate of mailing. (Ogier, Kathy) (Entered: 03/28/2007)
03/29/2007	268	Motion / Parties' Joint notice of motion and motion for final approval of class action settlement. Filed by Debtor Future Media Productions Inc (Attachments: 1 part 2 of 2) (Marshall, Latanya) (Entered: 03/30/2007)
03/29/2007	269	Memorandum of points and authorities and declaration of Richard G. Suhl, Stuart Miller and Eric W. Bishop in support of parties' joint motion for final approval of class action settlement. Filed by Debtor Future Media Productions Inc . (Attachments: 1 part 2 of 42 part 3 of 43 part 4 of 4) (Marshall, Latanya) (Entered: 03/30/2007)
03/30/2007		Hearing Set (RE: related document(s) 268 Generic Motion Re: 268 filed by Debtor Future Media Productions Inc) Hearing to be held on 4/24/2007 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 268 , (Marshall, Latanya) (Entered: 03/30/2007)
04/17/2007	270	Declaration re: <i>Debtor's Supplemental Response to SLL, Inc. and Alex Sandel's Memorandum Regarding Outstanding Confirmation Issues; Declaration of Todd M. Arnold in Support Thereof with Proof of</i>

		<i>Service</i> Filed by Debtor Future Media Productions Inc (RE: related document(s) 256 , Memorandum of points and authorities). (Arnold, Todd) (Entered: 04/17/2007)
04/20/2007	271	Motion to Approve Compromise Under Rule 9019 <i>Debtor's Notice of Motion and Motion to Approve Settlement Agreement with Technicolor Home Entertainment Services, Inc.</i> Filed by Debtor Future Media Productions Inc (Arnold, Todd) (Entered: 04/20/2007)
04/20/2007	272	Memorandum of points and authorities <i>in Support of Debtor's Motion to Approve Settlement Agreement with Technicolor Home Entertainment Services, Inc.; Declaration of Richard G. Suhl in Support Thereof - with Proof of Service</i> Filed by Debtor Future Media Productions Inc. (Arnold, Todd) (Entered: 04/20/2007)
04/23/2007	273	Exhibit Filed by Debtor Future Media Productions Inc (RE: related document(s) 271 Motion to Approve Compromise Under Rule 9019 <i>Debtor's Notice of Motion and Motion to Approve Settlement Agreement with Technicolor Home Entertainment Services, Inc.</i>). (Attachments: 1 part 2 of exhibits 2 part 3 of exhibits 3 part 4 of exhibits 4 part 5 of exhibits 5 part 6 of exhibits 6 part 7 of exhibits 7 part 88 part 9 of exhibits 9 part 10 of exhibits 10 part 11 of exhibits 11 part 12 of exhibits 12 part 13 of exhibits 13 part 14 of exhibits 14 part 15 of exhibits) (Ogier, Kathy) (Entered: 04/24/2007)
04/24/2007		Hearing Set (RE: related document(s) 271 , Motion to Approve Compromise Under Rule 9019 filed by Debtor Future Media Productions Inc) Hearing to be held on 5/16/2007 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 271 , (Marshall, Latanya) (Entered: 04/24/2007)
05/02/2007	274	Opposition to (related document(s): 271 Motion to Approve Compromise Under Rule 9019 <i>Debtor's Notice of Motion and Motion to Approve Settlement Agreement with Technicolor Home Entertainment Services, Inc.</i> filed by Debtor Future Media Productions Inc) <i>Opposition of the Official Committee of Unsecured Creditors to Debtor's Motion to Approve Settlement Agreement with Technicolor Home Entertainment Services, inc.</i> Filed by Creditor Official Unsecured Creditors Committee (Rafatjoo, Hamid) (Entered: 05/02/2007)
05/08/2007	275	Reply to (related document(s): 271 Motion to Approve Compromise Under Rule 9019 <i>Debtor's Notice of Motion and Motion to Approve Settlement Agreement with Technicolor Home Entertainment Services, Inc.</i> filed by Debtor Future Media Productions Inc) <i>Opposition of the Official Committee of Unsecured Creditors to Debtor's Motion to Approve Settlement Agreement with Technicolor Home Entertainment Services, Inc. with Proof of Service</i> Filed by Debtor Future Media Productions Inc (Arnold, Todd) (Entered: 05/08/2007)

05/09/2007	276	Reply to (related document(s): 271 Motion to Approve Compromise Under Rule 9019 <i>Debtor's Notice of Motion and Motion to Approve Settlement Agreement with Technicolor Home Entertainment Services, Inc.</i> filed by Debtor Future Media Productions Inc) Filed by Interested Party Technicolor (Newman, Samuel) (Entered: 05/09/2007)
05/11/2007	277	Statement in support of debtor's motion to approve settlement with Technicolor Home Entertainment Services, Inc. and in response to committee's opposition to the motion Filed by Creditor U.S. Philips Corporation with proof of service. (Ogier, Kathy) (Entered: 05/11/2007)
05/15/2007	278	<i>Notice of Appointment of Liquidating Agent</i> Filed by Creditor Official Unsecured Creditors Committee. (Rafatjoo, Hamid) (Entered: 05/15/2007)
05/17/2007	279	Order Granting Motion to Approve Compromise under Rule 9019 notice of entry(Related Doc # 271) Signed on 5/17/2007. (Marshall, Latanya) (Entered: 05/17/2007)
05/18/2007	280	Application for Compensation <i>Second and Final Application of Levene, Neale, Bender, Rankin & Brill L.L.P. for Approval of Fees and Reimbursement of Expenses; Declaration of David L. Neale, Esq. in Support Thereof with Proof of Service</i> for Todd M Arnold, Debtor's Attorney, Period: 8/1/2006 to 5/11/2007, Fee: \$261,878.50, Expenses: \$37,818.99. Filed by Attorney Todd M Arnold (Attachments: 1 Exhibit A, B and C-Part 12 Exhibit C-Part 23 Exhibit C-Part 34 Exhibit C - Part 4, D and E) (Arnold, Todd) (Entered: 05/18/2007)
05/18/2007	281	Declaration re: of <i>Richard G. Suhl in Support of Second and Final Application of Levene, Neale, Bender, Rankin & Brill L.L.P. for Approval of Fees and Reimbursement of Expenses with Proof of Service</i> Filed by Debtor Future Media Productions Inc (RE: related document(s) 280 Application for Compensation <i>Second and Final Application of Levene, Neale, Bender, Rankin & Brill L.L.P. for Approval of Fees and Reimbursement of Expenses; Declaration of David L. Neale, Esq. in Support Thereof with Proof of Service</i> for Todd M). (Arnold, Todd) (Entered: 05/18/2007)
05/18/2007	282	Notice of Hearing on <i>Final Applications for Allowance of Fees and Reimbursement of Expenses with Proof of Service</i> , Notice of motion/application Filed by Debtor Future Media Productions Inc (RE: related document(s) 280 Application for Compensation <i>Second and Final Application of Levene, Neale, Bender, Rankin & Brill L.L.P. for Approval of Fees and Reimbursement of Expenses; Declaration of David L. Neale, Esq. in Support Thereof with Proof of Service</i> for Todd M Arnold, Debtor's Attorney, Period: 8/1/2006 to 5/11/2007, Fee: \$261,878.50, Expenses: \$37,818.99. Filed by Attorney Todd M Arnold (Attachments: # 1 Exhibit A, B and C-Part 1# 2 Exhibit C-Part 2# 3 Exhibit C-Part 3# 4 Exhibit C - Part 4, D and E) (Arnold, Todd)).

		Hearing to be held on 6/13/2007 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 280 , (Arnold, Todd) (Entered: 05/18/2007)
05/18/2007	283	Application <i>Second and Final Application of Pachulski Stang Ziehl Young Jones & Weintraub LLP for Approval of Compensation and Reimbursement of Expenses as Attorneys for the Official Unsecured Creditors Committee (March 1, 2006 through April 24, 2007); Memorandum of Points and Authorities; Declaration of Hamid R. Rafatjoo</i> Filed by Creditor Official Unsecured Creditors Committee (Attachments: 1 Exhibit Exhibit A2 Exhibit Exhibit B3 Exhibit Exhibit C) (Rafatjoo, Hamid) (Entered: 05/18/2007)
05/18/2007	284	Application for Compensation (First and Final) for Silver & Freedman , Debtor's Attorney, for approval of fees and reimbursement of expenses; with declaration Period: to , Fee: \$99536.00, Expenses: \$6266.36. Filed by Attorney Silver & Freedman (Attachments: 1 part 2 of 42 part 3 of 43 part 4 of 4) (Marshall, Latanya) (Entered: 05/21/2007)
05/18/2007		Hearing Set (RE: related document(s) 280 , Application for Compensation filed by Debtor Future Media Productions Inc) Hearing to be held on 6/13/2007 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 280 , (Garcia, Patty) (Entered: 05/21/2007)
05/18/2007		Hearing Set (RE: related document(s) 283 , Application (Generic) filed by Creditor Official Unsecured Creditors Committee) Hearing to be held on 6/13/2007 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 283 , (Garcia, Patty) (Entered: 05/21/2007)
05/21/2007		Hearing Set (RE: related document(s) 284 , Application for Compensation) Hearing to be held on 6/13/2007 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 284 , (Marshall, Latanya) (Entered: 05/21/2007)
05/21/2007	285	Application for Compensation (First and Final) for allowance and payment of fees and expenses of Accountants to the Official Unsecured Creditors Committee; with declaration for Squar, Milner, Miranda & Williamson, LLP , Accountant, Period: 5/9/2006 to 5/18/2007, Fee: \$31626.50, Expenses: \$42.57. Filed by Attorney Squar, Milner, Miranda & Williamson, LLP (Marshall, Latanya) (Entered: 05/22/2007)
05/22/2007		Hearing Set (RE: related document(s) 285 , Application for Compensation) Hearing to be held on 6/13/2007 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 285 , (Marshall, Latanya) (Entered: 05/22/2007)

05/25/2007	286	Order Confirming Debtor's First Amended Chapter 11 Liquidating Plan; with notice of entry of judgment or order and certificate of mailing. Signed on 5/25/2007 (RE: related document(s) 166 , Chapter 11 Plan filed by Debtor Future Media Productions Inc, 167 , Disclosure Statement filed by Debtor Future Media Productions Inc). (Attachments: 1 Part 2 of 2) (Garcia, Patty) (Entered: 05/25/2007)
05/25/2007	287	Findings of Fact and Conclusions of Law In Support Of Order Confirming Debtor's First Amended Liquidating Plan; with notice of entry of judgment or order and certificate of mailing. (RE: related document(s) 286 , Order Confirming Chapter 11 Plan) (Garcia, Patty) (Entered: 05/25/2007)
05/25/2007	288	Notice of order confirming chapter 11 plan (BNC) (Garcia, Patty) (Entered: 05/25/2007)
05/27/2007	289	BNC Certificate of Mailing. (RE: related document(s) 288 , Notice of order confirming chapter 11 plan (BNC)) No. of Notices: 418. Service Date 05/27/2007. (Admin.) (Entered: 05/27/2007)
06/11/2007	290	Declaration re: <i>Supplemental Declaration Of Todd M. Arnold In Support Of Second And Final Application Of Levene, Neale, Bender, Rankin & Brill L.L.P. For Approval Of Fees And Reimbursement Of Expenses with Exhibit "A" and Proof of Service</i> Filed by Debtor Future Media Productions Inc (RE: related document(s) 280 Application for Compensation <i>Second and Final Application of Levene, Neale, Bender, Rankin & Brill L.L.P. for Approval of Fees and Reimbursement of Expenses; Declaration of David L. Neale, Esq. in Support Thereof with Proof of Service</i> for Todd M). (Arnold, Todd) (Entered: 06/11/2007)
06/12/2007	291	Declaration re: <i>Declaration of Andrew Ghassemi, In Support of First and Final Application of Squar, Milner, Miranda & Williamson LLP For Allowance and Payment of Fees and Reimbursement of Accountants to the Official Unsecured Creditors Committee</i> Filed by Creditor Official Unsecured Creditors Committee. (Rafatjoo, Hamid) (Entered: 06/12/2007)
06/12/2007	292	Declaration re: <i>Declaration of Andrew Ghassemi, In Support of Second and Final Application of Pachulski Stang Ziehl Young Jones & Weintraub LLP For Approval of Compensation and Reimbursement of Expenses as Attorneys For the Official Unsecured Creditors Committee</i> Filed by Creditor Official Unsecured Creditors Committee. (Rafatjoo, Hamid) (Entered: 06/12/2007)
06/14/2007		Hearing Continued (RE: related document(s) 280 APPLICATION FOR COMPENSATION filed by Future Media Productions Inc) Hearing to be held on 08/08/2007 at 10:00 AM 21041 Burbank Blvd Woodland Hills, CA 91367 for 280 , (Garcia, Patty) (Entered: 06/14/2007)

06/21/2007	293	Declaration re: <i>Supplemental Declaration Of Richard G. Suhl In Support Of Second And Final Application Of Levene, Neale, Bender, Rankin & Brill L.L.P. For Approval Of Fees And Reimbursement Of Expenses with Proof of Service</i> Filed by Debtor Future Media Productions Inc (RE: related document(s) 280 Application for Compensation <i>Second and Final Application of Levene, Neale, Bender, Rankin & Brill L.L.P. for Approval of Fees and Reimbursement of Expenses; Declaration of David L. Neale, Esq. in Support Thereof with Proof of Service</i> for Todd M). (Arnold, Todd) (Entered: 06/21/2007)
07/03/2007	294	Order Granting Application For Compensation notice of entry (Related Doc # 280) for Future Media Productions Inc, fees awarded: \$0.00, expenses awarded: \$0.00, Granting Application For Compensation (Related Doc # 280) for Todd M Arnold, fees awarded: \$261878.50, expenses awarded: \$37818.99, Granting Application (Related Doc # 283), Granting Application For Compensation (Related Doc # 285) for Squar, Milner, Miranda & Williamson, LLP, fees awarded: \$31625.55, expenses awarded: \$42.57 Signed on 7/3/2007. (Marshall, Latanya) (Entered: 07/03/2007)
08/28/2007	295	Order Re: supplemental second and final application of Levene, Neale, Bender, Rankin & Brill LLP for approval of fees and reimbursement of expenses Signed on 8/28/2007 with notice of entry of judgment or order and certificate of mailing. (Ogier, Kathy) (Entered: 08/29/2007)
09/05/2007	296	Notice of Firm Name Change Filed by Creditor Official Unsecured Creditors Committee. (Richards, Jeremy) (Entered: 09/05/2007)
09/14/2007		Receipt of Bankruptcy Direct Appeal Fee - \$200.00 by 06. Receipt Number 10011380. (admin) (Entered: 09/17/2007)
10/08/2007	297	Status report (<i>First Post-Confirmation Status Report</i>) Filed by Accountant Squar, Milner, Miranda & Williamson LLP. (Rafatjoo, Hamid) CORRECTION: Filed by Attorneys for Liquidating Agent, Pachulshi, Stang, Ziehl & Jones LLP, not Accountant Squar, Milner. Modified on 10/10/2007 (Macias, Dora O.). (Entered: 10/08/2007)
10/09/2007	298	Proof of service of <i>First Post-Confirmation Status Report</i> Filed by Accountant Squar, Milner, Miranda & Williamson LLP (RE: related document(s) 297 , Status report). (Rafatjoo, Hamid) CORRECTION: Filed by Attorneys for Liquidating Agent, Pachulski, Stang, Ziehl & Jones LLP, not Accountant Squar, Milner. Modified on 10/10/2007 (Macias, Dora O.). (Entered: 10/09/2007)
10/17/2007	299	Stipulation and ORDER thereon For Reimbursement of Counsel Fees and Expenses Incurred By General Electric Capital Corporation In Connection With Technicolor Home Entertainment Services, Inc. Adversary Proceeding; with notice of entry. Signed on 10/17/2007. (Garcia, Patty) (Entered: 10/18/2007)

02/13/2008	300	Adversary case 1:08-ap-01035. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against Advanced Energy Industries, Inc.. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)) (Nolan, Jeffrey) (Entered: 02/13/2008)
02/13/2008	301	Adversary case 1:08-ap-01036. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against Singulus Technologies, Inc.. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)) (Nolan, Jeffrey) (Entered: 02/13/2008)
02/13/2008	302	Adversary case 1:08-ap-01037. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against Safety-Kleen Systems, Inc.. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)) (Nolan, Jeffrey) (Entered: 02/13/2008)
02/13/2008	303	Adversary case 1:08-ap-01038. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against DIC International (USA) LLC a/k/a DIC International, Inc.. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)) (Nolan, Jeffrey) (Entered: 02/13/2008)
02/13/2008	304	Adversary case 1:08-ap-01039. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against Bethel Plastics, Inc.. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)) (Nolan, Jeffrey) (Entered: 02/13/2008)
02/13/2008	305	Adversary case 1:08-ap-01040. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against Southern California Edison Company. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)) (Nolan, Jeffrey) (Entered: 02/13/2008)
02/13/2008	306	Adversary case 1:08-ap-01041. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against American Express Company and American Express Travel Related Services, Inc.. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential and Fraudulent Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)) (Nolan, Jeffrey) (Entered: 02/13/2008)

02/13/2008	307	Adversary case 1:08-ap-01042. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against Rex Julian Beaber. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential and Fraudulent Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)),(13 (Recovery of money/property - 548 fraudulent transfer)) (Nolan, Jeffrey) (Entered: 02/13/2008)
02/13/2008	308	Adversary case 1:08-ap-01043. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against Ruth Levy. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential and Fraudulent Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)),(13 (Recovery of money/property - 548 fraudulent transfer)) (Nolan, Jeffrey) (Entered: 02/13/2008)
02/13/2008	309	Adversary case 1:08-ap-01044. Complaint by Official Committee of Unsecured Creditors of Future Media Productions, Inc. against R2D2, LLC, Susan Hillary Tregub. Fee Amount \$250 <i>Complaint for Avoidance and Recovery of Preferential and Fraudulent Transfers</i> Nature of Suit: (12 (Recovery of money/property - 547 preference)),(13 (Recovery of money/property - 548 fraudulent transfer)) (Nolan, Jeffrey) (Entered: 02/13/2008)
04/08/2008	310	Objection to Claim 21-24, 26, 30-33 by Claimant Bethel Plastics. <i>etc. FIRST OMNIBUS OBJECTION BY LIQUIDATING AGENT TO CLAIMS THAT HAVE BEEN SUPERSEDED OR AMENDED; MEMORANDUM OF POINT AND AUTHORITIES</i> Filed by Accountant Squar, Milner, Miranda & Williamson LLP. (Attachments: 1 Exhibit A2 Exhibit A13 Exhibit A24 Exhibit A35 Exhibit A4-16 Exhibit A4-27 Exhibit A58 Exhibit A69 Exhibit A710 Exhibit A-811 Exhibit A912 Exhibit A-1013 Exhibit A1114 Exhibit A1215 Exhibit A1316 Exhibit A1417 Exhibit A1518 Exhibit A1619 Exhibit A1720 Exhibit A1821 Exhibit A1922 Exhibit A2023 Exhibit A2124 Proof of Service)(Nolan, Jeffrey) (Entered: 04/08/2008)
04/08/2008	311	Declaration re: <i>Katherine Gough In Support of the First Omnibus Objeciton of the Liquidating Agent, Stephen Milner</i> Filed by Accountant Squar, Milner, Miranda & Williamson LLP (RE: related document(s) 310 , Objection to Claim). (Attachments: 1 Exhibit A) (Nolan, Jeffrey) (Entered: 04/08/2008)
04/09/2008		Hearing Set Hearing to be held on 5/7/2008 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 (Espino, Cecilia) (Entered: 04/09/2008)
04/30/2008	312	Transfer of Claim Transferor: EMCO (Claim No. 29) To RUSS SCHNEIDER . (Toomer, Rosalyn) (Entered: 04/30/2008)

05/02/2008	313	BNC Certificate of Service - Transfer of Claim (RE: related document(s) 312 , Transfer of Claim) No. of Notices: 1. Service Date 05/02/2008. (Admin.) (Entered: 05/02/2008)
05/15/2008	314	Notice of Change of Address Filed by Creditor U.S. Philips Corporation. (Pitts, Robert) (Entered: 05/15/2008)
05/23/2008	315	ORDER disallowing claim(s); with notice of entry of judgment or order and certificate of mailing. Signed on 5/23/2008. (Espino, Cecilia) (Entered: 05/27/2008)
06/02/2008	316	Request for special notice Filed by Creditor Los Angeles County Tax Collector. (Glaser, Barry) (Entered: 06/02/2008)
07/07/2008	317	Substitution of attorney <i>and Certificate of Service</i> Filed by Creditor General Electric Capital Corp. (Blumenstiel, Hannah) (Entered: 07/07/2008)
07/07/2008	318	Request for special notice (<i>Amended</i>) with <i>Certificate of Service</i> Filed by Creditor General Electric Capital Corp. (Blumenstiel, Hannah) (Entered: 07/07/2008)
08/08/2008	319	Motion For Summary Judgment <i>DEFENDANT'S RESPONSES TO PLAINTIFF'S STATEMENT OF GENUINE ISSUES</i> Filed by Creditor SLL, Inc. (Biegenzahn, Stephen)CORRECTION: Entered on incorrect case should be on Adversary docket, incorrect event code used, no hearing date given, Attorney to refile on Adversary docket Modified on 8/11/2008 (Espino, Cecilia). (Entered: 08/08/2008)
08/08/2008	320	Motion For Summary Judgment <i>SUPPLEMENTAL DECLARATION OF ALEX SANDEL (part 1 of 2)</i> Filed by Creditor SLL, Inc. (Biegenzahn, Stephen)CORRECTION: Entered on wrong docket, incorrect event code used; Attorney to refile on Adversary docket Modified on 8/11/2008 (Espino, Cecilia). (Entered: 08/08/2008)
08/08/2008	321	Motion For Summary Judgment <i>DECLARATION OF LISA RUDES</i> Filed by Creditor SLL, Inc. (Biegenzahn, Stephen)CORRECTION : Entered on wrong case, incorrect event code used, Attorney to refile on Adversary docket. Modified on 8/11/2008 (Espino, Cecilia). (Entered: 08/08/2008)
08/08/2008	322	Motion For Summary Judgment <i>REPLY TO PLAINTIFF'S OPPOSITION TO MOTION FOR SUMMARY JUDGMENT</i> Filed by Creditor SLL, Inc. (Biegenzahn, Stephen)CORRECTION: Entered on wrong docket, incorrect event code used, Attorney to refile on Adversary docket. Modified on 8/11/2008 (Espino, Cecilia). (Entered: 08/08/2008)

08/08/2008	323	Motion For Summary Judgment <i>SUPPLEMENTAL DECLARATION OF ALEX SANDEL (part 2 of 3)</i> Filed by Creditor SLL, Inc. (Biegenzahn, Stephen)CORRECTION: Entered on wrong docket, incorrect event code. Attorney to refile on Adversary docket. Modified on 8/11/2008 (Espino, Cecilia). (Entered: 08/08/2008)
08/08/2008	324	Motion For Summary Judgment <i>SUPPLEMENTAL DECLARATION OF ALEX SANDEL (part 3 of 3)</i> Filed by Creditor SLL, Inc. (Biegenzahn, Stephen)CORRECTION: Entered on wrong docket, incorrect event code used; Attorney to refile on Adversary docket. Modified on 8/11/2008 (Espino, Cecilia). (Entered: 08/08/2008)
08/27/2008		Receipt of Certification Fee - \$9.00 by 07. Receipt Number 10016530. (admin) (Entered: 08/28/2008)
08/27/2008		Receipt of Photocopies Fee - \$21.50 by 07. Receipt Number 10016530. (admin) (Entered: 08/28/2008)
10/09/2008	325	Stipulation By Stephen P Milner and <i>Stipulation regarding Remand of Order on Motion for Order Determining Interest Rate on Obligations Satisfied Pursuant to Final Order Approving Cash Collateral Stipulation with General Electric Capital Corporation</i> Filed by Trustee Stephen P Milner (Hochman, Harry) (Entered: 10/09/2008)
10/14/2008	326	Order on Stipulation regarding remand of order on motion for order determining interest rate on obligations satisfied pursuant to final order approving cash collateral stipulation with General Electric Capital Corporation (Related Doc # 325) Signed on 10/14/2008 (Espino, Cecilia) (Entered: 10/14/2008)
10/16/2008	327	BNC Certificate of Service - PDF Document. (RE: related document(s) 326 , Order (Generic)) No. of Notices: 28. Service Date 10/16/2008. (Admin.) (Entered: 10/16/2008)
11/17/2008	328	Order Re: Notice of Status Conference hearing regarding mandate of The United States Court of Appeals for the Ninth Circuit filed on November 3, 2008 regarding an order entered on October 24, 2008 Signed on 11/17/2008. (Ogier, Kathy) (Entered: 11/18/2008)
11/20/2008	329	Application for Compensation for General Electric Capital Corp, Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. Filed by Attorney David J Richardson (Attachments: 1 Appendix Request for Judicial Notice 2 Exhibit Exhibit 13 Exhibit Exhibit 24 Exhibit Exhibits 3-6 5 Exhibit Exhibits 7-11 6 Exhibit Exhibit 12 part 17 Exhibit Exhibit 12 part 28 Affidavit Declaration of Hannah Blumenstiel Part 19 Affidavit Declaration of Hannah Blumenstiel Part 210 Affidavit Declaration of Hannah Blumenstiel Part 311 Affidavit Declaration of Hannah Blumenstiel Part 412 Affidavit Declaration of Adam Spiegel 13 Affidavit Certificate of Service) (Richardson, David)

		(Entered: 11/20/2008)
11/20/2008	330	Notice of motion/application Filed by Creditor General Electric Capital Corp (RE: related document(s) 329 Application for Compensation for General Electric Capital Corp, Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. Filed by Attorney David J Richardson (Attachments: # 1 Appendix Request for Judicial Notice# 2 Exhibit Exhibit 1# 3 Exhibit Exhibit 2# 4 Exhibit Exhibits 3-6# 5 Exhibit Exhibits 7-11# 6 Exhibit Exhibit 12 part 1# 7 Exhibit Exhibit 12 part 2# 8 Affidavit Declaration of Hannah Blumenstiel Part 1# 9 Affidavit Declaration of Hannah Blumenstiel Part 2# 10 Affidavit Declaration of Hannah Blumenstiel Part 3# 11 Affidavit Declaration of Hannah Blumenstiel Part 4# 12 Affidavit Declaration of Adam Spiegel# 13 Affidavit Certificate of Service) (Richardson, David)). (Richardson, David) (Entered: 11/20/2008)
11/21/2008		Hearing Set 328 Status hearing to be held on 12/16/2008 at 10:00 AM at Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367. (Garcia, Patty) (Entered: 11/21/2008)
11/21/2008		Hearing Set (RE: related document(s) 329 , Application for Compensation filed by Creditor General Electric Capital Corp) Hearing to be held on 1/6/2009 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 329 , (Ogier, Kathy) (Entered: 11/21/2008)
12/08/2008	331	Notice of Intent to Appear by Telephone Filed by Trustee Stephen P Milner. (Brown, Gillian) (Entered: 12/08/2008)
12/12/2008	332	Errata <i>NOTICE OF ERRATA REGARDING GENERAL ELECTRIC CAPITAL CORPORATION'S MOTION FOR ALLOWANCE OF ATTORNEYS' FEES AND COSTS UNDER 11 U.S.C. SECTION 506(B)</i> Filed by Creditor General Electric Capital Corp. (Blumenstiel, Hannah) (Entered: 12/12/2008)
12/12/2008	333	Notice OF INTENT TO APPEAR BY TELEPHONE Filed by Creditor General Electric Capital Corp. (Blumenstiel, Hannah) (Entered: 12/12/2008)
12/23/2008	334	Opposition to (related document(s): 329 Application for Compensation for General Electric Capital Corp, Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. filed by Creditor General Electric Capital Corp) <i>under 11 U.S.C. section 506(b)</i> Filed by Trustee Stephen P Milner (Hochman, Harry) (Entered: 12/23/2008)
12/23/2008	335	Declaration re: <i>Declaration of Harry D. Hochman in Support of Opposition to General Electric Capital Corporation's Motion for Allowance of Attorney's Fees and Costs under 11 U.S.C. section 506(b)</i> Filed by Trustee Stephen P Milner (RE: related document(s) 334 ,

		Opposition). (Attachments: 1 Exhibit 12 Exhibit 23 Exhibit 34 Exhibit 45 Exhibit 56 Exhibit 67 Exhibit 78 Exhibit 8, part 19 Exhibit 8, part 210 Exhibit 8, part 311 proof of service) (Hochman, Harry) (Entered: 12/23/2008)
12/23/2008	336	Proof of service <i>Corrected Proof of Service re: Opposition to General Electric Capital Corporation's Motion for Allowance of Attorneys' Fees and Costs</i> Filed by Trustee Stephen P Milner (RE: related document(s) 334 , Opposition). (Hochman, Harry) (Entered: 12/23/2008)
12/29/2008		Hearing Continued (RE: related document(s) 329 APPLICATION FOR COMPENSATION filed by General Electric Capital Corp) Hearing to be held on 01/06/2009 at 11:00 AM 21041 Burbank Blvd Woodland Hills, CA 91367 for 329 , (Espino, Cecilia) (Entered: 12/29/2008)
12/30/2008	337	Reply to (related document(s): 329 Application for Compensation for General Electric Capital Corp, Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. filed by Creditor General Electric Capital Corp) Filed by Creditor General Electric Capital Corp (Blumenstiel, Hannah) (Entered: 12/30/2008)
12/30/2008	338	Declaration re: <i>Reply In Support of Attorneys' Fee Motion</i> Filed by Creditor General Electric Capital Corp (RE: related document(s) 337 , Reply). (Blumenstiel, Hannah) (Entered: 12/30/2008)
12/30/2008	339	Proof of service re: <i>Reply and Declaration in Support of Attorneys' Fee Motion</i> Filed by Creditor General Electric Capital Corp (RE: related document(s) 337 , Reply). (Blumenstiel, Hannah) (Entered: 12/30/2008)
01/08/2009		Hearing Continued (RE: related document(s) 329 APPLICATION FOR COMPENSATION filed by General Electric Capital Corp) Hearing to be held on 03/10/2009 at 10:00 AM 21041 Burbank Blvd Woodland Hills, CA 91367 for 329 , (Espino, Cecilia) (Entered: 01/08/2009)
01/20/2009	340	Request for judicial notice in support of General Electric Capital Corporation's amended motion for allowance of Attorneys' fees and costs un 11 U.S.C.506(b) Filed by Creditor General Electric Capital Corp . (Attachments: 1 part 2 of 92 part 3 of 93 part 4 of 94 part 5 of 95 part 6 of 96 part 7 of 97 part 8 of 98 part 9 of 9) (Espino, Cecilia) (Entered: 01/21/2009)
01/20/2009	341	Amended Motion for allowance of attorneys' fees and costs under 11 U.S.C. sec. 506(b); memorandum of points and authorities. (related document(s): 329 Application for Compensation for General Electric Capital Corp , Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. filed by Creditor General Electric Capital Corp) Filed by Creditor General Electric Capital Corp (Garcia, Patty) (Entered: 01/27/2009)

01/20/2009	342	Declaration of Hannah L. Blumenstiel in support of General Electric Capital Corporation's Amended Motion for Allowance of Attorneys Fees and Costs under 11 U.S.C. sec. 506(b). 341 Filed by Creditor General Electric Capital Corp . (Attachments: 1 Part 2 of 52 Part 3 of 53 Part 4 of 54 Part 5 of 5) (Garcia, Patty) (Entered: 01/27/2009)
01/20/2009	343	Proof of service Filed by Creditor General Electric Capital Corp (RE: related document(s) 342 , Declaration, 341 Amended Motion (related document(s): 329 Application for Compensation for General Electric Capital Corp , Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. filed by Creditor General Electric Capital Co). (Garcia, Patty) (Entered: 01/27/2009)
01/27/2009		Hearing Set (RE: related document(s) 341 , Amended Motion filed by Creditor General Electric Capital Corp) Hearing to be held on 3/10/2009 at 10:00 AM Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367 for 341 , (Garcia, Patty) (Entered: 01/27/2009)
02/17/2009	344	Opposition to (related document(s): 341 Amended Motion (related document(s): 329 Application for Compensation for General Electric Capital Corp, Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. filed by Creditor General Electric Capital Co filed by Creditor General Electric Capital Corp) <i>Opposition to General Electric Capital Corporation's Amended Motion for Allowance of Attorneys' Fees and Costs Under 11 U.S.C. Section 506(b)</i> Filed by Trustee Stephen P Milner (Hochman, Harry) (Entered: 02/17/2009)
02/24/2009	345	Reply to (related document(s): 341 Amended Motion (related document(s): 329 Application for Compensation for General Electric Capital Corp, Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. filed by Creditor General Electric Capital Co filed by Creditor General Electric Capital Corp) Filed by Creditor General Electric Capital Corp (Blumenstiel, Hannah) (Entered: 02/24/2009)
02/24/2009	346	Declaration re: <i>Adam Spiegel In Support of Amended Motion for Attorneys' Fees</i> Filed by Creditor General Electric Capital Corp (RE: related document(s) 341 Amended Motion (related document(s): 329 Application for Compensation for General Electric Capital Corp, Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. filed by Creditor General Electric Capital Co). (Blumenstiel, Hannah) (Entered: 02/24/2009)
02/24/2009	347	Declaration re: <i>Blumenstiel Supp. Decl. In Support of Attorneys' Fee Motion</i> Filed by Creditor General Electric Capital Corp (RE: related document(s) 341 Amended Motion (related document(s): 329 Application for Compensation for General Electric Capital Corp, Creditor's Attorney, Period: 7/6/2006 to 9/9/2008, Fee: \$309,338.91, Expenses: \$. filed by Creditor General Electric Capital Co).

		(Blumenstiel, Hannah) (Entered: 02/24/2009)
02/24/2009	348	Certificate of Service <i>for Reply and Declarations in Support of Amended Attorneys' Fee Motion</i> Filed by Creditor General Electric Capital Corp (RE: related document(s) 345 , Reply). (Blumenstiel, Hannah) (Entered: 02/24/2009)
03/19/2009	349	Notice of Hearing <i>Notice of Continued Chapter 11 Status Conference with Proof of Service</i> Filed by Debtor Future Media Productions Inc. (Arnold, Todd) (Entered: 03/19/2009)
04/13/2009	350	Order Granting General Electric Capital Corporation's Amended Motion for Allowance of Attorney's Fees and Costs under 11 U.S.C. 506(B) in the amount of \$150,000.00 for fees and costs. (Related Doc # doc) Signed on 4/13/2009 (Espino, Cecilia) (Entered: 04/13/2009)
04/13/2009	351	Memorandum of Opinion regarding General Electric Capital Corporations's Amended Motion for allowance of Attorney's Fees and Costs under 11 U.S.C. 506(B) (Related Doc # doc) Signed on 4/13/2009 (Espino, Cecilia) (Entered: 04/13/2009)
04/15/2009	352	BNC Certificate of Service - PDF Document. (RE: related document(s) 350 Order (Generic)) No. of Notices: 30. Service Date 04/15/2009. (Admin.) (Entered: 04/15/2009)
04/15/2009	353	BNC Certificate of Service - PDF Document. (RE: related document(s) 351 Order (Generic)) No. of Notices: 30. Service Date 04/15/2009. (Admin.) (Entered: 04/15/2009)
04/16/2009	354	Substitution of attorney <i>with Proof of Service</i> Filed by Creditor Los Angeles County Tax Collector. (Glaser, Barry) (Entered: 04/16/2009)
06/12/2009	355	Notice of Hearing <i>Notice of Continuance of Status Conference</i> Filed by Trustee Stephen P Milner. (Rafatjoo, Hamid) (Entered: 06/12/2009)
06/17/2009	356	Request for special notice Filed by Creditor WWM Properties LLC . (Holbert, Ellen) (Entered: 06/18/2009)
06/22/2009	357	Status report <i>Third Post-Confirmation Status Report</i> Filed by Trustee Stephen P Milner (RE: related document(s) 166 Chapter 11 Plan). (Nolan, Jeffrey) (Entered: 06/22/2009)
10/05/2009	358	Status report <i>Fourth Post-Confirmation Status Report</i> Filed by Trustee Stephen P Milner (RE: related document(s) 1 Voluntary Petition (Chapter 11)). (Nolan, Jeffrey) (Entered: 10/05/2009)
11/23/2009	359	Motion to approve compromise <i>Notice of Motion and Motion of Debtor for Order Approving Settlement With Toshiba Corporation Pursuant to</i>

		<i>Bankruptcy Rule 9019; Memorandum of Points and Authorities in Support Thereof; and Declaration of Katherine Gough</i> Filed by Trustee Stephen P Milner (Attachments: 1 Exhibit A Stipulation 2 Affidavit Declaration of Katherine Gough 3 Affidavit Proof of Service of Janice G Washington) (Rafatjoo, Hamid) (Entered: 11/23/2009)
12/10/2009	360	Declaration re: non opposition <i>Declaration of Service and Non-Response Pursuant to Local Bankruptcy Rule 9013-1(o)(3)(A) Regarding Notice of Motion and Motion of Debtor for Order Approving Settlement with Toshiba Corporation Pursuant to Bankruptcy Rule 9019; Memorandum of Points and Authorities in Support Thereof</i> Filed by Trustee Stephen P Milner (RE: related document(s) 359 Motion to approve compromise <i>Notice of Motion and Motion of Debtor for Order Approving Settlement With Toshiba Corporation Pursuant to Bankruptcy Rule 9019; Memorandum of Points and Authorities in Support Thereof; and Declaration of Katherine Gough</i> 1 Exhibit A) (Rafatjoo, Hamid) (Entered: 12/10/2009)
12/16/2009	361	Order Approving Settlement with Toshiba Corporation with notice of entered order and service list. (Related Doc # 359) Signed on 12/16/2009 (Garcia, Patty) (Entered: 12/16/2009)
12/16/2009	362	Stipulation By Stephen P Milner and <i>the Los Angeles Cuonty Treasurer and Tax Collector, Claim Nos. 5, 67-1, 67-2 and 163</i> Filed by Trustee Stephen P Milner (Nolan, Jeffrey) (Entered: 12/16/2009)
12/18/2009	363	BNC Certificate of Notice - PDF Document. (RE: related document(s) 361 Order on Motion to Approve Compromise) No. of Notices: 31. Service Date 12/18/2009. (Admin.) (Entered: 12/18/2009)
12/23/2009	364	Order Approving Stipulation by and Between Liquidating Trustee and the Los Angeles County Treasurer and Tax Collector, Claim Nos. 5, 67-1, 67-2 and 163 with notice of entered order and service list. (Related Doc # 362) Signed on 12/23/2009 (Garcia,Patty) (Entered: 12/23/2009)
12/25/2009	365	BNC Certificate of Notice - PDF Document. (RE: related document(s) 364 Order (Generic)) No. of Notices: 31. Service Date 12/25/2009. (Admin.) (Entered: 12/25/2009)
04/14/2010	366	Stipulation By Stephen P Milner and <i>David Moss Resolving Claim No. 35</i> Filed by Trustee Stephen P Milner (Nolan, Jeffrey) (Entered: 04/14/2010)
04/16/2010	367	Stipulation By Stephen P Milner and <i>Timothy Littlefield Resolving Claim No. 88</i> Filed by Trustee Stephen P Milner (Nolan, Jeffrey) (Entered: 04/16/2010)

04/19/2010	368	Order Approving Stipulation By and Between Liquidating Trustee and David Moss, Claim No. 35 with notice of entered order and service list. (Related Doc # 366) Signed on 4/19/2010 (Garcia, Patty) (Entered: 04/19/2010)
04/21/2010	369	BNC Certificate of Notice - PDF Document. (RE: related document(s) 368 Order (Generic)) No. of Notices: 31. Service Date 04/21/2010. (Admin.) (Entered: 04/21/2010)
04/27/2010	370	Motion to Approve Compromise Under Rule 9019 <i>Notice of Motion and Motion of Debtor for Order Approving Settlement with Krausz Valencia Two, LLC Pursuant to Bankruptcy Rule 9019; Memorandum of Points and Authorities in Support Thereof; and Declaration of Katherine Gough</i> Filed by Trustee Stephen P Milner (Rafatjoo, Hamid) (Entered: 04/27/2010)
04/29/2010	371	Stipulation By Stephen P Milner and <i>RK Controls Resolving Claim No. 72-1</i> Filed by Trustee Stephen P Milner (Nolan, Jeffrey) (Entered: 04/29/2010)
05/04/2010	372	Request for Removal from Courtesy Notice of Electronic Filing (NEF) <i>with Proof of Service</i> Filed by Jerome Bennett Friedman on behalf of J. Bennett Friedman. (Friedman, Jerome) (Entered: 05/04/2010)
05/06/2010	373	Order approving stipulation by and between liquidating trustee and Timothy Littlefield, Claim No.88 (Related Doc # 367) Signed on 5/6/2010 (Ogier, Kathy) (Entered: 05/06/2010)
05/06/2010	374	Status report <i>Fifth Post-Confirmation Status Report as Prepared by the Liquidating Agent</i> Filed by Trustee Stephen P Milner (RE: related document(s) 166 Chapter 11 Plan, 286 No action taken on Order Confirming Chapter 11 Plan). (Nolan, Jeffrey) (Entered: 05/06/2010)
05/08/2010	375	BNC Certificate of Notice - PDF Document. (RE: related document(s) 373 Order (Generic)) No. of Notices: 33. Service Date 05/08/2010. (Admin.) (Entered: 05/08/2010)
05/14/2010	376	Declaration re: non opposition <i>Declaration of Service and Non-Response Pursuant to Local Bankruptcy Rule 9013-1(o)(3)(A) Regarding Notice of Motion and Motion of Debtor for Order Approving Stipulation With Krausz Valencia Two, LLC Pursuant to Bankruptcy Rule 9019; Memorandum of Points and Authorities in Support Thereof</i> Filed by Trustee Stephen P Milner (RE: related document(s) 370 Motion to Approve Compromise Under Rule 9019 <i>Notice of Motion and Motion of Debtor for Order Approving Settlement with Krausz Valencia Two, LLC Pursuant to Bankruptcy Rule 9019; Memorandum of Points and Authorities in Support Thereof; and Declaration</i>). (Nolan, Jeffrey) (Entered: 05/14/2010)

05/17/2010	377	Order Approving approving stipulation by and between liquidating trustee and RJ Controls, claim #72-1(Related Doc # 371) Signed on 5/17/2010 (Ogier, Kathy) (Entered: 05/17/2010)
05/19/2010	378	BNC Certificate of Notice - PDF Document. (RE: related document(s) 377 Order (Generic)) No. of Notices: 32. Service Date 05/19/2010. (Admin.) (Entered: 05/19/2010)
05/20/2010	379	Order Approving settlement with Krausz Valencia Two, LLC pursuant to Bankruptcy Rule 9019(Related Doc # 370) Signed on 5/20/2010 (Ogier, Kathy) (Entered: 05/20/2010)
05/22/2010	380	BNC Certificate of Notice - PDF Document. (RE: related document(s) 379 Order on Motion to Approve Compromise Under Rule 9019) No. of Notices: 32. Service Date 05/22/2010. (Admin.) (Entered: 05/22/2010)
06/18/2010	381	<i>Motion of Liquidating Agent Authorizing Abandonment of Remaining Personal Property</i> Filed by Trustee Stephen P Milner (Nolan, Jeffrey) (Entered: 06/18/2010)
06/18/2010	382	Notice of motion/application Filed by Trustee Stephen P Milner (RE: related document(s) 381 <i>Motion of Liquidating Agent Authorizing Abandonment of Remaining Personal Property</i> Filed by Trustee Stephen P Milner). (Nolan, Jeffrey) (Entered: 06/18/2010)
06/18/2010	383	Declaration re: <i>of Katherine Gough in Support of Motion Authorizing Abandonment</i> Filed by Trustee Stephen P Milner (RE: related document(s) 381 <i>Motion of Liquidating Agent Authorizing Abandonment of Remaining Personal Property</i>). (Nolan, Jeffrey) (Entered: 06/18/2010)
07/12/2010	384	Order approving motion of liquidating agent authorizing abandonment of remaining personal property pursuant to 11 U.S.C. Sections 105 and 554 (Related Doc # 381) Signed on 7/12/2010 (Cardoza, Helen) (Entered: 07/12/2010)
07/14/2010	385	BNC Certificate of Notice - PDF Document. (RE: related document(s) 384 Order on Generic Motion) No. of Notices: 31. Service Date 07/14/2010. (Admin.) (Entered: 07/14/2010)
02/07/2011	386	<i>Motion for Final Distribution of Estate Assets Pursuant to Terms of confirmed Plan and Opportunity to Object Thereto</i> Filed by Liquidator Stephen P Milner (Nolan, Jeffrey) (Entered: 02/07/2011)
02/07/2011	387	Declaration re: <i>of the Liquidating Agent Stephen Milner in Support of Motion for Final Distribution</i> Filed by Liquidator Stephen P Milner (RE: related document(s) 386 <i>Motion for Final Distribution of Estate</i>

		<i>Assets Pursuant to Terms of confirmed Plan and Opportunity to Object Thereto</i>). (Nolan, Jeffrey) (Entered: 02/07/2011)
02/07/2011	388	Notice of Motion for Final Distribution of Estate Assets Filed by Liquidator Stephen P Milner (RE: related document(s) 386 Motion for Final Distribution of Estate Assets Pursuant to Terms of confirmed Plan and Opportunity to Object Thereto Filed by Liquidator Stephen P Milner). (Nolan, Jeffrey) (Entered: 02/07/2011)
02/07/2011	389	Notice of Lodging Reports Pursuant to First Amended Plan of Liquidation and Liquidation Trust Agreement Filed by Liquidator Stephen P Milner (RE: related document(s) 286 Order Confirming Debtor's First Amended Chapter 11 Liquidating Plan; with notice of entry of judgment or order and certificate of mailing. Signed on 5/25/2007). (Nolan, Jeffrey) (Entered: 02/07/2011)
02/15/2011	390	Notice of Lodging Filed by Liquidator Stephen P Milner (RE: related document(s) 387 Declaration re: of the Liquidating Agent Stephen Milner in Support of Motion for Final Distribution Filed by Liquidator Stephen P Milner). (Nolan, Jeffrey) (Entered: 02/15/2011)
02/22/2011	391	Transfer of Claim Transfer Agreement 3001 (e) 2 Transferor: CONCEPT ONE STAFFING (Claim No. 141) To Tricom, Inc Filed by Debtor Future Media Productions Inc . (Miller, Katherine) (Entered: 02/22/2011)
02/24/2011	392	BNC Certificate of Notice - Transfer of Claim (RE: related document(s) 391 Transfer of Claim filed by Debtor Future Media Productions Inc) No. of Notices: 1. Service Date 02/24/2011. (Admin.) (Entered: 02/24/2011)
02/28/2011	393	Affidavit Re: Filed by . (Gonzalez, Emma) (Entered: 03/09/2011)
03/11/2011	394	Application of non-resident attorney to appear in a specific case per Local Bankruptcy rule Filed by Michael J Bennett Esq with proof of service (Ogier, Kathy) (Entered: 03/14/2011)
04/18/2011	395	Stipulation By Stephen P Milner and <i>Technicolor Home Entertainment Services, Inc. To Add Claim No. 136 To The Approved List For Final Distribution</i> Filed by Liquidator Stephen P Milner (Nolan, Jeffrey) (Entered: 04/18/2011)
04/21/2011	396	Notice of Status Conference Filed by Liquidator Stephen P Milner. (Nolan, Jeffrey) (Entered: 04/21/2011)
05/06/2011	397	Order Granting Stipulation and ORDER thereon by and between liquidating Trustee and Technicolor Home Entertainment Services, Inc. to add claim no. 136 to approved list for final distribution, (Related Doc

		# 395) Signed on 5/6/2011 (Gonzalez, Emma) (Entered: 05/06/2011)
05/06/2011	398	Order Granting Motion of distribution of estate assets (Related Doc # 386) Signed on 5/6/2011 (Gonzalez, Emma) (Entered: 05/06/2011)
05/08/2011	399	BNC Certificate of Notice - PDF Document. (RE: related document(s) 397 Stipulation and ORDER thereon) No. of Notices: 12. Service Date 05/08/2011. (Admin.) (Entered: 05/08/2011)
05/08/2011	400	BNC Certificate of Notice - PDF Document. (RE: related document(s) 398 Order on Generic Motion) No. of Notices: 12. Service Date 05/08/2011. (Admin.) (Entered: 05/08/2011)
05/11/2011	401	U.S. Trustee Motion to dismiss or convert <i>Notice of Motion and Motion under 11 U.S.C. § 1112(b) to Convert or Dismiss Case with an Order Directing Payment of Quarterly Fees and for Judgment Thereon; Declaration of Bankruptcy Analyst with Proof of Service</i> Filed by U.S. Trustee United States Trustee (SV). (Ross, S. Margaux) (Entered: 05/11/2011)
05/12/2011		Hearing Set (RE: related document(s) 401 U.S. Trustee Motion to dismiss or convert filed by U.S. Trustee United States Trustee (SV)) The Hearing date is set for 6/28/2011 at 10:00 AM at Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367. The case judge is Geraldine Mund (Gonzalez, Emma) (Entered: 05/12/2011)
05/12/2011	402	Notice of UST's motion to dismiss or convert case - chapter 11 to 7 (BNC) (Gonzalez, Emma) (Entered: 05/12/2011)
05/14/2011	403	BNC Certificate of Notice (RE: related document(s) 402 Notice of UST's motion to dismiss or convert case - Ch 11 to 7 (BNC)) No. of Notices: 377. Service Date 05/14/2011. (Admin.) (Entered: 05/14/2011)
05/24/2011	404	Motion to Reconsider (related documents 398 Order on Generic Motion) <i>Motion of Debt Acquisition Company of America V, LLC for Reconsideration of Order Granting Motion for Distribution of Estate Assets</i> Filed by Creditor Debt Acquisition Company of America V, LLC (Blakeley, Bradley) (Entered: 05/24/2011)
05/24/2011	405	Declaration re: <i>Declaration of Tom Scheidt in Support of Motion for Reconsideration</i> Filed by Creditor Debt Acquisition Company of America V, LLC (RE: related document(s) 404 Motion to Reconsider (related documents 398 Order on Generic Motion) <i>Motion of Debt Acquisition Company of America V, LLC for Reconsideration of Order Granting Motion for Distribution of Estate Assets</i>). (Attachments: 1 Exhibit 12 Exhibits 2-12) (Blakeley, Bradley) (Entered: 05/24/2011)
05/24/2011	406	Application shortening time <i>Application for Order Setting Hearing on</i>

		<i>Shortened Notice re: Motion for Reconsideration of Order Granting Motion for Distribution of Estate Assets Filed by Creditor Debt Acquisition Company of America V, LLC (Blakeley, Bradley) (Entered: 05/24/2011)</i>
05/24/2011	407	<i>Declaration re: Declaration of Marisa K. Commerford in support of Application for Order Setting Hearing on Shortened Notice re: Motion for Reconsideration Filed by Creditor Debt Acquisition Company of America V, LLC (RE: related document(s)406 Application shortening time Application for Order Setting Hearing on Shortened Notice re: Motion for Reconsideration of Order Granting Motion for Distribution of Estate Assets). (Blakeley, Bradley) (Entered: 05/24/2011)</i>
05/26/2011	408	Order Granting application and setting hearing on shortened notice, re Motion of debt acquisiton company, V LLC for Reconsideration of Order Granting Motion for Distribution of Estate Assets, set for 6/1/11 at 10:30 a.m., (Related Doc # 406) Signed on 5/26/2011 (Gonzalez, Emma) (Entered: 05/26/2011)
05/26/2011		Hearing Set (RE: related document(s) 404 Motion to Reconsider filed by Creditor Debt Acquisition Company of America V, LLC) The Hearing date is set for 6/1/2011 at 10:30 AM at Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367. The case judge is Geraldine Mund (Gonzalez, Emma) (Entered: 05/26/2011)
05/28/2011	409	BNC Certificate of Notice - PDF Document. (RE: related document(s) 408 Order (Generic)) No. of Notices: 12. Service Date 05/28/2011. (Admin.) (Entered: 05/28/2011)
05/31/2011	410	<i>Declaration re: Service of Notice Regarding Hearing Set on Shortened Notice of Debt Acquisition Company of America V, LLC's Motion for Reconsideration Filed by Creditor Debt Acquisition Company of America V, LLC (RE: related document(s)408 Order (Generic)). (Blakeley, Bradley) (Entered: 05/31/2011)</i>
05/31/2011	411	<i>Withdrawal re: NOTICE OF WITHDRAWAL OF U.S. TRUSTEES MOTION UNDER 11 U.S.C. § 1112(b) TO CONVERT OR DISMISS CASE Filed by U.S. Trustee United States Trustee (SV) (RE: related document(s)401 U.S. Trustee Motion to dismiss or convert Notice of Motion and Motion under 11 U.S.C. § 1112(b) to Convert or Dismiss Case with an Order Directing Payment of Quarterly Fees and for Judgment Thereon; Declaration of Bankruptcy Analyst with Proof o). (Attachments: 1 Affidavit POS) (Ross, S) (Entered: 05/31/2011)</i>
06/03/2011		Hearing (Bk Motion) Continued (RE: related document(s) 404 MOTION TO RECONSIDER filed by Debt Acquisition Company of America V, LLC) Hearing to be held on 06/22/2011 at 10:30 AM 21041 Burbank Blvd Woodland Hills, CA 91367 for 404 , (Gonzalez, Emma)

		(Entered: 06/03/2011)
06/22/2011	412	Stipulation By Debt Acquisition Company of America V, LLC and Stephen Milner, Liquidating Agent of the Future Media Liquidating Trust to Continue Hearing on Motion of Debt Acquisition Company of America V, LLC for Reconsideration of Order Granting Motion for Distribution of Estate Assets Filed by Creditor Debt Acquisition Company of America V, LLC (Blakeley, Bradley) (Entered: 06/22/2011)
06/24/2011	413	Order Approving Stipulation to continue hearing on motion of debt acquisition company of America V LLC for reconsideration of order granting motion for distribution of estate assets (Related Doc # 412) Signed on 6/24/2011 (Najarian, Ani) (Entered: 06/24/2011)
06/26/2011	414	BNC Certificate of Notice - PDF Document. (RE: related document(s) 413 Stipulation and ORDER thereon) No. of Notices: 12. Service Date 06/26/2011. (Admin.) (Entered: 06/26/2011)
07/18/2011	415	Order Granting Motion To Reconsider (Related Doc # 404) Signed on 7/18/2011. (Remy, Johanne) (Entered: 07/18/2011)
08/02/2011	416	Motion Notice of Motion and Motion of Debt Acquisition Company of America V, LLC for Order Directing Distribution of W.A.R.N. Settlements; Memorandum of Points and Authorities in Support Filed by Creditor Debt Acquisition Company of America V, LLC (Blakeley, Bradley) (Entered: 08/02/2011)
08/04/2011		Hearing Set (RE: related document(s) 416 Generic Motion filed by Creditor Debt Acquisition Company of America V, LLC) The Hearing date is set for 8/23/2011 at 10:00 AM at Crtrm 303, 21041 Burbank Blvd, Woodland Hills, CA 91367. The case judge is Geraldine Mund (Gonzalez, Emma) (Entered: 08/04/2011)
08/10/2011	417	Response to (related document(s): 416 Motion Notice of Motion and Motion of Debt Acquisition Company of America V, LLC for Order Directing Distribution of W.A.R.N. Settlements; Memorandum of Points and Authorities in Support filed by Creditor Debt Acquisition Company of America V, LLC) Filed by Liquidator Stephen P Milner (Nolan, Jeffrey) (Entered: 08/10/2011)
08/10/2011	418	Declaration re: of Jeffrey P. Nolan in Support of Response of Liquidating Trustee, Stephen Milner, to Motion of Debt Acquisition Company of America V, LLC for Order Directing Distribution of W.A.R.N. Settlements Filed by Liquidator Stephen P Milner (RE: related document(s) 417 Response). (Nolan, Jeffrey) (Entered: 08/10/2011)
08/16/2011	419	Reply to (related document(s): 416 Motion Notice of Motion and

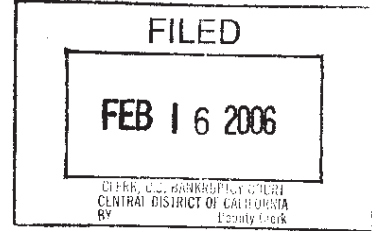
		<i>Motion of Debt Acquisition Company of America V, LLC for Order Directing Distribution of W.A.R.N. Settlements; Memorandum of Points and Authorities in Support</i> filed by Creditor Debt Acquisition Company of America V, LLC) <i>Reply to Response of the Liquidating Trustee, Stephen Milner, to Motion of Debt Acquisition Company of America V, LLC for Order Directing Distribution of W.A.R.N. Settlements</i> Filed by Creditor Debt Acquisition Company of America V, LLC (Blakeley, Bradley) (Entered: 08/16/2011)
08/17/2011	420	Proof of service of <i>Reply to the Liquidating Trustee's Opposition to Motion of Debt Acquisition Company of America V, LLC for Order Directing Distribution of W.A.R.N. Settlements</i> Filed by Creditor Debt Acquisition Company of America V, LLC (RE: related document(s) 419 Reply). (Blakeley, Bradley) (Entered: 08/17/2011)
09/13/2011	421	Order Denying Motion of Debt Acquisition Company of America V, LLC for Order Directing Distribution of WARN Settlements (Related Doc # 416) Signed on 9/13/2011 (Remy, Johanne) (Entered: 09/13/2011)
09/15/2011	422	BNC Certificate of Notice - PDF Document. (RE: related document(s) 421 Order on Generic Motion) No. of Notices: 12. Service Date 09/15/2011. (Admin.) (Entered: 09/15/2011)
10/21/2011	423	Motion / <i>SUPPLEMENTAL MOTION FOR FINAL DISTRIBUTION OF ESTATE ASSETS PURSUANT TO TERMS OF CONFIRMED PLAN AND OPPORTUNITY TO OBJECT THERETO; AMENDED PROPOSED DISTRIBUTION LIST; DECLARATION OF STEPHEN MILNER IN SUPPORT THEREOF--Related to Docket No. 398</i> Filed by Liquidator Stephen P Milner (Nolan, Jeffrey) (Entered: 10/21/2011)
10/21/2011	424	Declaration re: / <i>DECLARATION OF THE LIQUIDATING AGENT STEPHEN MILNER IN SUPPORT OF THE SUPPLEMENTAL MOTION FOR FINAL DISTRIBUTION OF ESTATE ASSETS PURSUANT TO TERMS OF CONFIRMED PLAN AND OPPORTUNITY TO OBJECT THERETO</i> Filed by Liquidator Stephen P Milner (RE: related document(s) 423 Motion / <i>SUPPLEMENTAL MOTION FOR FINAL DISTRIBUTION OF ESTATE ASSETS PURSUANT TO TERMS OF CONFIRMED PLAN AND OPPORTUNITY TO OBJECT THERETO; AMENDED PROPOSED DISTRIBUTION LIST; DECLARATION OF STEPHEN MILNER IN SUPPORT THEREOF--Related to Docket No. [39]. (Nolan, Jeffrey)</i> (Entered: 10/21/2011)
10/24/2011	425	Notice Of Supplemental Motion For Final Distribution Of Estate Assets Pursuant To Terms Of Confirmed Plan And Opportunity To Object Thereto; Amended Proposed Distribution List Filed by Liquidator Stephen P Milner (RE: related document(s) 423 Motion / <i>SUPPLEMENTAL MOTION FOR FINAL DISTRIBUTION OF ESTATE</i>

		<i>ASSETS PURSUANT TO TERMS OF CONFIRMED PLAN AND OPPORTUNITY TO OBJECT THERETO; AMENDED PROPOSED DISTRIBUTION LIST; DECLARATION OF STEPHEN MILNER IN SUPPORT THEREOF--Related to Docket No. 398 Filed by Liquidator Stephen P Milner). (Nolan, Jeffrey) (Entered: 10/24/2011)</i>
11/08/2011	426	Declaration re: non opposition <i>Declaration Of Jeffrey P. Nolan Re Non-Opposition To Supplemental Motion For Final Distribution Of Estate Assets Pursuant To Terms Of Confirmed Plan And Opportunity To Object Thereto; Amended Proposed Distribution List</i> Filed by Liquidator Stephen P Milner (RE: related document(s) 423 Motion /SUPPLEMENTAL MOTION FOR FINAL DISTRIBUTION OF ESTATE ASSETS PURSUANT TO TERMS OF CONFIRMED PLAN AND OPPORTUNITY TO OBJECT THERETO; AMENDED PROPOSED DISTRIBUTION LIST; DECLARATION OF STEPHEN MILNER IN SUPPORT THEREOF--Related to Docket No. [39]. (Nolan, Jeffrey) (Entered: 11/08/2011)
11/18/2011	427	Order Approving Supplemental Motion for Final Distribution of Estate Assets Pursuant to Terms of Confirmed Plan and Opportunity to Object There to; Amended Proposed Distribution List. (Related Doc # 423) Signed on 11/18/2011 (Gasparian, Ana) (Entered: 11/18/2011)
11/18/2011	428	Proof of service Filed by Liquidator Stephen P Milner (RE: related document(s) 427 Order on Generic Motion). (Nolan, Jeffrey) (Entered: 11/18/2011)
11/20/2011	429	BNC Certificate of Notice - PDF Document. (RE: related document(s) 427 Order on Generic Motion) No. of Notices: 12. Notice Date 11/20/2011. (Admin.) (Entered: 11/20/2011)
12/05/2011	430	Status report <i>Sixth Post-Confirmation Status Report as Prepared by The Liquidating Agent</i> Filed by Liquidator Stephen P Milner (RE: related document(s) 166 Chapter 11 Plan, 286 Order Confirming Chapter 11 Plan). (Nolan, Jeffrey) (Entered: 12/05/2011)
05/04/2012	431	<i>Motion for Second Distribution and Final Decree; Memorandum of Points and Authorities and Declaration of Stephen Milner in Support Thereof</i> Filed by Liquidator Stephen P Milner (Nolan, Jeffrey) (Entered: 05/04/2012)
05/04/2012	432	<i>Notice of Motion for Second Distribution and Final Decree (related to Docket No. 431)</i> Filed by Liquidator Stephen P Milner. (Nolan, Jeffrey) (Entered: 05/04/2012)
05/23/2012	433	Declaration re: non opposition of <i>Jeffery P. Nolan to Motion for Second Distribution and Final Decree</i> Filed by Liquidator Stephen P Milner (RE: related document(s) 431 Motion for Second Distribution and Final Decree; Memorandum of Points and Authorities and

		<i>Declaration of Stephen Milner in Support Thereof</i>). (Nolan, Jeffrey) (Entered: 05/23/2012)
05/29/2012	434	Order Approving Motion for Second Distribution and Final Decree (Related Doc # 431) Signed on 5/29/2012 (Remy, Johanne) (Entered: 05/29/2012)
05/31/2012	435	BNC Certificate of Notice - PDF Document. (RE: related document(s) 434 Order on Generic Motion) No. of Notices: 13. Notice Date 05/31/2012. (Admin.) (Entered: 05/31/2012)
08/06/2012	436	Notice/Order Opinion and Amended Opinion from the United States Court of Appeals Filed by . (Gonzalez, Emma) CORRECTION: INCORRECT PDF ATTACHED. SEE DOCKET 437 BELOW. Modified on 8/8/2012 (Gasparian, Ana). (Entered: 08/06/2012)
08/06/2012	437	Notice Re: Order Amending Opinion and Amended Opinion from the United States Bankruptcy Court for the Central District. Filed by . (Gasparian, Ana). Related document(s) 223 Notice of Appeal filed by Creditor General Electric Capital Corp. Modified on 5/21/2013 (Williams, Jewell). (Entered: 08/08/2012)
11/15/2012	438	Judge's instruction for entering discharge in chapter 11 cases - No discharge will be entered because the debtor is not eligible (Williams, Jewell) (Entered: 11/20/2012)

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10/11/2013 18:28:50			
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5 Proposed Attorneys for
Debtor and Debtor in Possession

6
7 **UNITED STATES BANKRUPTCY COURT**
8 **CENTRAL DISTRICT OF CALIFORNIA**
9 **SAN FERNANDO VALLEY DIVISION**

ORIGINAL

10 In re:) Case No.: SV 06-10170-GM

11 FUTURE MEDIA PRODUCTIONS,) Chapter 11
12 INC., a California corporation)

13 Debtor.)

) **EX PARTE MOTION FOR AN ORDER**
) **SETTING HEARINGS ON SHORTENED**
) **TIME ON:**

14 Tax I.D. No. 95-448758)

) **I.) DEBTOR'S MOTION FOR AN**
) **ORDER:**

16) **(1) AUTHORIZING DEBTOR TO**
) **ENTER INTO AGENCY AGREEMENT;**
17) **(2) AUTHORIZING DEBTOR TO SELL**
) **ASSETS FREE AND CLEAR OF ALL**
18) **LIENS, CLAIMS, SECURITY INTERESTS**
) **AND ENCUMBRANCES PURSUANT TO**
19) **11 U.S.C. § 363;**

20) **(3) APPROVING BIDDING AND SALE**
) **PROCEDURES AND BREAK-UP FEE;**
) **AND**

21) **II.) DEBTOR'S APPLICATION TO**
) **EMPLOY MAYNARDS INDUSTRIES**
22) **(1991), INC. AS AGENT AND**
23) **AUCTIONEER PURSUANT TO 11 U.S.C.**
24) **§ 328**

25) [NO HEARING REQUIRED]
26)

1 Future Media Productions, Inc., the Chapter 11 debtor and debtor in possession herein
2 (the “Debtor”), hereby moves on an ex parte basis, pursuant to this ex parte motion (the “Ex
3 Parte Motion”), for an order setting hearings on shortened time on (I) Debtor’s motion for an
4 order (1) authorizing the Debtor to enter into the Agency Agreement (the “Agreement”)
5 between the Debtor and Maynards Industries (1991), Inc. (“Maynards”) pursuant to which
6 Maynards, on behalf of the Debtor, has sold, or will sell, substantially all of the Debtor’s assets
7 (the “Assets”); (2) authorizing the Debtor, through Maynards as the Debtor’s agent, to sell the
8 Assets free and clear of all liens, claims, security interests, and encumbrances pursuant to 11
9 U.S.C. § 363; and (3) approving the bidding and sale procedures and break-up fee set forth in
10 the Agreement (the “Sale Motion”); and (II) Debtor’s application to employ Maynards as agent
11 and auctioneer pursuant to 11 U.S.C. § 328 (the “Employment Application”). True and correct
12 copies of the Sale Motion and Employment Application were filed concurrently herewith.

13 The Debtor is informed that counsel for Maynards will not be available to appear in
14 person if the hearings on the Sale Motion and Employment Application are held on February
15 22 or 23, 2006. Accordingly, the Debtor respectfully requests that the Court set hearings on the
16 Sale Motion and Employment Application on February 21, 2006, February 24, 2006, or such
17 other time as is convenient for the Court.

18 As discussed below, it is imperative that the Sale Motion and Employment Application
19 be heard as soon as possible, because, inter alia, (a) the cash collateral stipulation between the
20 Debtor and General Electric Capital Corporation (“GE Capital”), the Debtor’s primary secured
21 creditor, provides that the Court shall have entered an order by no later than March 3, 2006
22 authorizing the sale of Assets pursuant to the terms of the Agreement, and (b) for various
23 reasons, the Debtor has concluded that ceasing operations and liquidating its Assets is in the
24 best interests of the Debtor and the creditors of the estate; moreover, since Maynards already
25 has buyers for certain of the Assets lined up, there is no reason for delay, as delay will only
26 increase the claims of GE Capital and other secured creditors as interest, costs and expenses on
27 such claims accrue. In addition to the foregoing, the Debtor submits that no parties will be
28 prejudiced by holding a hearing on the Sale Motion and Employment Application on shortened

1 notice, because, as discussed below, the Debtor has given adequate notice of the filing of the
2 foregoing motions and will give such additional notice of the hearing on the foregoing motions
3 as directed by the Court.

4 **MEMORANDUM OF POINTS AND AUTHORITIES**

5 **I.**

6 **STATEMENT OF FACTS**

7 **A. BACKGROUND AND BUSINESS OPERATIONS**

8 1. On February 14, 2006 (the "Petition Date"), the Debtor commenced its
9 bankruptcy case by filing a voluntary petition under Chapter 11 of 11 U.S.C. § 101 et seq. (the
10 "Bankruptcy Code"). The Debtor is operating its business and managing its financial affairs as
11 a debtor in possession pursuant to Sections 1107 and 1108.

12 2. The Debtor is a California corporation located in Valencia, California. The
13 Debtor was established in 1994 to provide CD replication and packaging assembly services for
14 the computer hardware and software industries and grew to be one of the largest independent
15 DVD and CD replication plants on the west coast.

16 3. The Debtor's bankruptcy case was necessitated by a number of difficulties
17 recently encountered by the Debtor, which led the Debtor to conclude that an orderly
18 liquidation of its assets is in the best interests of the Debtor and its creditors. First, certain of
19 the Debtor's patent license providers terminated the Debtor's patent licenses which were
20 otherwise required by the Debtor in the operation of its business. Second, in recent years, the
21 Debtor's profitability has been dramatically reduced as a result of the increasing costs of raw
22 materials used by the Debtor and the falling prices for products produced by the Debtor.
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1 **B. THE AGREEMENT AND THE TERMS OF MAYNARD'S EMPLOYMENT**
2 **AND COMPENSATION**

3 4. The Debtor has decided to enter into the Agreement in order to facilitate a quick
4 and orderly liquidation of the Debtor's Assets, and to maximize the price obtained for such
5 assets. A true and correct copy of the Agreement, substantially in the form to be utilized, is
6 attached as Exhibit "1" to the Declaration of Richard G. Suhl (the "Suhl Declaration") annexed
7 to the Sale Motion.
8

9 5. Prior to entering into the Agreement, the Debtor solicited offers from multiple
10 auctioneers after having attempted unsuccessfully to market itself as a going concern.
11 Maynards' offer was the highest and best offer received from all the auctioneers the Debtor
12 spoke with. The Debtor had discussions with the following auctioneers regarding a sale of the
13 Assets or a sale of the Debtor as a going concern (collectively, the "Potential Auctioneers"):
14 Great American Auction House, DoveBid, Inc., GoIndustry Michael Fox International, Inc.,
15 Hilco Industrial, LLC, Gordon Brothers Group, BidItUp Auctions & Appraisals Worldwide,
16 Cinram International, Inc., Sonopress, LLC, and Entertainment Distribution Company, LLC.
17

18 6. The terms of the Agreement are the result of protracted arms' length negotiations
19 by and among the Debtor, Maynards, and GE Capital. The Debtor, in an exercise of its sound
20 business judgment, believes that the terms of the Agreement, including the bidding procedures
21 and break-up fee, are fair and reasonable and in the best interests of the Debtor and the
22 creditors of the estate.
23

24 7. In summary, pursuant to the Agreement, Maynards, on behalf of the Debtor, has
25 sold, or will sell, substantially all of the Debtor's Assets free and clear of a liens, claims,
26 security interests, and encumbrances ("Liens") pursuant to 11 U.S.C. § 363(f), with Liens to
27 attach to the net sale proceeds ("Net Sale Proceeds"), as defined in the Agreement. A list of the
28

1 Assets to be sold pursuant to the Agreement is attached to the Agreement as Exhibit "A." The
2 Agreement provides for Net Sale Proceeds in the amount of \$7,636,500 (the "Guaranteed
3 Amount")¹ to be paid to the Debtor within 120 days of the entry of an order approving this
4 Motion (the "End Date"). The actual net proceeds from the sale of the Assets may in fact be
5 substantially higher than the Guaranteed Amount.
6

7 8. The material terms of the Agreement are as follows:²

8 a. The obligations under the Agreement are conditioned upon (i) entry of an
9 order (the "Order") by no later than March 3, 2006 approving the Agreement and the
10 sale of Assets free and clear of Liens, with Liens to attach to the Net Sale Proceeds; and
11 (ii) existence of the Assets on the Debtor's premises upon entry of the Order;

12 b. Within 2 business days after the entry of the Order, Maynards shall
13 obtain and deliver to the Debtor an irrevocable letter of credit (the "L/C") in the amount
14 of \$3 million payable to the Debtor or its designee;

15 c. Maynards, as an agent of the Debtor, has sold or will sell, the Assets at
16 public auctions and/or private sales;

17 d. Maynards' authority to sell the Assets on an exclusive basis is subject to
18 the overbidding and break-up fee provisions described below;

19 e. Maynards will be responsible for the costs of advertising and direct
20 marketing, Maynards' travel and lodging expenses, preparing the Assets for sale, and
21 any other miscellaneous expenses directly related to marketing the Assets; provided,
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26 ¹ If the sale of the Debtor's Assets is concluded on or before March 31, 2006, the Guaranteed Amount shall
be reduced by \$50,000.

27 ² The following recitation of the material terms of the Agreement is by way of description only and is not
28 intended to supplement, supersede, or modify the actual terms of the Agreement. In the event of any
inconsistency between this description and the terms of the Agreement, the terms of the Agreement shall
govern.

1 however, that the Debtor shall be responsible for costs related to maintaining the
2 premises where the Assets are located;

3 f. Maynards shall develop and mail auction brochures, as necessary, and
4 conduct a direct calling program to promote the sale of the Assets to the highest bidders;
5 Maynards, at its discretion, may institute additional marketing efforts;

6 g. Maynards' has sole discretion, subject to the requirement that Maynards
7 obtain and deliver to the Debtor the Guaranteed Amount by the End Date, over the
8 terms and manners of sale;

9 h. All sales will be made free and clear of Liens pursuant to 11 U.S.C. §
10 363(f);

11 i. If Maynards obtains and delivers to the Debtor less than the Guaranteed
12 Amount by the April 15, 2006, the Debtor may draw upon the L/C to collect the
13 difference between the Guaranteed Amount and the Net Sale Proceeds actually obtained
14 and paid to the Debtor as of the date the Debtor seeks to draw on the L/C (the
15 "Deficiency");

16 j. As compensation for conducting the Asset sale, including providing for
17 the Guaranteed Amount, Maynards shall be paid a buyer's premium (the "Buyer's
18 Premium") of 15% of the Net Sale Proceeds for each Asset sold at an on-line auction
19 and 12% of the Net Sale Proceeds for each Asset sold pursuant to means other than an
20 on-line auction; Maynards shall collect the Buyer's Premium directly from each
21 successful bidder, in addition to the Net Sale Proceeds and any sales taxes;

22 k. Maynards shall first pay to the Debtor the Guaranteed Amount; next,
23 Maynards shall be entitled to receive and retain \$650,000 (the "Additional Premium")
24 from the Net Sale Proceeds; once aggregate Net Sale Proceeds in the amount of
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1 \$8,286,500 (the “Threshold”)³ have been collected by Maynards from the sale of
2 Assets, all additional Net Sale Proceeds collected shall be split 80% to the Debtor and
3 20% to Maynards; and

4 l. In the event that an entity other than Maynards (the “Successor
5 Auctioneer”) becomes lawfully entitled to conduct the Asset sale as a result of
6 competitive bidding allowed by the Bankruptcy Court, Maynards shall be entitled to
7 receive from the Successor Auctioneer an amount equal to \$275,000, together with
8 reimbursement of Maynards’ actual, reasonable, and necessary expenses incurred in
9 connection with the Asset sale pursuant to the Agreement, provided, however, that such
10 expenses shall not exceed \$150,000 (collectively, the “Break-Up Fee”).

11
12 9. In order to effectuate the Asset sale, the Debtor filed Maynards’ Employment
13 Application. Pursuant to the Employment Application the Debtor is seeking to employ
14 Maynards under 11 U.S.C. § 328 and to pay Maynards pursuant to the terms of the Agreement
15 without the necessity of Maynards having to file a fee application.

16
17 **C. CLAIMS SECURED BY THE ASSETS AND OTHER LIENS AGAINST THE**
18 **ASSETS**

19 10. The Debtor believes that GE Capital, the primary secured creditor, and SLA
20 Incorporated (“SLA”) are the only entities that have duly perfected Liens against substantially
21 all of the Assets and the proceeds thereof.

22 11. GE Capital asserts a claim in the amount of approximately \$5.4 million, plus
23 interest, fees, and costs (the “GE Claim”), which is secured by a valid, perfected, enforceable
24 and unavoidable first priority Lien in substantially all of the Assets and the proceeds thereof.
25 SLA asserts a claim in the amount of approximately \$850,000, plus interest, fees and costs (the
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1 “SLA Claim”), which is secured by an alleged second priority security interest in substantially
 2 all of the Assets and the proceeds thereof.⁴

3 12. In conjunction with the filing of this Motion, the Debtor ordered a summary
 4 report regarding all UCC-1 Financing Statements that could conceivably relate to the Debtor
 5 and the back-up documentation regarding such UCC-1 Financing Statements (collectively, the
 6 “UCC Information”). A true and correct copy of the UCC Information is attached as Exhibit
 7 “2” to the Suhl Declaration annexed to the Sale Motion. A review of UCC Information reveals
 8 entities, in addition to GE Capital and SLA, as assignee of R2D2, who filed UCC-1 Financing
 9 Statements related to the Debtor and the Assets. These entities either are not owed any
 10 amounts or have various liens (e.g., lessor liens, bailor/bailee liens, and purchase money lines)
 11 on particular Assets, as opposed to liens on substantially all of the Assets and the proceeds
 12 thereof.
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 15 13. Based on the Debtor’s review of the UCC Information, the Debtor makes the
 16 following representations regarding purported liens (other than the GE Capital and SLA liens
 17 discussed above) set forth in the UCC Information:

Purported Lien Creditor	Status	Discussion
Banc of America Commercial Finance Corporation	Terminated 10/30/02	N/A – Terminated
Fidelity Leasing Inc. (“Fidelity”)	Active	The Debtor is informed and believes that this is a secured lease lien (the “Fidelity Lien”) related to the following particular piece of equipment only: Mailing Equipment; Model BK 460 HP; Serial # 460H0101201 (the “Fidelity Asset”). The Fidelity Lien does not extend to any other Assets.
Fidelity Leasing Inc.	Active	This is a duplicate of the Fidelity Lien described above.
Banc of America	Terminated	N/A - Terminated

26
 27 ³ The Threshold is the sum of the Guaranteed Amount (\$7,636,500), plus the Additional Premium (\$650,000). The Threshold will be reduced by \$50,000 if the Asset sale is concluded on or before March 31, 2006.

28 ⁴ SLA is the successor by assignment to R2D2, LLC, whose name appears on the UCC report that accompanies the Sale Motion.

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Commercial Finance Corporation	10/30/02	
M2K Financial LLC ("M2K")	Active	The Debtor is informed and believes that this is a secured lease lien (the " <u>M2K Lien</u> ") related to the particular equipment listed in Schedule "A" attached to M2K's UCC-1 Financing Statement (the " <u>M2K Assets</u> "). A true and correct copy of Schedule "A" attached to M2K's UCC-1 Financing Statement is included in Exhibit "2." The M2K Lien does not extend to any other Assets.
Continental Community Bank and Trust Company	Terminated 8/29/05	N/A - Terminated
Ableco Finance LLC	Terminated 8/26/04	N/A - Terminated
Employment Development Department	Active	This appears to be a lien against an entity with a similar name to the Debtor. The Debtor is unaware as to the identity of Shelly Creel or Future Media Productions located in Lake Forest, CA.
Singulus Technologies AG	Terminated 8/20/04	N/A - Terminated
Sericol, Inc. ("Sericol")	Active	The Debtor is informed and believes that this is a consignment lien (the " <u>Sericol Lien</u> ") related to all Sericol inks, emulsions, chemicals, supplies, mesh, and screens on consignment only (the " <u>Sericol Assets</u> "). The Sericol Lien does not extend to any other Assets.
Employment Development Department	Active	This appears to be a lien against an entity with a similar name to the Debtor. The Debtor is unaware as to the identity of Shelly Creel or Future Media Productions located in Lake Forest, CA.
Employment Development Department	Active	This appears to be a lien against an entity with a similar name to the Debtor. The Debtor is unaware as to the identity of Shelly Creel or Future Media Productions located in Lake Buena Park, CA.
Cryovac, Inc. (" <u>Cryovac</u> ")	Active	The Debtor is informed and believes that this is a secured lease lien (the " <u>Cryovac Lien</u> ") related to the following particular pieces of equipment only: (1) Cryovac OS Scavenging Initiation Unit, 4104A-0018; Serial # 031014373001; and (1) Cryovac OS Scavenging Verification Unit, 4104A-0018; Serial # SVSSYSTEMG2-03 (the " <u>Cryovac Assets</u> "). The Cryovac Lien does not extend to any other Assets.
R2D2, LLC	Terminated	N/A - Terminated (This is a prior lien asserted

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	8/30/05	by R2D2 and is unrelated to the R2D2 lien, subsequently assigned to SLA, which is described above.)
Accurate Air Engineering, Inc.	Terminated 10/7/05	N/A – Terminated
Eileen Mamane (“Mamane”)	Active	The Debtor is informed and believes that this is a bailor/bailee lien (the “ <u>Mamane Lien</u> ”) related to the following particular pieces of equipment only: (3) 2000 Singulus Model Spaceline, each with (2) Sumitomo Model SD30 CNC hydrolic injection molders, 30-ton, 28 mm screw, 42 CM2 shot, Yushin Robotics; Dr. Schenk inspection; Singulus Metalizer upgraded Singulus coater to Spaceline II type UV dryer; (2) Katawa TWDS-22A-S temperature controllers and Seikohgiken molds; bearing Serial ## 38600090, 38600092, 38600077 (the “ <u>Mamane Assets</u> ”). The Mamane Lien does not extend to any other Assets.
Ruth Levy (“Levy”)	Active	The Debtor is informed and believes that this is a purchase money lien (the “ <u>Levy Lien</u> ”) related to the following particular piece of equipment only: Kamman K4.15.40 Offset DVD Screen printer (the “ <u>Levy Asset</u> ”). The Levy Lien does not extend to any other Assets.

14. Fidelity, M2K, Sericol, Cryovac, Mamane, and Levy are collectively referred to herein as the “Specific Lien Creditors.” The Fidelity Lien, M2K Lien, Sericol Lien, Cryovac Lien, Mamane Lien, and Levy Lien are collectively referred to herein as the “Specific Liens.” The Fidelity Asset, M2K Assets, Sericol Assets, Cryovac Assets, Mamane Assets, and Levy Assets are collectively referred to herein as the “Specific Assets.”

15. The Debtor has returned most, if not all, of the Specific Assets to the Specific Lien Creditors with Specific Liens encumbering such Specific Assets. To the extent such Specific Assets have not been returned, the Debtor will contact the relevant Specific Lien Creditors and request that they remove such Specific Assets. All of the Specific Assets will be excluded from the Asset sale.

1 16. Based on the foregoing, the total secured debt of GE Capital and SLA totals
2 approximately \$6,250,000 and is secured by Assets with a value of approximately \$7,636,500.

3 **D. DISTRIBUTION AND RETENTION OF NET SALE PROCEEDS**

4 17. The Net Sale Proceeds received by the Debtor will be utilized to satisfy the GE
5 Claim, in full, which will terminate liability on the GE Claim and the accrual of additional
6 interest, fees and expenses related thereto.
7

8 18. The remaining Net Sale Proceeds will be retained by the Debtor and utilized to
9 satisfy the SLA Claim and the claims of unsecured creditors pursuant to a liquidating plan.

10 **E. NOTICE**

11 19. In order to provide maximum notice of the Sale Motion, concurrently with the
12 filing of the instant Ex Parte Motion and the Sale Motion, the Debtor (1) served the Sale
13 Motion on the Office of the United States Trustee, GE Capital, SLA, Maynards, the Potential
14 Auctioneers, and the Specific Lien Creditors, who allegedly hold Specific Liens on the Specific
15 Assets, by overnight mail; and (2) served notice of the filing of the Ex Parte Motion and the
16 Sale Motion, which indicates that notice of the hearing on the Motion will be given pursuant to
17 the order on the Ex Parte Motion, on (a) the Office of the United States Trustee, GE Capital,
18 SLA, Maynards, the Potential Auctioneers, and the Specific Lien Creditors, who allegedly hold
19 Specific Liens on the Specific Assets, by overnight mail, and (b) on all other alleged creditors,
20 by U.S. mail.
21

22 20. In order to provide maximum notice of the Employment Application,
23 concurrently with the filing of the instant Ex Parte Motion and the Employment Application,
24 the Debtor (1) served, by overnight mail, the Application on the Office of the United States
25 Trustee, the Debtor's top 20 largest general unsecured creditors, the Debtor's primary secured
26 creditors and all parties who have requested special notice; and (2) served, by overnight mail,
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1 notice of the filing of the Ex Parte Motion and the Employment Application, which indicates
2 that notice of the hearing on the Employment Application will be given pursuant to the order
3 on the Ex Parte Motion, on the Office of the United States Trustee, the Debtor's top 20 largest
4 general unsecured creditors, the Debtor's primary secured creditors and all parties who have
5 requested special notice.
6

7 **II.**

8 **DISCUSSION**

9 **A. THE COURT SHOULD SET A HEARING ON SHORTENED TIME IN THE**
10 **SALE MOTION AND EMPLOYMENT APPLICATION.**

11 As discussed above, due to a number of exigent circumstances, the Debtor has
12 concluded that an orderly liquidation of its Assets is in the best interests of the Debtor and its
13 creditors. In order to effectuate a quick and orderly liquidation of the Debtor's Assets, and in
14 order to remain in compliance with the cash collateral stipulation between the Debtor and GE
15 Capital, it is imperative that the Court hearings on the Sale Motion and the Employment
16 Application as soon as possible. Since Maynards already has prospective buyers for a number
17 of the Assets, quickly moving forward with the Asset sale will benefit the creditors of the
18 Debtor's estate by insuring that prospective sales go forward and by rapidly generating
19 sufficient funds to pay GE Capital's secured claim, which will terminate the accrual of
20 additional interest, fee and expenses related to such claim.
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22 In addition to the foregoing, based on the extensive notice the Debtor has given to
23 parties in interest regarding the Sale Motion and Employment Agreement, and the additional
24 notice the Debtor will give to parties in interest regarding the hearings on such motions
25 pursuant to the Court's order on this Ex Parte Application, setting hearings on shortened time
26 on the Sale Motion and Employment Application will not prejudice any parties in interest.
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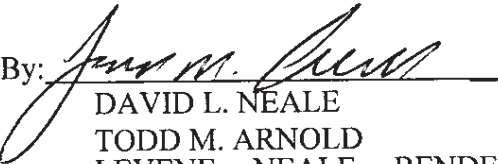
III.

CONCLUSION

WHEREFORE, the Debtor respectfully requests that the Court enter an order: (a) granting the Ex Parte Motion, (b) setting hearings on the Sale Motion and Employment Application on February 21, 2006, February 24, 2006, or such other time as is convenient for the Court, and (c) according such other and further relief as the Court deems just and proper.

Dated: February 16, 2006

FUTURE MEDIA PRODUCTIONS, INC.

By: 
DAVID L. NEALE
TODD M. ARNOLD
LEVENE, NEALE, BENDER, RANKIN &
BRILL L.L.P.
Proposed Attorneys for Debtor and
Debtor in Possession

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DECLARATION OF RICHARD G. SUHL

I, RICHARD G. SUHL, hereby declare as follows:

1. I am over 18 years of age. I am the Acting CFO of Future Media Productions, Inc., a California corporation, the debtor and debtor in possession herein (the "Debtor"). I have personal knowledge of the facts set forth below and, if called to testify, I would and could competently testify thereto.

2. I make this Declaration in support of the Ex Parte Motion to which this Declaration is attached. Unless otherwise stated, all capitalized terms herein have the same meaning as in the Ex Parte Motion.

3. On February 14, 2006 (the "Petition Date"), the Debtor commenced its bankruptcy case by filing a voluntary petition under Chapter 11 of 11 U.S.C. § 101 et seq. (the "Bankruptcy Code"). The Debtor is operating its business and managing its financial affairs as a debtor in possession pursuant to Sections 1107 and 1108.

4. The Debtor is a California corporation located in Valencia, California. The Debtor was established in 1994 to provide CD replication and packaging assembly services for the computer hardware and software industries and grew to be one of the largest independent DVD and CD replication plants on the west coast.

5. The Debtor's bankruptcy case was necessitated by a number of difficulties recently encountered by the Debtor, which led the Debtor to conclude that an orderly liquidation of its assets is in the best interests of the Debtor and its creditors. First, certain of the Debtor's patent license providers terminated the Debtor's patent licenses which were otherwise required by the Debtor in the operation of its business. Second, in recent years, the Debtor's profitability has been dramatically reduced as a result of the increasing costs of raw materials used by the Debtor and the falling prices for products produced by the Debtor.

1 6. The Debtor has decided to enter into the Agreement in order to facilitate a quick
2 and orderly liquidation of the Debtor's Assets, and to maximize the price obtained for such
3 assets. A true and correct copy of the Agreement, substantially in the form to be utilized, is
4 attached as Exhibit "I" to my Declaration annexed to the Sale Motion.

5
6 7. Prior to entering into the Agreement, I, and others at the Debtor, solicited offers
7 from multiple auctioneers after having attempted unsuccessfully to market itself as a going
8 concern. Maynards' offer was the highest and best offer received from all the auctioneers the
9 Debtor spoke with. The Debtor had discussions with the following auctioneers regarding a sale
10 of the Assets or a sale of the Debtor as a going concern (collectively, the "Potential
11 Auctioneers"): Great American Auction House, DoveBid, Inc., GoIndustry Michael Fox
12 International, Inc., Hilco Industrial, LLC, Gordon Brothers Group, BidItUp Auctions &
13 Appraisals Worldwide, Cinram International, Inc., Sonopress, LLC, and Entertainment
14 Distribution Company, LLC.

15
16 8. The terms of the Agreement are the result of protracted arms' length
17 negotiations by and among the Debtor, Maynards, and GE Capital. I, in an exercise of my
18 sound business judgment, believe that the terms of the Agreement, including the bidding
19 procedures and break-up fee, are fair and reasonable and in the best interests of the Debtor and
20 the creditors of the estate.

21
22 9. In summary, pursuant to the Agreement, Maynards, on behalf of the Debtor, has
23 sold, or will sell, substantially all of the Debtor's Assets free and clear of a liens, claims,
24 security interests, and encumbrances ("Liens") pursuant to 11 U.S.C. § 363(f), with Liens to
25 attach to the net sale proceeds ("Net Sale Proceeds"), as defined in the Agreement. A list of the
26 Assets to be sold pursuant to the Agreement is attached to the Agreement as Exhibit "A." The
27 Agreement provides for Net Sale Proceeds in the amount of \$7,636,500 (the "Guaranteed
28

1 Amount)⁵ to be paid to the Debtor within 120 days of the entry of an order approving this
2 Motion (the "End Date"). The actual net proceeds from the sale of the Assets may in fact be
3 substantially higher than the Guaranteed Amount.

4 10. The material terms of the Agreement are as follows:⁶

5 a. The obligations under the Agreement are conditioned upon (i) entry of an
6 order (the "Order") by no later than March 3, 2006 approving the Agreement and the
7 sale of Assets free and clear of Liens, with Liens to attach to the Net Sale Proceeds; and
8 (ii) existence of the Assets on the Debtor's premises upon entry of the Order;

9 b. Within 2 business days after the entry of the Order, Maynards shall
10 obtain and deliver to the Debtor an irrevocable letter of credit (the "L/C") in the amount
11 of \$3 million payable to the Debtor or its designee;

12 c. Maynards, as an agent of the Debtor, has sold or will sell, the Assets at
13 public auctions and/or private sales;

14 d. Maynards' authority to sell the Assets on an exclusive basis is subject to
15 the overbidding and break-up fee provisions described below;

16 e. Maynards will be responsible for the costs of advertising and direct
17 marketing, Maynards' travel and lodging expenses, preparing the Assets for sale, and
18 any other miscellaneous expenses directly related to marketing the Assets; provided,
19 however, that the Debtor shall be responsible for costs related to maintaining the
20 premises where the Assets are located;

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26 ⁵ If the sale of the Debtor's Assets is concluded on or before March 31, 2006, the Guaranteed Amount shall
be reduced by \$50,000.

27 ⁶ The following recitation of the material terms of the Agreement is by way of description only and is not
28 intended to supplement, supersede, or modify the actual terms of the Agreement. In the event of any
inconsistency between this description and the terms of the Agreement, the terms of the Agreement shall
govern.

1 f. Maynards shall develop and mail auction brochures, as necessary, and
2 conduct a direct calling program to promote the sale of the Assets to the highest bidders;
3 Maynards, at its discretion, may institute additional marketing efforts;

4 g. Maynards' has sole discretion, subject to the requirement that Maynards
5 obtain and deliver to the Debtor the Guaranteed Amount by the End Date, over the
6 terms and manners of sale;

7 h. All sales will be made free and clear of Liens pursuant to 11 U.S.C. §
8 363(f);

9 i. If Maynards obtains and delivers to the Debtor less than the Guaranteed
10 Amount by the April 15, 2006, the Debtor may draw upon the L/C to collect the
11 difference between the Guaranteed Amount and the Net Sale Proceeds actually obtained
12 and paid to the Debtor as of the date the Debtor seeks to draw on the L/C (the
13 "Deficiency");

14 j. As compensation for conducting the Asset sale, including providing for
15 the Guaranteed Amount, Maynards shall be paid a buyer's premium (the "Buyer's
16 Premium") of 15% of the Net Sale Proceeds for each Asset sold at an on-line auction
17 and 12% of the Net Sale Proceeds for each Asset sold pursuant to means other than an
18 on-line auction; Maynards shall collect the Buyer's Premium directly from each
19 successful bidder, in addition to the Net Sale Proceeds and any sales taxes;

20 k. Maynards shall first pay to the Debtor the Guaranteed Amount; next,
21 Maynards shall be entitled to receive and retain \$650,000 (the "Additional Premium")
22 from the Net Sale Proceeds; once aggregate Net Sale Proceeds in the amount of
23 \$8,286,500 (the "Threshold")⁷ have been collected by Maynards from the sale of
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1 Assets, all additional Net Sale Proceeds collected shall be split 80% to the Debtor and
2 20% to Maynards; and

3 1. In the event that an entity other than Maynards (the "Successor
4 Auctioneer") becomes lawfully entitled to conduct the Asset sale as a result of
5 competitive bidding allowed by the Bankruptcy Court, Maynards shall be entitled to
6 receive from the Successor Auctioneer an amount equal to \$275,000, together with
7 reimbursement of Maynards' actual, reasonable, and necessary expenses incurred in
8 connection with the Asset sale pursuant to the Agreement, provided, however, that such
9 expenses shall not exceed \$150,000 (collectively, the "Break-Up Fee").

10
11 11. In order to effectuate the Asset sale, the Debtor filed Maynards' Employment
12 Application. Pursuant to the Employment Application the Debtor is seeking to employ
13 Maynards under 11 U.S.C. § 328 and to pay Maynards pursuant to the terms of the Agreement
14 without the necessity of Maynards having to file a fee application.

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16 12. I beleive that GE Capital, the primary secured creditor, and SLA Incorporated
17 ("SLA") are the only entities that have duly perfected Liens against substantially all of the
18 Assets and the proceeds thereof.

19
20 13. GE Capital asserts a claim in the amount of approximately \$5.4 million, plus
21 interest, fees, and costs (the "GE Claim"), which is secured by a valid, perfected, enforceable
22 and unavoidable first priority Lien in substantially all of the Assets and the proceeds thereof.
23 SLA asserts a claim in the amount of approximately \$850,000, plus interest, fees and costs (the

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⁷ The Threshold is the sum of the Guaranteed Amount (\$7,636,500), plus the Additional Premium (\$650,000). The Threshold will be reduced by \$50,000 if the Asset sale is concluded on or before March 31, 2006.

1 “SLA Claim”), which is secured by an alleged second priority security interest in substantially
 2 all of the Assets and the proceeds thereof.⁸

3 14. In conjunction with the filing of this Motion, the Debtor ordered a summary
 4 report regarding all UCC-1 Financing Statements that could conceivably relate to the Debtor
 5 and the back-up documentation regarding such UCC-1 Financing Statements (collectively, the
 6 “UCC Information”). A true and correct copy of the UCC Information is attached as Exhibit
 7 “2” to my Declaration annexed to the Sale Motion. A review of UCC Information reveals
 8 entities, in addition to GE Capital and SLA, as assignee of R2D2, who filed UCC-1 Financing
 9 Statements related to the Debtor and the Assets. These entities either are not owed any
 10 amounts or have various liens (e.g., lessor liens, bailor/bailee liens, and purchase money lines)
 11 on particular Assets, as opposed to liens on substantially all of the Assets and the proceeds
 12 thereof.
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14
 15 15. Based on my review of the UCC Information, I make the following
 16 representations regarding purported liens (other than the GE Capital and SLA liens discussed
 17 above) set forth in the UCC Information:

Purported Lien Creditor	Status	Discussion
Banc of America Commercial Finance Corporation	Terminated 10/30/02	N/A – Terminated
Fidelity Leasing Inc. (“ <u>Fidelity</u> ”)	Active	The Debtor is informed and believes that this is a secured lease lien (the “ <u>Fidelity Lien</u> ”) related to the following particular piece of equipment only: Mailing Equipment; Model BK 460 HP; Serial # 460H0101201 (the “ <u>Fidelity Asset</u> ”). The Fidelity Lien does not extend to any other Assets.
Fidelity Leasing Inc.	Active	This is a duplicate of the Fidelity Lien described above.
Banc of America Commercial Finance Corporation	Terminated 10/30/02	N/A - Terminated

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 28 ⁸ SLA is the successor by assignment to R2D2, LLC, whose name appears on the UCC report that accompanies the Sale Motion.

1	M2K Financial LLC ("M2K")	Active	The Debtor is informed and believes that this is a secured lease lien (the " <u>M2K Lien</u> ") related to the particular equipment listed in Schedule "A" attached to M2K's UCC-1 Financing Statement (the " <u>M2K Assets</u> "). A true and correct copy of Schedule "A" attached to M2K's UCC-1 Financing Statement is included in Exhibit "2." The M2K Lien does not extend to any other Assets.
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6	Continental Community Bank and Trust Company	Terminated 8/29/05	N/A - Terminated
7			
8	Ableco Finance LLC	Terminated 8/26/04	N/A - Terminated
9			
10	Employment Development Department	Active	This appears to be a lien against an entity with a similar name to the Debtor. The Debtor is unaware as to the identity of Shelly Creel or Future Media Productions located in Lake Forest, CA.
11			
12	Singulus Technologies AG	Terminated 8/20/04	N/A - Terminated
13			
14	Sericol, Inc. ("Sericol")	Active	The Debtor is informed and believes that this is a consignment lien (the " <u>Sericol Lien</u> ") related to all Sericol inks, emulsions, chemicals, supplies, mesh, and screens on consignment only (the " <u>Sericol Assets</u> "). The Sericol Lien does not extend to any other Assets.
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16	Employment Development Department	Active	This appears to be a lien against an entity with a similar name to the Debtor. The Debtor is unaware as to the identity of Shelly Creel or Future Media Productions located in Lake Forest, CA.
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18			
19	Employment Development Department	Active	This appears to be a lien against an entity with a similar name to the Debtor. The Debtor is unaware as to the identity of Shelly Creel or Future Media Productions located in Lake Buena Park, CA.
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21			
22	Cryovac, Inc. ("Cryovac")	Active	The Debtor is informed and believes that this is a secured lease lien (the " <u>Cryovac Lien</u> ") related to the following particular pieces of equipment only: (1) Cryovac OS Scavenging Initiation Unit, 4104A-0018; Serial # 031014373001; and (1) Cryovac OS Scavenging Verification Unit, 4104A-0018; Serial # SVSSYSTEMG2-03 (the " <u>Cryovac Assets</u> "). The Cryovac Lien does not extend to any other Assets.
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27	R2D2, LLC	Terminated 8/30/05	N/A – Terminated (This is a prior lien asserted by R2D2 and is unrelated to the R2D2 lien, subsequently assigned to SLA, which is
28			

1		described above.)
2	Accurate Air Engineering, Inc.	Terminated 10/7/05 N/A – Terminated
3	Eileen Mamane (“Mamane”)	Active The Debtor is informed and believes that this is a bailor/bailee lien (the “ <u>Mamane Lien</u> ”) related to the following particular pieces of equipment only: (3) 2000 Singulus Model Spaceline, each with (2) Sumitomo Model SD30 CNC hydrolic injection molders, 30-ton, 28 mm screw, 42 CM2 shot, Yushin Robotics; Dr. Schenk inspection; Singulus Metalizer upgraded Singulus coater to Spaceline II type UV dryer; (2) Katawa TWDS-22A-S temperature controllors and Seikohgiken molds; bearing Serial ## 38600090, 38600092, 38600077 (the “ <u>Mamane Assets</u> ”). The Mamane Lien does not extend to any other Assets.
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10	Ruth Levy (“Levy”)	Active The Debtor is informed and believes that this is a purchase money lien (the “ <u>Levy Lien</u> ”) related to the following particular piece of equipment only: Kamman K4.15.40 Offset DVD Screen printer (the “ <u>Levy Asset</u> ”). The Levy Lien does not extend to any other Assets.
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15 16. The Debtor has returned most, if not all, of the Specific Assets to the Specific

16 Lien Creditors with Specific Liens encumbering such Specific Assets. To the extent such

17 Specific Assets have not been returned, the Debtor will contact the relevant Specific Lien

18 Creditors and request that they remove such Specific Assets. All of the Specific Assets will be

19 excluded from the Asset sale.

20

21 17. The Net Sale Proceeds received by the Debtor will be utilized to satisfy the GE

22 Claim, in full, which will terminate liability on the GE Claim and the accrual of additional

23 interest, fees and expenses related thereto.

24 18. The remaining Net Sale Proceeds will be retained by the Debtor and utilized to

25 satisfy the SLA Claim and the claims of unsecured creditors pursuant to a liquidating plan.

26 19. As discussed above, due to a number of exigent circumstances, the Debtor has

27 concluded that an orderly liquidation of its Assets is in the best interests of the Debtor and its

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1 creditors. In order to effectuate a quick and orderly liquidation of the Debtor's Assets, and in
2 order to remain in compliance with the cash collateral stipulation between the Debtor and GE
3 Capital, it is imperative that the Court hearings on the Sale Motion and the Employment
4 Application as soon as possible. Since Maynards already has prospective buyers for a number
5 of the Assets, quickly moving forward with the Asset sale will benefit the creditors of the
6 Debtor's estate by insuring that prospective sales go forward and by rapidly generating
7 sufficient funds to pay GE Capital's secured claim, which will terminate the accrual of
8 additional interest, fee and expenses related to such claim.
9

10 20. In addition to the foregoing, based on the extensive notice the Debtor has given
11 to parties in interest regarding the Sale Motion and Employment Agreement, and the additional
12 notice the Debtor will give to parties in interest regarding the hearings on such motions
13 pursuant to the Court's order on this Ex Parte Application, setting hearings on shortened time
14 on the Sale Motion and Employment Application will not prejudice any parties in interest.
15

16 I declare under penalty of perjury under the laws of the United States of America that
17 the foregoing is true and correct to the best of my knowledge.

18 Executed on this 15th day of February 2006, at Santa Clarita, California.
19

20 Following Page
21 RICHARD G. SUHL
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1 creditors. In order to effectuate a quick and orderly liquidation of the Debtor's Assets, and in
2 order to remain in compliance with the cash collateral stipulation between the Debtor and GE
3 Capital, it is imperative that the Court hearings on the Sale Motion and the Employment
4 Application as soon as possible. Since Maynards already has prospective buyers for a number
5 of the Assets, quickly moving forward with the Asset sale will benefit the creditors of the
6 Debtor's estate by insuring that prospective sales go forward and by rapidly generating
7 sufficient funds to pay GE Capital's secured claim, which will terminate the accrual of
8 additional interest, fee and expenses related to such claim.
9

10 20. In addition to the foregoing, based on the extensive notice the Debtor has given
11 to parties in interest regarding the Sale Motion and Employment Agreement, and the additional
12 notice the Debtor will give to parties in interest regarding the hearings on such motions
13 pursuant to the Court's order on this Ex Parte Application, setting hearings on shortened time
14 on the Sale Motion and Employment Application will not prejudice any parties in interest.
15

16 I declare under penalty of perjury under the laws of the United States of America that
17 the foregoing is true and correct to the best of my knowledge.

18 Executed on this 15th day of February 2006, at Santa Clarita, California.

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RICHARD G. SUHL

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PROOF OF SERVICE
STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am an employee in the County of Los Angeles, State of California. I am over the age of 18 and am not a party to the within action; my business address is: 10250 Constellation Blvd. Suite 1700, Los Angeles, California 90067.

On February 16, 2006, I served the foregoing document(s) described as

EX PARTE MOTION FOR AN ORDER SETTING HEARINGS ON SHORTENED TIME ON: I.) DEBTOR'S MOTION FOR AN ORDER: (1) AUTHORIZING DEBTOR TO ENTER INTO AGENCY AGREEMENT; (2) AUTHORIZING DEBTOR TO SELL ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, SECURITY INTERESTS AND ENCUMBRANCES PURSUANT TO 11 U.S.C. § 363; (3) APPROVING BIDDING AND SALE PROCEDURES AND BREAK-UP FEE; AND II.) DEBTOR'S APPLICATION TO EMPLOY MAYNARDS INDUSTRIES (1991), INC. AS AGENT AND AUCTIONEER PURSUANT TO 11 U.S.C. § 328

on the interested parties in this action by placing a true copy thereof enclosed in a sealed envelope with postage thereon fully prepaid in the United States mail at Los Angeles, California, addressed as follows:

See Attached Service List

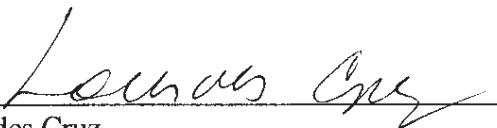
____ (By Mail) I caused such envelope with postage thereon, fully prepaid to be placed in the United States mail. Executed on _____, at Los Angeles, California.

X (By Federal Express/Overnight Mail) I caused such envelope to be delivered by Federal Express (or Express Mail), next business day delivery to the offices of the addressee. Executed on February 16, 2006 at Los Angeles, California.

____ (By Facsimile) I caused said document to be sent via facsimile. Executed on _____, at Los Angeles, California.

____ (By Personal service) I caused such envelope to be delivered by hand to the offices of the addressee. Executed on _____, at Los Angeles, California.

X (Federal) I declare that I am an employee in the offices of a member of the State Bar of this Court at whose direction the service was made. I declare under penalty of perjury under the laws of the State of California that the above is true and correct.



Lourdes Cruz

In re Future Media Production
File No: 3703
SecCred for C.C. Mtn.

Parties Served by Overnight Mail

U.S. Trustee
21051 Warner Center Lane
Suite 115
Woodland Hills, CA 91367

Debtor
Future Media Productions Inc
24811 Avenue Rockefeller
Valencia, CA 91355

Counsel for Debtor
Susan Hilary Tregub
5890 W. Jefferson Blvd.
Los Angeles, CA 90016

Counsel for GE Capital Corporation
Sara L. Chenetz
DLA Piper Rudnick Gray Cary US LLP
1999 Avenue of the Stars, 4th floor
Los Angeles, CA 90067

Counsel to Maynards Industries, Inc.
Scott N. Schreiber
Much Shelist Freed Denenberg Ament &
Rubenstein, P.C.
191 N. Wacker Drive, Suite 1800
Chicago, IL 60606

Counsel for Alex Sandel
Patricia Glaser, Kerry Garvis Wright
Christensen Miller et al
10250 Constellation Blvd., 19th Floor
Los Angeles, CA 90067

Secured Creditors

SLA Incorporated
Attn: George Rudes
2305 S. Santa Fe Avenue
Los Angeles, CA 90038

Banc of America Commercial Finance
Corporation
Attn: Officer or Director
55 S. Lake Avenue
Pasadena, CA 91101

Fidelity Leasing, Inc.
Attn: Officer or Director
1255 Wrights Lane
West Chester, PA 19380

M2K Financial, LLC
Attn: Officer or Director
1900 East Tyler, #100
St. Charles, IL 60174

Continental Community Bank and Trust
Company
Attn: Officer or Director
2430 W. Indian Trail
Aurora, IL 60506

Ableco Finance LLC, as Agent
Attn: Officer or Director
450 Park Avenue, 28th Floor
New York, NY 10022

Employment Development Department
Bankruptcy Group MIC 92E
P.O. Box 826880
Sacramento, CA 94280-0001

Singulus Technologies AG
Attn: Officer or Director
Hanauer Landstrasse 103
Kahl Am Main 63796

Sericol, Inc.
Attn: Officer or Director
1101 Cambridge Drive
Kansas City, KS 66103

General Electric Capital Corporation
Attn: Officer or Director
500 West Monroe Street
Chicago, IL 60661

Cryovac, Inc.
Attn: Officer or Director
P.O. Box 464
Duncan, SC 29334

R2D2, LLC
Attn: Officer or Director
5890 W. Jefferson Blvd.
Los Angeles, CA 90016

Accurate Air Engineering, Inc.
Attn: Officer or Director
5517 Standard Street
Bankersfield, CA 93308

Eileen Mamane
8621 Wilshire Blvd., #208
Beverly Hills, CA 90211

Ruth Levy
1001 North Crescent Drive
Beverly Hills, CA 90210

In re Future Media Production
File No: 3703
20 Largest

**PARTIES SERVED BY OVERNIGHT
MAIL**

Attn: Lynn Sellers
Aeroteck, Inc.
3689 Collections Ctr. Dr.
Chicago, IL 60693

Avion Tool Manufacturing
28110 Avenue Stanford, Unit E
Valencia, CA 91355

Bayer Polymers LLC
Attn: D. Horton & J. Calhoun
100 Bayer Road, Building 16
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Bethel Plastics, Inc.
Attn: Marvin Easterday
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Anaheim, CA 92805

CH Robinson Worldwide, Inc.
PO Box 9121
Minneapolis, MN 55480-9121

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Andrew Ghassemi
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A. Crespo Glenpoint Center West
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500 Frank W. Burr Blvd
Teaneck, NJ 07666

Discovision Associates
Attn: Duncan Taylor
PO Box 19616
IRVINE, CA 92713

Rhonda Brown
East-West Staffing, LLC
PO Box 13188
Milwaukee, WI 53213-0188

Flexplay Technologies
1 Capital City Plaza, Ste 1500
3350 Peachtree Road
Atlanta, GA 30326

Guardsmark
Attn: Robert Nathan
File #6498
Los Angeles, CA 90074-6498

Infiniti Media, Inc.
19481 Harborgate Way
Torrance, CA 90501

Latham & Watkins LLP
PO Box 894256
Los Angeles, CA 90189-4256

Dorab Patel
Matchcraft, Inc.
3205 Ocean Park Blvd., Suite 220
Santa Monica, CA 90405

Ponica Industries Group
Attn Lerma A. Veloso
125 Klug Circle
Corona, CA 92880

Select Temporary Services
Attn: M. Ulicny & M. McComb
PO Box 60607
Los Angeles, CA 90060-0607

Sericol, Inc.
Attn: Jill
12554 Collections Center Drive
Chicago, IL 60693

Technicolor
Dept. 7658
Los Angeles, CA 90088-7658

Intellectual Prop Dept B. Freeman
U.S. Philips Corporation
580 White Plain Road
Tarrytown, NY 10591

Future Media
Service list for Potential Auctioneers

PARTIES SERVED BY OVERNIGHT MAIL

Greg Legrand
c/o Great American Auction House
7584 State Route 31 West
Lyons, NY 14489

DoveBid, Inc.
1241 E. Hillsdale Blvd.
Foster City, CA 94404

GoIndustry Michael Fox Internationa
9454 Wilshire Blvd
Penthouse Floor
Beverly Hills, CA 90212

Hilco Industrial, LLC
31555 Fourteen Mile road
Suite 207
Farmington Hills, MI 48334

Hilco Industrial, LLC
5 Revere Drive
Suite 430
Northbrook, Illinois 60062

Gordon Brother Group
40 Broad Street
Boston, MA 02109

BidItUp
World Headquarters
11426 Ventura Blvd.
Studio City, CA 91604

Cinram International, Inc.
2255 Markham Road Scarborough
Ontario, Canada M1B 2W3

Jeff Miner
Sonopress, LLC
4645 Vesper Avenue
Sherman Oaks, Ca 92403

Entertainment Distribution Company LLC
A Division of Glenayre Technologies
Corporate Office
825 8th Avenue
23rd Floor
New York, NY 10019

CLOSED

**U.S. Bankruptcy Court
Central District Of California (Los Angeles)
Bankruptcy Petition #: 2:99-bk-33188-AA**

Assigned to: Alan M. Ahart
Chapter 11
Voluntary
Asset

Date filed: 06/18/1999
Date terminated: 10/01/2003
Plan confirmed: 04/20/2000
Deadline for filing claims: 11/01/1999
Deadline for filing claims (govt.): 11/30/1999

Debtor

Sylmar Plaza
2030 Bagley Avenue
Los Angeles, CA 90034
LOS ANGELES-CA
SSN / ITIN:
Tax ID / EIN: 95-4642406

represented by **Daniel E Mintz**
1801 Avenue Of The Stars Ste
1220
Los Angeles, CA 90067
310-277-7544

Filing Date	#	Docket Text
06/18/1999	<u>1</u>	Voluntary petition under chapter 11 [BSI] (Entered: 06/21/1999)
06/18/1999	<u>2</u>	Statement of related cases [BSI] (Entered: 06/21/1999)
06/18/1999	<u>3</u>	Summary of schedules [BSI] (Entered: 06/21/1999)
06/18/1999	<u>4</u>	Schedule A filed [BSI] (Entered: 06/21/1999)
06/18/1999	<u>5</u>	Schedule B filed [BSI] (Entered: 06/21/1999)
06/18/1999	<u>6</u>	Schedule D filed [BSI] (Entered: 06/21/1999)
06/18/1999	<u>7</u>	Schedule E filed [BSI] (Entered: 06/21/1999)
06/18/1999	<u>8</u>	Schedule F filed [BSI] (Entered: 06/21/1999)
06/18/1999	<u>9</u>	Schedule G filed [BSI] (Entered: 06/21/1999)
06/18/1999	<u>10</u>	Schedule H filed [BSI] (Entered: 06/21/1999)
06/18/1999	<u>11</u>	Declaration concerning debtor's schedules [BSI] (Entered: 06/21/1999)
06/18/1999	<u>12</u>	Statement of financial affairs [BSI] (Entered: 06/21/1999)
06/18/1999	<u>13</u>	Disclosure of attorney fees [BSI] (Entered: 06/21/1999)

EXHIBIT 3, PAGE 108

06/18/1999	14	List of creditors holding 20 largest unsecured claims [BSI] (Entered: 06/21/1999)
06/18/1999	15	Verification of creditor matrix [BSI] (Entered: 06/21/1999)
06/18/1999	16	Matrix [mailing list] [BSI] (Entered: 06/21/1999)
06/18/1999	17	List of equity security holders [BSI] (Entered: 06/21/1999)
06/18/1999	18	Venue disclosure form [for Corporations and Partnerships filing a chapter 11] [BSI] (Entered: 06/21/1999)
06/18/1999	19	Notice of available chapters [BSI] (Entered: 06/21/1999)
06/18/1999	20	Attorney's state bar number on page 1 of petition form [BSI] (Entered: 06/21/1999)
06/18/1999	21	Signature[s] page 2 of petition form B1 for attorney [BSI] (Entered: 06/21/1999)
06/22/1999	22	Emergency motion of Platinum Capital, Inc., to retain custodian in possession; memorandum of points and authorities; supporting declarations [Disposed] [MPM] (Entered: 06/23/1999)
06/22/1999	23	Declaration of Elizabeth m. Kiley in support of emergency motion of Platinum Capital to retain Custodian in possession RE: Item# 22 [MPM] (Entered: 06/23/1999)
06/22/1999	24	Declaration of Douglas Steinriede in support of emergency motion of Platinum Capital to retain custodian in possession RE: Item# 22 [MPM] (Entered: 06/23/1999)
06/22/1999	25	Declaration of Allen Sragow in support of emergency motion of Platinum Capital to retain custodian in possession RE: Item# 22 [MPM] (Entered: 06/23/1999)
06/23/1999	26	ORDER shortening time for hearing on emergency motion of Platinum Capital, Inc. to retain custodian in possession; Hearing set for June 30, 1999 at 3:00 p.m. with notice of entry RE: Item# 22 [MPM] (Entered: 06/24/1999)
06/24/1999	27	Emergency motion pursuant to Local Bankruptcy Rule 9075-1 for order directing turnover of property by a custodian and an accounting; memorandum of points and authorities; declaration in support of emergency motion [Disposed] [MPM] (Entered: 06/25/1999)
06/24/1999	28	Notice of motion/application with proof of service RE: Item# 27 [MPM] Original NIBS Entry Number: 27A (Entered: 06/25/1999)

06/24/1999	29	Ex parte application / Motion for order shortening time for notice of hearing and hearing of emergency motion pursuant to Local Bankruptcy Rule 9075-12 for order directing turnover of property by a custodian and an accounting; declaration in support of ex parte motion [Disposed] [MPM] Original NIBS Entry Number: 28 (Entered: 06/25/1999)
06/24/1999	30	Notice of appearance and Request for Service of Papers filed by Jeffer, Mangels, Butler & Marmaro LLP., Attorneys for Rita Hornwood, Party-in-Interest with proof of service [KSC] Original NIBS Entry Number: 29 (Entered: 06/25/1999)
06/25/1999	32	Notice of hearing on emergency motion of Platinum Capital, Inc., to retain custodian in possession with proof of service hearing on 06/30/1999 at 3:00 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 29 [MPM] Original NIBS Entry Number: 31 (Entered: 06/28/1999)
06/28/1999	31	ORDER shortening time for notice of hearing and hearing on emergency motion pursuant to Local Bankruptcy Rule 9075-1 for order directing turnover of property by a custodian and an accounting; Hearing set for June 30, 1999 at 3:00 p.m., with notice of entry RE: Item# 29 [MPM] Original NIBS Entry Number: 30 (Entered: 06/28/1999)
06/28/1999	33	Request for special notice filed by Edward M Wolkowitz attorney for Platinum Capital Inc; with proof of service [RF] Original NIBS Entry Number: 32 (Entered: 06/28/1999)
06/28/1999	34	Notice of 341a meeting [requested from BNC] hearing on 08/02/1999 at 09:45 a.m. at 221 N. Figueroa St., Ste. 103, Los Angeles, CA 90012 [OVI] Original NIBS Entry Number: 33 (Entered: 06/28/1999)
06/28/1999	35	Proof of service of order shortening time for notice of hearing and hearing on emergency motion pursuant to Local Bankruptcy Rule 9075-1 for order directing turnover of property by a custodian and an accounting; Hearing 6/30/99 at 3:00 p.m. RE: Item# 31 [MPM] Original NIBS Entry Number: 34 (Entered: 06/29/1999)
06/29/1999	36	Declaration of Aviv L. Tuchman in opposition to notice of emergency motion pursuant to Local Bankruptcy Rule 9075-1 by Sylmar Plaza L.P. for order directing turnover of property by custodian and an accounting; Hearing 6/30/99 at 3:00 p.m., with proof of service RE: Item# 29 [MPM] Original NIBS Entry Number: 35 (Entered: 06/30/1999)
06/29/1999	37	Plan of reorganization filed by debtor [MPM] Original NIBS Entry Number: 36 (Entered: 06/30/1999)
06/29/1999	38	Objection to the declaration of Steven Hornwood submitted in

		connection with Sylmar Plaza, L.P.'s Emergency motion pursuant to Local Rule 9075-1 for order directing turnover of property by custodian and an accounting filed by Platinum Capital, Inc.; Hearing 6/30/99 at 3:00 p.m. RE: Item# 29 [MPM] Original NIBS Entry Number: 37 (Entered: 06/30/1999)
06/29/1999	39	Objection to the declaration of Rita Hornwood submitted in connection with Sylmar Plaza, L.P.'s Emergency motion pursuant to Local Rule 9075-1 for order directing turnover of property by custodian and an accounting filed by Platinum Capital, Inc.; Hearing 6/30/99 at 3:00 p.m. RE: Item# 29 [MPM] Original NIBS Entry Number: 38 (Entered: 06/30/1999)
06/29/1999	40	Declaration of Douglas Steinriede in support of opposition to emergency motion pursuant to Local Bankruptcy Rule 9075-1 for order directing turnover of property by a custodian and an accounting RE: Item# 29 [MPM] Original NIBS Entry Number: 39 (Entered: 06/30/1999)
06/29/1999	41	Response of Platinum Capital, Inc., to debtor's emergency motion for order directing turnover by a custodian and accounting; Hearing 6/30/99 at 3:00 p.m. RE: Item# 29 [MPM] Original NIBS Entry Number: 40 (Entered: 06/30/1999)
06/29/1999	42	Declaration of Thomas A. McAndrews in support of motion to retain custodian in possession; Hearing 6/30/99 at 3:00 p.m. RE: Item# 29 [MPM] Original NIBS Entry Number: 41 (Entered: 06/30/1999)
06/30/1999	43	Request for judicial notice of debtor's chapter 11 original plan filed June 29, 1999 pursuant to Federal Rule of evidence 201; Hearing 6/30/99 at 3:00 p.m., with proof of service [MPM] Original NIBS Entry Number: 42 (Entered: 07/01/1999)
07/01/1999	44	Certificate of mailing RE: Item# 34 [BNC] Original NIBS Entry Number: 43 (Entered: 07/02/1999)
07/02/1999	45	Notice of motion and motion for relief from automatic stay with supporting declarations ACTION IN NON-BANKRUPTCY FORUM - RE: Los Angeles Superior Court, FOR: Platinum Capitol, Inc., BY: Edward M. Wolkowitz 310 277-7400 hearing on 08/04/1999 at 2:30 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 44 (Entered: 07/06/1999)
07/02/1999	46	Memorandum of points and authorities RE: Item# 45 [TDM] Original NIBS Entry Number: 44A (Entered: 07/06/1999)
07/02/1999	47	Proof of service filed by Edward M. Wolkowitz RE: Item# 46 [TDM] Original NIBS Entry Number: 44B (Entered: 07/06/1999)

07/06/1999	48	Request for judicial notice in support of motion for relief from automatic stay; Hearing 8/04/99 at 2:30 p.m., with proof of service RE: Item# 45 [MPM] Original NIBS Entry Number: 45 (Entered: 07/07/1999)
07/09/1999	49	Notice of motion/application [amended] for relief from the automatic stay; Hearing 8/04/1999 at 2:30 p.m., with proof of service RE: Item# 45 [MPM] Original NIBS Entry Number: 46 (Entered: 07/12/1999)
07/09/1999	50	Objection to order granting emergency motion of Platinum Capital, Inc., to retain custodian in possession; declaration of Daniel E. Mintz; proposed alternative form of order [Local Bankruptcy Rule 9021-1[d]; Hearing 6/30/1999 at 3:00 p.m. RE: Item# 29 [MPM] Original NIBS Entry Number: 47 (Entered: 07/12/1999)
07/09/1999	51	Notice of status conference; Hearing 8/11/1999 at 10:30 a.m., with proof of service [Rescheduled] [MPM] Original NIBS Entry Number: 48 (Entered: 07/13/1999)
07/12/1999	52	Reply to debtor's opposition to form of order granting emergency motion of Platinum Capital, Inc., to retain custodian in possession; Hearing 6/30/1999 at 3:00 p.m., with proof of service RE: Item# 29 [MPM] Original NIBS Entry Number: 49 (Entered: 07/13/1999)
07/15/1999	53	Motion/Application for examination under 2004 and 1] requiring debtor's general partners to file their statements of personal assets and liabilities pursuant to Federal Rule of Bankruptcy Procedure 1007, filed by Edward M. Wolkowitz, with proof of service [Disposed] [SS] Original NIBS Entry Number: 50 (Entered: 07/16/1999)
07/15/1999	54	Memorandum of points and authorities RE: Item# 53 [SS] Original NIBS Entry Number: 50A (Entered: 07/16/1999)
07/15/1999	55	Declaration of Allen P. Sragow RE: Item# 54 [SS] Original NIBS Entry Number: 50B (Entered: 07/16/1999)
07/16/1999	57	ORDER denying debtor's emergency motion for order directing turnover by a custodian and accounting, with notice of entry of order RE: Item# 29 [SS] Original NIBS Entry Number: 51 (Entered: 07/19/1999)
07/16/1999	58	ORDER not signed AMA RE: Item# 27 [MPM] Original NIBS Entry Number: 52 (Entered: 07/20/1999)
07/16/1999	59	ORDER re: Alternative order granting emergency motion of Platinum Capital, Inc., to retain custodian in possession with proof of service and notice of entry RE: Item# 27 [MPM] Original NIBS Entry Number: 53 (Entered: 07/20/1999)

07/19/1999	60	Application to employ Daniel E. Mintz as reorganization counsel; declaration in support of application [Disposed] [MPM] Original NIBS Entry Number: 54 (Entered: 07/20/1999)
07/19/1999	61	Supplemental declaration of Daniel E. Mintz in support of application of debtor for authority to employ Law Offices of Daniel E. Mintz as reorganization RE: Item# 60 [MPM] Original NIBS Entry Number: 55 (Entered: 07/20/1999)
07/19/1999	62	Notice of application of debtor for authority to employ the Law Office of Daniel E. Mintz as reorganization counsel with proof of service RE: Item# 60 [MPM] Original NIBS Entry Number: 56 (Entered: 07/22/1999)
07/21/1999	63	ORDER approving employment of professional of Daniel E. Mintz with notice of entry RE: Item# 60 [MPM] Original NIBS Entry Number: 57 (Entered: 07/22/1999)
07/21/1999	64	Declaration in opposition to motion for relief from the automatic stay; Hearing 8/04/1999 at 2:30 p.m. RE: Item# 45 [MPM] Original NIBS Entry Number: 58 (Entered: 07/22/1999)
07/26/1999	65	Proof of service of notice of status conference and copy the procedure for approval of disclosure statement; Hearing 8/11/1999 at 10:30 a.m. RE: Item# 51 [MPM] Original NIBS Entry Number: 59 (Entered: 07/27/1999)
07/27/1999	66	Supplemental declaration of Daniel E. Mintz in opposition to motion for relief from the automatic stay; Hearing 8/04/1999 at 2:30 p.m. RE: Item# 45 [MPM] Original NIBS Entry Number: 60 (Entered: 07/28/1999)
07/29/1999	67	Withdrawal of motion for relief from automatic stay, without prejudice to refile at a future date; Hearing 8/04/1999 at 2:30 p.m. RE: Item# 45 [MPM] Original NIBS Entry Number: 61 (Entered: 07/30/1999)
08/04/1999	68	Request for special notice filed by Richard L. Wynne attorney for the creditor Steven Hornwood and Roberta May Hornwood; with proof of service [NCI] Original NIBS Entry Number: 62 (Entered: 08/05/1999)
08/23/1999	69	Notice of continued hearing filed by Richard L. Wynne, with proof of service postponed to 09/15/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 51 [SS] Original NIBS Entry Number: 63 (Entered: 08/24/1999)
08/23/1999	70	ORDER denying emergency motion of Platinum Capital, Inc., for order permitting receiver to modify lease agreement with notice of entry [MPM] Original NIBS Entry Number: 64 (Entered: 08/25/1999)

08/24/1999	71	Declaration in opposition to emergency motion of Platinum Capital, Inc., for order permitting receiver to modify lease agreement and for clarification of 11 USC 543[d] order RE: Item# 70 [MPM] Original NIBS Entry Number: 65 (Entered: 08/25/1999)
08/31/1999	72	Stipulation and ORDER thereon authorizing receiver to enter into lease amendment with Payless shoesource, Inc., with proof of service [MPM] Original NIBS Entry Number: 66 (Entered: 09/01/1999)
08/31/1999	73	Notice of change of time of hearing re: status conference set for September 15, 1999 at 10:30 a.m. RE: Item# 51 [MPM] Original NIBS Entry Number: 67 (Entered: 09/01/1999)
09/03/1999	74	Proof of service of notice of change of time of hearing [status conference]; Hearing 9/15/1999 at 10:30 a.m. RE: Item# 69 [MPM] Original NIBS Entry Number: 68 (Entered: 09/07/1999)
09/07/1999	75	Request for special notice filed by Richard A Marshack, attorney for Thomas A McAndrews, the State Court Receiver; with proof of service. [BSI] Original NIBS Entry Number: 69 (Entered: 09/08/1999)
09/08/1999	76	Statement status conference; Hearing 9/15/1999 at 10:30 a.m. RE: Item# 51 [MPM] Original NIBS Entry Number: 70 (Entered: 09/10/1999)
09/08/1999	77	Amendment to schedule[s] - Statement of Affairs Rider 19a RE: Item# 12 [MPM] Original NIBS Entry Number: 71 (Entered: 09/10/1999)
09/09/1999	78	Motion for order pursuant to Federal Rule Bankr. Proc. 1015[b] for joint administration of bankruptcy cases; memorandum of points and authorities; declaration in support of motion [Disposed] [MPM] Original NIBS Entry Number: 72 (Entered: 09/10/1999)
09/16/1999	79	Notice of hearing on Platinum Capital, Inc.'s motion for relief from the automatic stay hearing on 10/13/1999 at 2:30 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 45 [MPM] Original NIBS Entry Number: 73 (Entered: 09/17/1999)
09/16/1999	80	Notice of motion and motion for relief from the automatic stay with supporting declarations REAL PROPERTY - RE: 13730-13778 Foothill Blvd., Sylmar, Ca 91342, FOR: Platinum Capital, Inc., BY: Edward M. Wolkowitz 310 277-7400 hearing on 10/13/1999 at 2:30 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 74 (Entered: 09/20/1999)
09/16/1999	81	Memorandum of points and authorities RE: Item# 80 [TDM] Original NIBS Entry Number: 74A (Entered: 09/20/1999)

09/16/1999	82	Proof of service filed by Edward M. Wolkowitz RE: Item# 81 [TDM] Original NIBS Entry Number: 74B (Entered: 09/20/1999)
09/17/1999	83	Notice of claims deadline November 1, 1999 as last date to file proofs of claim with proof of service [MPM] Original NIBS Entry Number: 75 (Entered: 09/22/1999)
09/24/1999	84	Notice of state court receiver in possession's application for employment of Marshack Shulman & Hodges LLP as his general counsel [MPM] Original NIBS Entry Number: 76 (Entered: 09/27/1999)
09/28/1999	85	Declaration of Richard A. Marshack in reply to the objections of the United States Trustee's to the State Court Receiver in possession's application to employ Marshack Shulman & Hodges as general counsel; No Hearing Required RE: Item# 84 [MPM] Original NIBS Entry Number: 77 (Entered: 09/30/1999)
09/28/1999	86	Declaration re: Entry of order without hearing pursuant to Local Bankruptcy Rule 9013-17 RE: Item# 78 [MPM] Original NIBS Entry Number: 78 (Entered: 09/30/1999)
09/29/1999	87	ORDER for joint administration with Rita Hornwood case no. LA 99-37289-AA and Steven and Roberta Hornwood case no. LA 99-37658-AA; with proof of service and notice of entry RE: Item# 78 [MPM] Original NIBS Entry Number: 79 (Entered: 10/01/1999)
10/04/1999	88	Application to employ Marshack Shulman & Hodges as general counsel hearing on 10/27/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 80 (Entered: 10/06/1999)
10/04/1999	89	Comments [objection raised by U.S.T.] RE: Item# 88 [TDM] Original NIBS Entry Number: 80A (Entered: 10/06/1999)
10/04/1999	90	Declaration of Mark Bradshaw RE: Item# 89 [TDM] Original NIBS Entry Number: 80B (Entered: 10/06/1999)
10/04/1999	91	Notice of hearing re application to employ Marshack, Shulman & Hodges as general counsel, hearing hearing on 10/27/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 88 [TDM] Original NIBS Entry Number: 81 (Entered: 10/06/1999)
10/04/1999	92	Certificate of mailing RE: Item# 91 [TDM] Original NIBS Entry Number: 81A (Entered: 10/06/1999)
10/06/1999	93	Application to employ Offices of Gordon P. Gitlen as special litigation counsel; declaration of Paul Opel; No Hearing Required [Disposed]

		[MPM] Original NIBS Entry Number: 82 (Entered: 10/07/1999)
10/06/1999	94	Notice of motion/application to employ with proof of service RE: Item# 93 [MPM] Original NIBS Entry Number: 82A (Entered: 10/07/1999)
10/08/1999	95	ORDER to continue/reschedule hearing on motion for relief from automatic stay per stipulation; Hearing set for 10/27/1999 at 2:30 p.m., with proof of service and notice of entry RE: Item# 80 [MPM] Original NIBS Entry Number: 83 (Entered: 10/12/1999)
10/12/1999	96	Notice of hearing on the State Court Receiver in possession's application for employment of Marshack Shulman & Hodges LLP as his general counsel hearing on 10/27/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 88 [MPM] Original NIBS Entry Number: 84 (Entered: 10/13/1999)
10/13/1999	97	Disclosure statement [JOINT] and Plan of Reorganization for Steven and Roberta Hornwood, Rita Hornwood, and Sylmar Plaza LTD. RE: Item# 88[Disposed] [MPM] Original NIBS Entry Number: 85 [DISPOSED] [TDM] Original NIBS Entry Number: 85 (Entered: 10/14/1999)
10/13/1999	98	Opposition [Debtors' Joint] to Platinum Capital, Inc.'s motion for relief from automatic stay; declarations of Roberta Hornwood, Robert Wald and Richard L. Wynne in support thereof; exhibits; Hearing 10/27/1999 at 2:30 p.m. RE: Item# 80 [MPM] Original NIBS Entry Number: 86 (Entered: 10/14/1999)
10/18/1999	99	ORDER approving employment of professional of Marshack Shulman & Hodges as general counsel with proof of service and notice of entry per stipulation RE: Item# 88 [MPM] Original NIBS Entry Number: 87 (Entered: 10/19/1999)
10/18/1999	111	Notice of hearing re application of debtor and DIP for authority to employ Law Offices of Gordon P. Gitlen as special litigation counsel; hearing hearing on 11/17/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 93 [TDM] Original NIBS Entry Number: 97 (Entered: 10/25/1999)
10/18/1999	112	Certificate of mailing RE: Item# 111 [TDM] Original NIBS Entry Number: 97A (Entered: 10/25/1999)
10/19/1999	100	Motion /receiver's petition for instructions regarding receiver's duties or, in the alternative, to authorize certain repairs; and notice hearing on 12/15/1999 at 1:30 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 88 (Entered: 10/20/1999)

10/19/1999	101	Declaration of Thomas S. McAndrews RE: Item# 100 [TDM] Original NIBS Entry Number: 88A (Entered: 10/20/1999)
10/19/1999	102	Proof of service filed by Mark Bradshaw RE: Item# 101 [TDM] Original NIBS Entry Number: 88B (Entered: 10/20/1999)
10/19/1999	103	Request for judicial notice with proof of service RE: Item# 100 [TDM] Original NIBS Entry Number: 89 (Entered: 10/20/1999)
10/20/1999	104	Reply brief on motion for relief from automatic stay; Hearing 10/27/1999 at 2:30 p.m. RE: Item# 80 [MPM] Original NIBS Entry Number: 90 (Entered: 10/21/1999)
10/20/1999	105	Emergency motion to strike Platinum Capital, Inc.'s motion for relief from automatic stay, or in the alternative to continue hearing and require Platinum's representative Mr. Alevy to appear for deposition, and for sanctions and costs; declaration of Richard L. Wynne in support thereof; exhibits RE: Item# 80[Disposed] [MPM] Original NIBS Entry Number: 91 (Entered: 10/21/1999)
10/20/1999	106	Notice of lodging of video tape of Mr. Alevy's non- appearance at deposition of October 19, 1999, in support of debtors' joint emergency motion to strike Platinum Capital, Inc.'s motion for relief from automatic stay, or in the alternative to continue hearing and require Platinum's representative Mr. Alevy to appear for deposition, and for sanctions and costs RE: Item# 105 [MPM] Original NIBS Entry Number: 92 (Entered: 10/21/1999)
10/21/1999	108	Response of Platinum Capital, Inc., to debtors' emergency discovery motion; supporting declaration RE: Item# 105 [MPM] Original NIBS Entry Number: 94 (Entered: 10/22/1999)
10/21/1999	109	Notice of compliance with Local Bankruptcy Rule 7026-1; Hearing 12/01/1999 at 10:30 a.m. [MPM] Original NIBS Entry Number: 95 (Entered: 10/22/1999)
10/21/1999	110	Declaration of Susan J. Perry re: Service of: Summons and objection to claim of Platinum Capital, Inc. and counter-claims for <u>1</u> Breach of Joint Venture; <u>2</u> Breach of fiduciary duty; <u>3</u> Unjust enrichment; <u>4</u> Breach of implied covenant of good faith and fair dealing; <u>5</u> Equitable subordination; <u>6</u> Equitable subrogation; <u>7</u> Intentional interference with contract; <u>8</u> Intentional interference with prospective business advantage; <u>9</u> Fraud; <u>10</u> Promise without intent to perform; <u>11</u> Constructive fraud; <u>12</u> Suppression of facts; <u>13</u> Recovery of note/constructive trust; <u>14</u> Cancellation of instrument; <u>15</u> Conspiracy RE: Item# 2 [MPM] Original NIBS Entry Number: 96 (Entered: 10/22/1999)

10/22/1999	107	ORDER denying debtors' joint emergency motion to strike Platinum Capital, Inc.'s motion for relief from stay, or in the alternative to continue hearing and require Platinum's representative Mr. Alevy to appear for deposition, and for sanctions and costs with certificate of mailing RE: Item# 105 [MPM] Original NIBS Entry Number: 93 (Entered: 10/22/1999)
10/22/1999	113	Notice of hearing on application of debtor and debtor in possession for authority to employ law offices of Gordon P. Gitlen as special litigation counsel; Hearing 11/17/1999 at 9:30 a.m. hearing on 11/17/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 111 [MPM] Original NIBS Entry Number: 98 (Entered: 10/26/1999)
10/26/1999	114	Request for judicial notice of Platinum Capital, Inc. [MPM] Original NIBS Entry Number: 99 (Entered: 10/27/1999)
10/27/1999	115	Motion/Application for examination under 2004 and Notice of motion for authorizing examination of Noah Margo [Disposed] [MPM] Original NIBS Entry Number: 100 (Entered: 10/28/1999)
10/27/1999	116	ORDER for examination under 2004 of Noah Margo on November 30, 1999 at 10:00 a.m. at Tuchman & Associates, located at 3435 Wilshire Blvd., 30th Floor, Los Angeles, CA 90010 with proof of service and notice of entry RE: Item# 115 [MPM] Original NIBS Entry Number: 100A (Entered: 10/28/1999)
10/27/1999	117	Original signature page of Allen P. Sragow to notice of motion and motion for order authorizing examination of Noah Margo and production of documents pursuant to F.R.B.P. 2004; memorandum of points and authorities; declaration of Allen P. Sragow in support thereof; attached exhibits RE: Item# 115 [MPM] Original NIBS Entry Number: 101 (Entered: 10/28/1999)
10/27/1999	118	Motion/Application for examination under 2004 of Jacqueline Wien and Notice of motion [Disposed] [MPM] Original NIBS Entry Number: 102 (Entered: 10/28/1999)
10/27/1999	119	ORDER for examination under 2004 of Jacqueline Wien on November 29, 1999 at 10:00 a.m., Tuchman & Associates, located at 3435 Wilshire Blvd., 30th Floor, Los Angeles, CA 90010 with proof of service and notice of entry RE: Item# 118 [MPM] Original NIBS Entry Number: 102A (Entered: 10/28/1999)
10/27/1999	120	Original signature page of Allen P. Sragow to notice of motion and motion for order authorizing examination of Jacqueline Wien and production of documents pursuant to FRBP 2004; memorandum of points and authorities; declaration of Allen P. Sragow in support thereof; attached exhibits RE: Item# 118 [MPM] Original NIBS Entry

		Number: 103 (Entered: 10/28/1999)
11/01/1999	121	Motion for order authorizing: <u>1</u> sale of real property free and clear of liens with liens to attach to the proceeds and payment of brokerage commission; <u>2</u> assumption and assignment of liens; and <u>3</u> opportunity to present overbid hearing on 11/24/1999 at 10 :30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 104 (Entered: 11/02/1999)
11/01/1999	122	Memorandum of points and authorities RE: Item# 121 [TDM] Original NIBS Entry Number: 104A (Entered: 11/02/1999)
11/01/1999	123	Declaration of Roberta Hornwood RE: Item# 122 [TDM] Original NIBS Entry Number: 104B (Entered: 11/02/1999)
11/01/1999	124	Declaration of Constantino Noval RE: Item# 123 [TDM] Original NIBS Entry Number: 104C (Entered: 11/02/1999)
11/01/1999	125	Proof of service filed by Bennett L. Spiegel RE: Item# 124 [TDM] Original NIBS Entry Number: 104D (Entered: 11/02/1999)
11/01/1999	126	Declaration [amended] of Constantino Noval in support of motion fo Sylmar Plaza, LP for order authorizing: <u>1</u> sale of real property free and clear of liens with liens to attach to the proceeds and payment of brokerage commission; <u>2</u> assumption and assignment of li ens; and <u>3</u> opportunity to present overbid RE: Item# 121 [TDM] Original NIBS Entry Number: 105 (Entered: 11/02/1999)
11/01/1999	127	Declaration of Robert Scholnick RE: Item# 126 [TDM] Original NIBS Entry Number: 105A (Entered: 11/02/1999)
11/01/1999	128	Proof of service filed by Bennett L. Spiegel RE: Item# 127 [TDM] Original NIBS Entry Number: 105B (Entered: 11/02/1999)
11/01/1999	129	Notice of hearing re motion of Sylmar Plaza, L.P. for order authorizing: <u>1</u> sale of real property free and clear of liens with liens to attach to the proceeds and payment of brokerage commission; <u>2</u> assumption and assignment of leases; and <u>3</u> opportunity to present ove rbid; with proof of service, hearing hearing on 11/24/1999 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 121 [TDM] Original NIBS Entry Number: 106 (Entered: 11/02/1999)
11/01/1999	130	Objection of Platinum Capital, Inc., to application of debtors for authority to employ Law Offices of Gordon Gitlen as special litigation counsel; Hearing 11/17/1999 at 9:30 a.m. RE: Item# 93 [MPM] Original NIBS Entry Number: 107 (Entered: 11/02/1999)

11/04/1999	131	Notice of continued 341[a] hearing November 12, 1999 at 3:00 p.m., with proof of service RE: Item# 34 [MPM] Original NIBS Entry Number: 108 (Entered: 11/05/1999)
11/04/1999	132	Change of address for Law Offices of Daniel E. Mintz attorney for Rita Holtzman [MPM] Original NIBS Entry Number: 109 (Entered: 11/05/1999)
11/05/1999	133	Objection to [proposed] "Order terminating automatic stay"; request for hearing; declaration of Bennett L. Spiegel in support thereof; Exhibits; hearing 10-27-99 at 2:30 p.m. RE: Item# 80 [MPM] Original NIBS Entry Number: 110 (Entered: 11/08/1999)
11/08/1999	134	ORDER not signed hearing will proceed on 11/17/1999 at 9:30 a.m., AMA RE: Item# 93 [MPM] Original NIBS Entry Number: 111 (Entered: 11/09/1999)
11/09/1999	135	Notice of hearing to consider approval of disclosure statement with proof of service hearing on 12/15/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 97 [MPM] Original NIBS Entry Number: 112 (Entered: 11/10/1999)
11/09/1999	136	Disclosure statement /joint disclosure statement and plan of reorganization; filed by Stuart J. Wald [Disposed] [TDM] Original NIBS Entry Number: 113 (Entered: 11/10/1999)
11/09/1999	137	Proof of service filed by Stuart J. Wald RE: Item# 136 [TDM] Original NIBS Entry Number: 113A (Entered: 11/10/1999)
11/09/1999	138	Motion for approval of chapter 11 disclosure statement [filed by jointly administered DIP] and setting related dates and deadlines; and notice of motion hearing on 12/15/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 136[Disposed] [TDM] Original NIBS Entry Number: 114 [DISPOSED] RE: Item# 136 [AC] Original NIBS Entry Number: 114 (Entered: 11/10/1999)
11/09/1999	139	Memorandum of points and authorities RE: Item# 138 [TDM] Original NIBS Entry Number: 114A (Entered: 11/10/1999)
11/09/1999	140	Declaration of Roberta Hornwood RE: Item# 139 [TDM] Original NIBS Entry Number: 114B (Entered: 11/10/1999)
11/09/1999	141	Declaration of Bennett L. Spiegel RE: Item# 139 [TDM] Original NIBS Entry Number: 114C (Entered: 11/10/1999)
11/09/1999	142	Proof of service filed by Stuart J. Wald RE: Item# 141 [TDM] Original NIBS Entry Number: 114D (Entered: 11/10/1999)

11/10/1999	143	Opposition of Platinum Capital, Inc., to debtors' motion to sell property, hearing 11/24/99 @ 10:30am, Courtroom 1375, filed by Edward M. Wolkowitz RE: Item# 121 [SS] Original NIBS Entry Number: 115 (Entered: 11/12/1999)
11/10/1999	144	Declaration of Allen P. Sragow RE: Item# 143 [SS] Original NIBS Entry Number: 115A (Entered: 11/12/1999)
11/15/1999	145	ORDER not signed AMA 11/15/1999 RE: Item# 80 [MPM] Original NIBS Entry Number: 116 (Entered: 11/16/1999)
11/15/1999	146	ORDER not signed AMA 11/15/1999 RE: Item# 80 [MPM] Original NIBS Entry Number: 117 (Entered: 11/16/1999)
11/15/1999	147	ORDER granting [in whole or in part] relief from the automatic stay REAL PROPERTY with proof of service and notice of entry RE: Item# 80 [MPM] Original NIBS Entry Number: 118 (Entered: 11/16/1999)
11/15/1999	148	Objection of the United States Trustee to motion of Sylmar Plaza, L.P. for order authorizing 1 Sale of real property free and clear of liens to attach to proceeds and payment of brokerage commission; 2 Assumption and assignment of liens; and 3 Opportunity to present overbid; Hearing 11/24/1999 at 10:30 a.m. RE: Item# 121 [MPM] Original NIBS Entry Number: 119 (Entered: 11/16/1999)
11/16/1999	149	Supplemental declaration of Sharon M. Kopman filed in support of debtors' notice of motion and motion for reconsideration of order granting Platinum Capital, L.L.C's motion for relief from the automatic stay; Hearing 12/01/1999 at 10:30 a.m. RE: Item# 80 [MPM] Original NIBS Entry Number: 120 (Entered: 11/17/1999)
11/17/1999	150	Opposition of Platinum Capital, Inc., to debtors' motion for reconsideration; Hearing 12/01/1999 at 10:30 a.m. RE: Item# 80 [MPM] Original NIBS Entry Number: 121 (Entered: 11/18/1999)
11/17/1999	151	Reply to opposition of Platinum Capital, Inc. to motion of Sylmar Plaza, L.P. for order authorizing; 1 Sale of real property free and clear of liens with liens to attach to the proceeds and payment of brokerage commission; 2 Assumption and assignment of leases; and 3 Opportunity to present overbid; Hearing 11/24/1999 at 10:30 a.m. RE: Item# 150 [MPM] Original NIBS Entry Number: 122 (Entered: 11/19/1999)
11/17/1999	152	Motion to dismiss the chapter 11 case of Steven H. Hornwood and Roberta May Hornwood for cause under 11 U.S.C. Section 1112 hearing on 12/15/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 123 (Entered: 11/19/1999)

11/17/1999	153	Memorandum of points and authorities RE: Item# 152 [TDM] Original NIBS Entry Number: 123A (Entered: 11/19/1999)
11/17/1999	154	Declaration of Edward M. Wolkowitz RE: Item# 153 [TDM] Original NIBS Entry Number: 123B (Entered: 11/19/1999)
11/17/1999	155	Declaration of Allen P. Sragow RE: Item# 154 [TDM] Original NIBS Entry Number: 123C (Entered: 11/19/1999)
11/17/1999	156	Proof of service filed by Edward M. Wolkowitz RE: Item# 155 [TDM] Original NIBS Entry Number: 123D (Entered: 11/19/1999)
11/17/1999	157	Notice of motion/application with proof of service RE: Item# 152 [TDM] Original NIBS Entry Number: 124 (Entered: 11/19/1999)
11/23/1999	158	Stipulation and ORDER thereon extending time for response of Sylmar Plaza, L.P. to receiver's petition for instructions regarding receiver's duties with notice of entry [MPM] Original NIBS Entry Number: 125 (Entered: 11/29/1999)
11/24/1999	159	Reply to Platinum Capital, Inc.'s opposition to debtors' motion for reconsideration of order granting Platinum's motion for relief from the automatic stay; Hearing 12/01/1999 at 10:30 a.m. RE: Item# 80 [MPM] Original NIBS Entry Number: 126 (Entered: 11/29/1999)
11/24/1999	160	Objection to declaration of Robert Scholnick and Robert Wald; Hearing 12/01/1999 at 10:30 a.m. RE: Item# 80 [MPM] Original NIBS Entry Number: 127 (Entered: 11/29/1999)
11/29/1999	161	Supplemental declaration of Gordon P. Gitlen in explanation of prior representation of debtors; Hearing 12/01/1999 at 10:30 a.m. RE: Item# 93 [MPM] Original NIBS Entry Number: 128 (Entered: 12/01/1999)
11/29/1999	166	Notice of motion and motion for relief from automatic stay with supporting declarations ACTION IN NON-BANKRUPTCY FORUM - [Superior Court for the County of Los Angeles], FOR: Platinum Capital, Inc., BY: Edward M. Wolkowitz 310 277-7400 hearing on 12/29/1999 at 2:30 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 133 (Entered: 12/01/1999)
11/29/1999	167	Memorandum of points and authorities RE: Item# 166 [TDM] Original NIBS Entry Number: 133A (Entered: 12/01/1999)
11/29/1999	168	Proof of service filed by Edward M. Wolkowitz RE: Item# 167 [TDM] Original NIBS Entry Number: 133B (Entered: 12/01/1999)

11/29/1999	169	Notice of motion/application for relief from the automatic stay to pursue action in non-bankruptcy forum; Hearing 12/29/1999 at 2:30 p.m. RE: Item# 166 [MPM] Original NIBS Entry Number: 134 (Entered: 12/02/1999)
11/30/1999	162	Request re: To strike "Evidentiary objections to declarations of Robert Scholnick and Robert Wald" as untimely filed; Hearing 12/01/1999 at 10:30 a.m. RE: Item# 80 [MPM] Original NIBS Entry Number: 129 (Entered: 12/01/1999)
11/30/1999	163	Supplemental declaration of Rita Holtzman Hornwood in support of application of debtors and debtors-in-possession for authority to employ Law Offices of Gordon P. Gitlen as special litigation counsel; Hearing 12/01/1999 at 10:30 a.m. RE: Item# 93 [MPM] Original NIBS Entry Number: 130 (Entered: 12/01/1999)
11/30/1999	164	Original signature page of Allen P. Sragow to opposition of Platinum Capital, Inc., to debtors' motion to sell property; Hearing 10/27/1999 at 2:30 p.m. RE: Item# 121 [MPM] Original NIBS Entry Number: 131 (Entered: 12/01/1999)
12/01/1999	165	ORDER re: Amended order granting motion of Sylmar Plaza, L.P. for order authorizing: 1 Sale of real property free and clear of liens with liens to attach to the proceeds and payment of brokerage commission; 2 Assumption and assignment of leases; and 3 Opportunity to present overbid; Hearing 11/24/1999 at 10:30 a.m., with notice of entry RE: Item# 121 [MPM] Original NIBS Entry Number: 132 (Entered: 12/01/1999)
12/01/1999	171	Opposition to motion for order dismissing the Chapter 11 case of Steven H. Hornwood and Roberta May Hornwood for cause under 11 USC 1112; memorandum of points and authorities; declaration of Richard L. Wynne and Roberta Hornwood in support thereof; exhibit; Hearing 12/15/1999 at 9:30 a.m. RE: Item# 152 [MPM] Original NIBS Entry Number: 136 (Entered: 12/06/1999)
12/03/1999	170	Objection of Platinum Capital, Inc., to joint disclosure statement and plan of reorganization for Steven and Roberta Hornwood, Rita Hornwood and Sylmar Plaza, LP; Hearing 12/15/1999 at 9:30 a.m. RE: Item# 138 [MPM] Original NIBS Entry Number: 135 (Entered: 12/06/1999)
12/03/1999	172	Motion to extend time /for extension of debtors' exclusive period to obtain acceptances of joint plan of reorganization, and notice of motion hearing on 12/29/1999 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 137 (Entered: 12/06/1999)

12/03/1999	173	Memorandum of points and authorities RE: Item# 172 [TDM] Original NIBS Entry Number: 137A (Entered: 12/06/1999)
12/03/1999	174	Declaration of Rita H. Hornwood RE: Item# 173 [TDM] Original NIBS Entry Number: 137B (Entered: 12/06/1999)
12/03/1999	175	Proof of service filed by Bennett L. Spiegel RE: Item# 174 [TDM] Original NIBS Entry Number: 137C (Entered: 12/06/1999)
12/03/1999	176	Objection of the United States trustee regarding plan and disclosure statement; Hearing 12/15/1999 at 9:30 a.m. RE: Item# 138 [MPM] Original NIBS Entry Number: 138 (Entered: 12/06/1999)
12/03/1999	177	Objection to joint disclosure statement and plan of reorganization; Hearing 12/15/1999 at 9:30 a.m. RE: Item# 138 [MPM] Original NIBS Entry Number: 139 (Entered: 12/06/1999)
12/03/1999	179	Motion to dismiss case of Rita Holtzman Hornwood for cause under 11 U.S.C. Section 1112; and notice of motion hearing on 12/29/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 141 (Entered: 12/09/1999)
12/03/1999	180	Declaration of Edward M. Wolkowitz RE: Item# 179 [TDM] Original NIBS Entry Number: 141A (Entered: 12/09/1999)
12/03/1999	181	Memorandum of points and authorities RE: Item# 180 [TDM] Original NIBS Entry Number: 141B (Entered: 12/09/1999)
12/03/1999	182	Proof of service filed by Edward M. Wolkowitz RE: Item# 181 [TDM] Original NIBS Entry Number: 141C (Entered: 12/09/1999)
12/03/1999	183	Notice of motion/application with proof of service RE: Item# 179 [TDM] Original NIBS Entry Number: 142 (Entered: 12/09/1999)
12/07/1999	178	Stipulation and ORDER thereon to extend hearing regarding petition for instructions regarding receiver's duties or, in the alternative, to authorize certain repairs; Hearing continued to January 19, 2000 at 1:30 p.m., with notice of entry RE: Item# 100 [MPM] Original NIBS Entry Number: 140 (Entered: 12/08/1999)
12/08/1999	184	Declaration of Aviv L. Tuchman in reply to opposition to motion for order dismissing the Chapter 11 case of Steven H. Hornwood and Roberta Hornwood; Hearing 12/15/1999 at 9:30 a.m. RE: Item# 179 [MPM] Original NIBS Entry Number: 143 (Entered: 12/09/1999)
12/08/1999	185	Reply brief in support of motion for order dismissing the Chapter 11 case of Steven H. Hornwood and Roberta May Hornwood for cause

		under 11 USC 1112; declarations in support thereof; Hearing 12/15/1999 at 9:30 a.m. RE: Item# 179 [MPM] Original NIBS Entry Number: 144 (Entered: 12/09/1999)
12/09/1999	186	ORDER not signed as amended order filed 12/01/1999 was executed. AMA 12/09/1999 RE: Item# 121 [MPM] Original NIBS Entry Number: 145 (Entered: 12/10/1999)
12/10/1999	187	Objection to disclosure statement by Canada Life Assurance Co.; Hearing 12/15/1999 at 9:30 a.m. RE: Item# 136 [MPM] Original NIBS Entry Number: 146 (Entered: 12/13/1999)
12/10/1999	188	Response to objection to disclosure statement; Hearing 12/15/1999 at 9:30 a.m. RE: Item# 136 [MPM] Original NIBS Entry Number: 147 (Entered: 12/13/1999)
12/10/1999	189	Amended disclosure statement [Red-Line Version] and Plan of Reorganization [Filed November 9, 1999] for Steven and Roberta Hornwood, Rita Hornwood, and Sylmar Plaza, Ltd. hearing on 12/15/1999 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 136 [MPM] Original NIBS Entry Number: 148 (Entered: 12/13/1999)
12/10/1999	199	Objection of Debtors to Platinum Capital, Inc.'s "[proposed] order on motion for reconsideration of order granting the motion for relief from stay", filed by Dniel E. Mintz, Esq. RE: Item# 80 [SS] Original NIBS Entry Number: 156 (Entered: 12/28/1999)
12/13/1999	190	Supplemental response to objections to disclosure statement; Hearing 12/15/1999 at 9:30 a.m. RE: Item# 189 [MPM] Original NIBS Entry Number: 149 (Entered: 12/14/1999)
12/13/1999	191	Reply to debtors' objection to Platinum Capital, Inc.'s "[proposed] Order on motion for reconsideration of order granting the motion for relief from stay"; Hearing 12/01/1999 at 10:30 a.m. RE: Item# 80 [MPM] Original NIBS Entry Number: 150 (Entered: 12/14/1999)
12/15/1999	192	Response of Platinum Capital, Inc., to debtors' motion to extend exclusivity periods; Hearing 12/29/1999 at 10:30 a.m. RE: Item# 172 [MPM] Original NIBS Entry Number: 151 (Entered: 12/16/1999)
12/15/1999	193	Objection to claim filed by Platinum Capital, Inc.; Allen Alevy; Alevy & Associates; and Amusement Industry, Inc.; filed by Sharon M. Kopman; and notice of objection; with proof of service hearing on 01/19/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 152 (Entered: 12/17/1999)

12/15/1999	194	Memorandum of points and authorities RE: Item# 193 [TDM] Original NIBS Entry Number: 152A (Entered: 12/17/1999)
12/15/1999	195	Declaration of Sharon M. Kopman RE: Item# 194 [TDM] Original NIBS Entry Number: 152B (Entered: 12/17/1999)
12/15/1999	196	Opposition to Platinum Capital, Inc.'s motion for relief from the automatic stay to pursue action in non- bankruptcy forum; memorandum of points and authorities; declaration of Sharon M. Kopman in support thereof; exhibits; Hearing 12/29/1999 at 2:30 p.m. RE: Item # 166 [MPM] Original NIBS Entry Number: 153 (Entered: 12/20/1999)
12/21/1999	197	Notice to professional re intended hearing date on fee applications; Hearing 2/16/2000 at 10:30 a.m. [MPM] Original NIBS Entry Number: 154 (Entered: 12/22/1999)
12/27/1999	198	ORDER approving employment of professional Law Offices of Gordon P. Gitlen as special litigation counsel, with notice of entry of order RE: Item# 93 [SS] Original NIBS Entry Number: 155 (Entered: 12/28/1999)
12/27/1999	201	ORDER re: [AMENDED] on debtors' motion for reconsideration of order granting the motion for relief from stay - GRANTED, with notice of entry of order RE: Item# 80 [SS] Original NIBS Entry Number: 158 (Entered: 12/28/1999)
12/28/1999	200	ORDER not signed [re: alternative [proposed] order on debtors' motion for reconsideration of order granting the motion for relief from stay] [SS] Original NIBS Entry Number: 157 (Entered: 12/28/1999)
12/28/1999	202	ORDER not signed [re: order on debtors' motion for reconsideration of order granting the motion for relief from stay] RE: Item# 80 [SS] Original NIBS Entry Number: 159 (Entered: 12/28/1999)
12/28/1999	203	Amended disclosure statement [First Amended] and Plan of Reorganization for Steven and Roberta Hornwood, Rita Hornwood, and Sylmar Plaza, L.P. hearing on 01/19/2000 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 189 [MPM] Original NIBS Entry Number: 160 (Entered: 01/03/2000)
12/28/1999	204	Amended disclosure statement [Red-Line Version of First] and Plan of Reorganization for Steven and Roberta Hornwood, Rita Hornwood, and Sylmar Plaza, L.P. hearing on 01/19/2000 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 203 [MPM] Original NIBS Entry Number: 161 (Entered: 01/03/2000)
12/30/1999	206	Application of debtor and debtor in possession Sylmar Plaza, L.P. for authority to employ and pay Carlton Financial as real estate broker,

		filed by Joseph Eisenberg 310 203-8080, with proof of service hearing on 01/26/2000 at 09:30 a.m. at 255 E. Temple St., Cour troom 1375, Los Angeles, CA 90012[Disposed] [AC] Original NIBS Entry Number: 163 (Entered: 01/04/2000)
12/30/1999	207	Declaration of Robert Wald RE: Item# 206 [AC] Original NIBS Entry Number: 163A (Entered: 01/04/2000)
12/30/1999	208	Notice of motion/application of debtor and debtor in possession Sylmar Plaza, L.P. for authoirty to employ and Pay Carlton Financial as real estate broker, filed by Joseph Eisenberg, with proof of service RE: Item# 206 [AC] Original NIBS Entry Number: 164 (Entered: 01/04/2000)
01/03/2000	205	ORDER to dismiss case - denied with proof of service and notice of entry RE: Item# 179 [MPM] Original NIBS Entry Number: 162 (Entered: 01/04/2000)
01/05/2000	209	Stipulation and ORDER thereon to take hearing off calendar regarding: The receiver's duties or, in the alternative, to authorize certain repairs with proof of service and notice of entry [MPM] Original NIBS Entry Number: 165 (Entered: 01/06/2000)
01/05/2000	210	Memorandum of points and authorities in response to debtors' objections to the claims of Platinum Capital, Inc., Allen Alevy, Alevy & Associates and Amusement Industry, Inc.; supporting declarations; Hearing 1/19/2000 at 9:30 a.m. RE: Item# 193 [MPM] Original NIBS Entry Number: 166 (Entered: 01/06/2000)
01/05/2000	211	Declaration of Allen P. Sragow in opposition to the objections of debtors to the proofs of claims of Platinum Capital, Inc., Amusement Industry, Inc., Allen Alevy, and Alevy & Associates; Hearing 1/19/2000 at 9:30 a.m. RE: Item# 193 [MPM] Original NIBS Entry Number : 167 (Entered: 01/06/2000)
01/06/2000	213	Notice of submission of original signature page to declaration of Allen P. Sragow in opposition to the objections of debtors to the proofs of claims of Platinum Capital, Inc., Amusement Industry, Inc., Allen Alevy, and Alevy & Associates; Hearing 1/19/2000 at 9 :30 a.m. RE: Item# 193 [MPM] Original NIBS Entry Number: 169 (Entered: 01/10/2000)
01/07/2000	212	Objection of the United States Trustee regarding plan and disclosure statement; Hearing 1/19/2000 at 10:30 a.m. RE: Item# 189 [MPM] Original NIBS Entry Number: 168 (Entered: 01/10/2000)
01/07/2000	214	Comments of Plantinum Capital, Inc., Allen Alevy, Alevy & Associates and Amusement Industry, Inc. to first amended joint disclosure

		statement and plan of reorganization for Steven and Roberta Hornwood, Rita Hornwood and Sylmar Plaza LP; Hearing 1/19/2000 at 10:30 a.m. RE: Item# 189 [MPM] Original NIBS Entry Number: 170 (Entered: 01/10/2000)
01/07/2000	215	Withdrawal of motion for order dismissing the Chapter 11 case of Rita Holtzman Hornwood for cause under 11 USC 1112; Hearing 1/19/2000 at 9:30 a.m. RE: Item# 179 [MPM] Original NIBS Entry Number: 171 (Entered: 01/10/2000)
01/12/2000	216	Comments of Platinum Capital, Inc., to debtor's application for authority to pay real estate broker; Hearing 1/26/2000 at 9:30 a.m. RE: Item# 206 [MPM] Original NIBS Entry Number: 172 (Entered: 01/13/2000)
01/12/2000	217	Reply to opposition to objections to claims of Platinum Capital, Inc., Allen Alevy, Alevy & Associates and Amusement Industry, Inc.; Hearing 1/19/2000 at 9:30 a.m. RE: Item# 193 [MPM] Original NIBS Entry Number: 173 (Entered: 01/13/2000)
01/14/2000	218	Amended disclosure statement [Red-Line Version of First] and Plan of Reorganization for Steven and Roberta Hornwood, Rita Hornwood, and Sylmar Plaza, L.P. [Amendments from First to Second Amended Statement Highlighted] hearing on 01/19/2000 at 10:30 a.m. at 255 E. Temple St., Court room 1375, Los Angeles, CA 90012 RE: Item# 189[Rescheduled] [MPM] Original NIBS Entry Number: 174 (Entered: 01/18/2000)
01/14/2000	219	Supplemental response to objection to first amended joint disclosure statement; Hearing 1/19/2000 at 10:30 a.m. RE: Item# 189 [MPM] Original NIBS Entry Number: 175 (Entered: 01/18/2000)
01/14/2000	220	Motion and notice of motion for order compelling debtors to release proceeds from sale of property, filed by Edward Wolkowitz 310 277-7400, with proof of service hearing on 02/09/2000 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [AC] Original NIBS Entry Number: 176 (Entered: 01/18/2000)
01/14/2000	221	Memorandum of points and authorities RE: Item# 220 [AC] Original NIBS Entry Number: 176A (Entered: 01/18/2000)
01/14/2000	222	Declaration of Edward Wolkowitz RE: Item# 220 [AC] Original NIBS Entry Number: 176B (Entered: 01/18/2000)
01/14/2000	223	ORDER denying relief from stay without prejudice with notice of entry RE: Item# 166 [MPM] Original NIBS Entry Number: 177 (Entered: 01/19/2000)

01/19/2000	225	Reply of debtor and debtor in possession Sylmar Plaza L.P. to comments of Platinum Capital, Inc. re: Application to employ and pay Carlton Financial as real estate broker; Hearing 1/26/2000 at 9:30 a.m. RE: Item# 206 [MPM] Original NIBS Entry Number: 179 (Entered: 01/21/2000)
01/20/2000	224	ORDER granting/approving "Motion for extension of debtors' exclusive period to obtain acceptance of joint plan of reorganization"; Hearing 12/29/1999 at 10:30 a.m., with notice of entry RE: Item# 172 [MPM] Original NIBS Entry Number: 178 (Entered: 01/21/2000)
01/20/2000	226	Notice of motion/application of debtor and debtor in possession Steven and Roberta Hornwood to employ the Law Office of Brent H. Merritt as special personal injury counsel pursuant to 11 USC 327[e]; No Hearing Required [MPM] Original NIBS Entry Number: 180 (Entered: 01/21/2000)
01/21/2000	227	Notice of motion/application and debtor in possession Steven and Roberta Hornwood for authority to employ the Law Offices of Turner Aubert & Friedman, LLP as special insurance litigation counsel pursuant to 11 USC 327[e]; No Hearing Required [MPM] Original NIBS Entry Number: 181 (Entered: 01/24/2000)
01/21/2000	228	Motion for order approving the receiver's final account and report, and notice of motion; filed by Thomas A. McAndrews; with proof of service hearing on 02/16/2000 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 182 (Entered: 01/25/2000)
01/21/2000	229	Declaration of Barbara M. McAndrews RE: Item# 228 [TDM] Original NIBS Entry Number: 182A (Entered: 01/25/2000)
01/21/2000	233	Declaration of Stuart J. Wald in support of order approving first amended joint disclosure statement [as modified January 19, 2000]; Hearing 1/19/2000 at 10:30 a.m. RE: Item# 204 [MPM] Original NIBS Entry Number: 185 (Entered: 01/25/2000)
01/24/2000	230	Application for payment of interim or final fees and/or expenses [first and final fees] by Marshack Shulman Hodges & Friedman LLP, attorneys for the State Court Receiver Thomas A. McAndrews; filed by Richard A. Marshack; with proof of service hearing on 02/16/2000 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 183 (Entered: 01/25/2000)
01/24/2000	231	Declaration of Richard A. Marshack RE: Item# 230 [TDM] Original NIBS Entry Number: 183A (Entered: 01/25/2000)

01/24/2000	232	Notice of hearing on applications for compensation; with proof of service, hearing on 02/16/2000 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 230 [TDM] Original NIBS Entry Number: 184 (Entered: 01/25/2000)
01/26/2000	234	ORDER approving employment of professional and pay Carlton Financial as real estate broker with notice of entry RE: Item# 206 [MPM] Original NIBS Entry Number: 186 (Entered: 01/27/2000)
01/26/2000	235	Opposition of debtors and debtors-in-possession to Platinum Capital, Inc.'s motion to compel release of proceeds from the sale of property; declaration of Bennett L. Spiegel; Hearing 2/09/2000 at 10:30 a.m. RE: Item# 220 [MPM] Original NIBS Entry Number: 187 (Entered: 01/31/2000)
01/31/2000	236	Notice of hearing for confirmation of first amended joint plan of reorganization [as modified January 19, 2000] for Steven and Roberta Hornwood, Rita Hornwood, and Sylmar Plaza, L.P. hearing on 04/05/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, C A 90012 RE: Item# 138 [MPM] Original NIBS Entry Number: 188 (Entered: 02/01/2000)
02/01/2000	237	ORDER approving disclosure statement [First Amended Joint / As Modified January 19, 2000] with notice of entry RE: Item# 136 [MPM] Original NIBS Entry Number: 189 (Entered: 02/02/2000)
02/02/2000	238	Notice of changed professional rates for Wynne Spiegel Itkin, a law corporation [MPM] Original NIBS Entry Number: 190 (Entered: 02/03/2000)
02/02/2000	239	Objection of the United States Trustee to fee applications of receiver and professional; Hearing 2/16/2000 at 10:30 a.m. RE: Item# 230 [MPM] Original NIBS Entry Number: 191 (Entered: 02/03/2000)
02/02/2000	240	Opposition to "Motion for order approving the receiver's final account and report; discharging the receiver" and to "First and final application for fees and final application for fees and reimbursement of expenses by Marshack Shulman Hodges & Friedman LLP"; declarations of Steven and Roberta Hornwood in support thereof; exhibits; Hearing 2/16/2000 at 10:30 a.m. RE: Item# 230 [MPM] Original NIBS Entry Number: 192 (Entered: 02/03/2000)
02/02/2000	241	Response to receiver's final account and report regarding cash collateral in receiver's account; supporting declaration; Hearing 2/16/2000 at 10:30 a.m. RE: Item# 230 [MPM] Original NIBS Entry Number: 193 (Entered: 02/03/2000)
02/02/2000	242	Declaration of Aviv L. Tuchman in reply to opposition of debtors and

		debtor-in-possession to Platinum Capital, Inc.'s motion to compel release of proceeds from the sale of property; Hearing 2/09/2000 at 10:30 a.m. RE: Item# 220 [MPM] Original NIBS Entry Number: 194 (Entered: 02/03/2000)
02/02/2000	243	Reply brief in support of motion for order compelling debtors to release proceeds from the sale of property; declaration of Edward M. Wolkowitz in support thereof; Hearing 2/09/2000 at 10:30 a.m. RE: Item# 220 [MPM] Original NIBS Entry Number: 195 (Entered: 02/03/2000)
02/04/2000	244	Notice [amended] of changed professional rates for Wynne Spiegel Itkin, A Law Corporation [MPM] Original NIBS Entry Number: 196 (Entered: 02/07/2000)
02/04/2000	245	Application to employ the Law Offices of Turner Aubert & Friedman, LLP as special insurance litigation counsel pursuant to 11 USC 327[e]; declaration of Steven Morris; No Hearing Required [Disposed] [MPM] Original NIBS Entry Number: 197 (Entered: 02/07/2000)
02/04/2000	246	Application to employ the Law Office of Brent H. Merritt as special personal injury counsel pursuant to 11 USC 327[e]; declaration of Brent H. Merritt; No Hearing Required [Disposed] [MPM] Original NIBS Entry Number: 198 (Entered: 02/07/2000)
02/08/2000	247	Reply of Marshack Shulman Hodges & Friedman LLP to objections of the United States Trustee to fee application of Marshack Shulman Hodges & Friedman LLP; declaration of Mark Bradshaw in support thereof; Hearing 2/16/2000 at 10:30 a.m. RE: Item# 230 [MPM] Original NIBS Entry Number: 199 (Entered: 02/09/2000)
02/09/2000	248	Reply to opposition of debtors and the United States Trustee to motion for order approving the receiver's final account and report; declarations of Thomas A. McAndrews and Doug Steinriede in support thereof; Hearing 2/16/2000 at 10:30 a.m. RE: Item# 240 [MPM] Original NIBS Entry Number: 200 (Entered: 02/10/2000)
02/09/2000	249	Objection in support of receiver's consolidated reply to opposition of debtors and the United States Trustee to motion for order approving the receiver's final account and report; declaration of Thomas A. McAndrews in support thereof; Hearing 2/16/2000 at 10:30 a. m. RE: Item# 240 [MPM] Original NIBS Entry Number: 201 (Entered: 02/10/2000)
02/10/2000	250	Notice of hearing [amended] on applications for compensation hearing on 02/16/2000 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 249 [MPM] Original NIBS Entry Number: 202 (Entered: 02/14/2000)

02/14/2000	251	ORDER denying debtors' objections to the claims of Platinum Capital, Inc., Allen Alevy, Alevy & Associates and Amusement Industry, Inc., with notice of entry RE: Item# 193 [MPM] Original NIBS Entry Number: 203 (Entered: 02/15/2000)
02/14/2000	252	ORDER granting/approving motion compelling debtors to release proceeds from the sale of real property with notice of entry RE: Item# 220 [MPM] Original NIBS Entry Number: 204 (Entered: 02/15/2000)
02/14/2000	253	ORDER to continue/reschedule hearing GRANTED on motion for order approving the receiver's final account and report and first and final application for fees and reimbursement of expenses by Marshack Shulman Hodges & Friedman LLP, attorneys for the state court receiver Thomas A. McAndrews; di scharging the receiver per stipulation; Hearing continued to March 15, 2000 at 10:30 a.m., with notice of entry RE: Item# 230 [MPM] Original NIBS Entry Number: 205 (Entered: 02/15/2000)
02/16/2000	254	Supplemental declaration of Thomas A. McAndrew's in support of receiver's consolidated reply to opposition of debtors and the United States Trustee to motion for order approving the receiver's final account and report; Hearing 3/15/2000 at 10:30 a.m. RE: Item# 228 [MPM] Original NIBS Entry Number: 206 (Entered: 02/17/2000)
02/24/2000	255	Objection to confirmation of joint consolidated plan of reorganization; supporting declaration; Hearing 4/05/2000 at 9:30 a.m. RE: Item# 204 [MPM] Original NIBS Entry Number: 207 (Entered: 02/25/2000)
02/25/2000	256	Statement letter of Dr. Michael M. Uziel RE: Item# 204 [MPM] Original NIBS Entry Number: 208 (Entered: 02/25/2000)
02/25/2000	257	Objection [limited] to confirmation of first amended joint plan of reorganization [as modified January 19, 2000] filed by State Court Receiver; Hearing 4/05/2000 at 9:30 a.m. RE: Item# 204 [MPM] Original NIBS Entry Number: 209 (Entered: 02/28/2000)
02/28/2000	258	Objection by impaired creditor to confirmation of plan; Hearing 4/05/2000 at 9:30 a.m. RE: Item# 138 [MPM] Original NIBS Entry Number: 210 (Entered: 03/01/2000)
02/28/2000	259	Opposition to motion for order approving the receiver's final account and report filed y Glenn Building Services, Inc. RE: Item# 228 [MPM] Original NIBS Entry Number: 211 (Entered: 03/01/2000)
03/03/2000	260	Notice of hearing filed by attorney for debtor hearing on 04/26/2000 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 246 [MPM] Original NIBS Entry Number: 212 (Entered: 03/06/2000)

03/06/2000	261	Stipulation and ORDER thereon re: Turnover of funds held by receiver with proof of service and notice of entry RE: Item# 228 [MPM] Original NIBS Entry Number: 213 (Entered: 03/06/2000)
03/13/2000	262	Motion for order confirming chapter 11 plan /first amended joint plan of reorganization [as modified January 19, 2000] for Steven & Roberta Hornwood, and Sylmar Plaza, L.P., and conditional motion for modification of plan pursuant to 11 U.S.C. Section 1127[a]; filed by Stuart J. Wald hearing on 04/05/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 37[Disposed] [TDM] Original NIBS Entry Number: 214 (Entered: 03/15/2000)
03/13/2000	263	Memorandum of points and authorities RE: Item# 262 [TDM] Original NIBS Entry Number: 214A (Entered: 03/15/2000)
03/13/2000	264	Declaration of Rita Hornwood RE: Item# 263 [TDM] Original NIBS Entry Number: 214B (Entered: 03/15/2000)
03/13/2000	265	Proof of service filed by Stuart J. Wald RE: Item# 264 [TDM] Original NIBS Entry Number: 214C (Entered: 03/15/2000)
03/13/2000	268	Objection [Evidentiary] to the declarations of Allen P. Sragow and Dr. Michael M. Uziel submitted as part of platinum Capital, Inc.'s "objections to confirmation of joint consolidated plan of reorganization; supporting declarations", filed by Joseph A. Eisenberg, with proof of service RE: Item# 255 [SS] Original NIBS Entry Number: 217 (Entered: 03/16/2000)
03/13/2000	269	Response to objection to confirmation of first amended joint plan of reorganization [as modified January 19, 2000] for Steven and Roberta Hornwood, Rita Hornwood, and Sylmar Plaza, L.P. filed by Joseph A. Eisenberg RE: Item# 257 [SS] Original NIBS Entry Number: 218 (Entered: 03/16/2000)
03/14/2000	267	Supplemental [SECOND] declaration of Thomas A. McAndrews in support of receiver's consolidated reply to opposition of debtors and the United States Trustee to motion for order approving the receiver's final account and report RE: Item# 254 [SS] Original NIBS Entry Number: 216 (Entered: 03/15/2000)
03/14/2000	270	Original signature page of Roberta Hornwood for her declaration in support of the debtors' motion for confirmation of first amended joint plan of reorganization [as modified January 19, 2000], filed by Jeffer, Mangels, Butler & Marmaro LLP RE: Item# 261 [SS] Original NIBS Entry Number: 219 (Entered: 03/17/2000)
03/15/2000	266	Notice of rescheduled hearing re motion for confirmation of first amended joint plan of reorganization, from 4-5-00 at 9:30 a.m.

		postponed to 04/19/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 262 [TDM] Original NIBS Entry Number: 215 (Entered: 03/15/2000)
03/15/2000	271	ORDER to show cause re: abstention, with certificate of mailing hearing on 04/12/2000 at 2:30 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [SS] Original NIBS Entry Number: 220 (Entered: 03/17/2000)
03/16/2000	272	Notice of motion and motion for relief from automatic stay with supporting declarations ACTION IN NON-BANKRUPTCY FORUM [Los Angeles Superior Court], FOR: Platinum Capital, Inc., BY: Edward M. Wolkowitz 310 277-7400 hearing on 04/12/2000 at 2:30 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] Original NIBS Entry Number: 221 [DISPOSED] [TDM] Original NIBS Entry Number: 221 (Entered: 03/21/2000)
03/16/2000	273	Memorandum of points and authorities RE: Item# 272 [TDM] Original NIBS Entry Number: 221A (Entered: 03/21/2000)
03/16/2000	274	Proof of service filed by Edward M. Wolkowitz RE: Item# 273 [TDM] Original NIBS Entry Number: 221B (Entered: 03/21/2000)
03/20/2000	275	Notice of continued hearing [rescheduled] re confirmation of debtors' first amended joint plan of reorganization [as modified January 19, 2000] postponed to 04/19/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 218 [MPM] Original NIBS Entry Number: 222 (Entered: 03/21/2000)
03/28/2000	278	ORDER to continue/reschedule hearing April 19, 2000 at 9:30 a.m., per stipulation with notice of entry RE: Item# 262 [MPM] Original NIBS Entry Number: 225 (Entered: 03/30/2000)
03/29/2000	276	Opposition to Platinum Capital, Inc.' motion for relief from the automatic stay to pursue action in non- bankruptcy forum; memorandum of points and authorities; declaration of Sharon M. Kopman in support thereof; exhibits; Hearing 4/12/1999 at 2:30 p.m. RE: Item# 272 [MPM] Original NIBS Entry Number: 223 (Entered: 03/30/2000)
03/29/2000	277	Supplemental to the first and final application for fees and reimbursement of expenses by Marshack Shulman Hodges & Friedman LLP, attorneys for the State Court Receiver Thomas A. McAndrews; declaration of Mark Bradshaw in support thereof; Hearing 4/12/2000 at 2:30 p. m. RE: Item# 230 [MPM] Original NIBS Entry Number: 224 (Entered: 03/30/2000)

03/31/2000	279	Response to Court's order to show cause re: Abstention with regard to receivership issues; Hearing 4/12/2000 at 2:30 p.m. RE: Item# 230 [MPM] Original NIBS Entry Number: 226 (Entered: 04/03/2000)
03/31/2000	280	Response of Platinum Capital, Inc., to order to show cause re abstention; Hearing 4/12/2000 at 2:30 p.m. RE: Item# 230 [MPM] Original NIBS Entry Number: 227 (Entered: 04/03/2000)
03/31/2000	281	Memorandum of points and authorities in response to order to show cause regarding abstention; declaration of Lorre E. Clapp in support thereof filed by receiver; Hearing 4/12/2000 at 2:30 p.m. RE: Item# 279 [MPM] Original NIBS Entry Number: 228 (Entered: 04/03/2000)
03/31/2000	282	Response [clarification] to court's order to show cause re: Abstention with regard to receivership issues; Hearing 4/12/2000 at 2:30 p.m. RE: Item# 279 [MPM] Original NIBS Entry Number: 229 (Entered: 04/03/2000)
03/31/2000	283	Response of the U.S. Trustee to court's order to show cause re: Abstention; Hearing 4/12/2000 at 2:30 p.m. RE: Item# 271 [MPM] Original NIBS Entry Number: 230 (Entered: 04/03/2000)
04/05/2000	284	Memorandum of points and authorities in response to motion for confirmation of First Amended Joint Plan of Reorganization; supporting declaration; Hearing 4/12/2000 at 9:30 a.m. RE: Item# 218 [MPM] Original NIBS Entry Number: 231 (Entered: 04/07/2000)
04/05/2000	285	Reply of Platinum Capital, Inc., in support of motion to modify the automatic stay [litigation]; Hearing 4/12/2000 at 9:30 a.m. RE: Item# 272 [MPM] Original NIBS Entry Number: 232 (Entered: 04/07/2000)
04/06/2000	286	Opposition by Impaired creditor to motion to confirm and modify plan; Hearing 4/19/2000 at 9:30 a.m. RE: Item# 262 [MPM] Original NIBS Entry Number: 233 (Entered: 04/07/2000)
04/12/2000	287	Reply memorandum to responses of Platinum Capital, Inc. and Lana Borsook to debtors' motion for confirmation of first amended joint plan of reorganization [as modified January 19, 2000]; Hearing 4/19/2000 at 9:30 a.m. RE: Item# 262 [MPM] Original NIBS Entry Number: 234 (Entered: 04/13/2000)
04/12/2000	288	Errata to debtors' reply memorandum to responses of Platinum Capital, Inc. and Lana Borsook to debtors' motion for confirmation of first amended joint plan of reorganization [as modified January 19, 2000]; Hearing 4/19/2000 at 9:30 a.m. RE: Item# 262 [MPM] Original NIBS Entry Number: 235 (Entered: 04/13/2000)
04/13/2000	289	Notice of motion and motion for relief from automatic stay with

		supporting declarations ACTION IN NON-BANKRUPTCY FORUM [Los Angeles Superior Court] - FOR: Platinum Capital, Inc., BY: Edward M. Wolkowitz 310 277-7400 hearing on 05/10/2000 at 2:30 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 236 (Entered: 04/17/2000)
04/13/2000	290	Memorandum of points and authorities RE: Item# 289 [TDM] Original NIBS Entry Number: 236A (Entered: 04/17/2000)
04/13/2000	291	Proof of service filed by Edward M. Wolkowitz RE: Item# 290 [TDM] Original NIBS Entry Number: 236B (Entered: 04/17/2000)
04/13/2000	292	Notice of motion/application with proof of service RE: Item# 289 [TDM] Original NIBS Entry Number: 237 (Entered: 04/17/2000)
04/13/2000	293	Declaration of Aviv L. Tuchman; with proof of service RE: Item# 289 [TDM] Original NIBS Entry Number: 238 (Entered: 04/17/2000)
04/18/2000	299	Objection to claim [limited] of Enviropro Inc; notice of limited objection; filed by Joseph A. Eisenberg; with proof of service hearing on 05/24/2000 at 1:30 p.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 244 (Entered: 04/21/2000)
04/18/2000	300	Memorandum of points and authorities RE: Item# 299 [TDM] Original NIBS Entry Number: 244A (Entered: 04/21/2000)
04/18/2000	301	Declaration of Rita Hornwood RE: Item# 300 [TDM] Original NIBS Entry Number: 244B (Entered: 04/21/2000)
04/18/2000	302	Declaration of Stuart J. Wald RE: Item# 301 [TDM] Original NIBS Entry Number: 244C (Entered: 04/21/2000)
04/19/2000	294	Original signature page to declaration of Allen P. Sragow in response to motion for confirmation of first amended joint plan of reorganization; Hearing 4/12/2000 at 9:30 a.m. RE: Item# 262 [MPM] Original NIBS Entry Number: 239 (Entered: 04/20/2000)
04/19/2000	295	ORDER confirming chapter 11 plan - granted oint Plan of Reorganization as modified January 19, 2000] with notice of entry RE: Item# 262 Original NIBS Entry Number: 240 Post Confirmation Status Conference hearing on 07/19/2000 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 262 [MPM] Original NIBS Entry Number: 240 (Entered: 04/20/2000)

04/19/2000	296	Reply of debtor and debtor-in-possession Roberta Hornwood to the comments filed by the Office of the United States Trustee to debtors' applications seeking authority to employ the Law Offices of Brent H. Merritt as special personal injury counsel and the Law Offices of Turner Aubert & Friedman, LLP as special insurance litigation counsel pursuant to 11 USC 327[e]; declaration of Roberta Hornwood in support thereof; Hearing 4/26/2000 at 10:30 a.m. RE: Item# 246 [MPM] Original NIBS Entry Number: 241 (Entered: 04/20/2000)
04/20/2000	297	Notice to pay court costs Daniel E Mintz AMOUNT:\$ -0-BREAKDOWN: Notices: \$-0-, Complaints \$-0- [VSI] Original NIBS Entry Number: 242 (Entered: 04/20/2000)
04/20/2000	298	Judge's instructions for entering discharge in chapter 11 cases : <u>1</u> on the effective date of the plan; except for Symar Plaza, L.P., which is not discharged; <u>2</u> no discharge will be entered for Sylmar Plaza, L.P., only - it is not eligible for one. RE: Item# 295 [TDM] Original NIBS Entry Number: 243 (Entered: 04/21/2000)
04/24/2000	303	Notice of effective date and payment of cure and reinstatement amount to Platinum Capital, Inc., Allen Alevy, Alevy & Associates, and Amusement Industry, Inc. [MPM] Original NIBS Entry Number: 245 (Entered: 04/26/2000)
04/26/2000	304	Opposition to Platinum Capital, Inc.'s motion for relief from the automatic stay to pursue action in non- bankruptcy forum; memorandum of points and authorities; declaration of Shara M. Kopman in support thereof; exhibits; Hearing 5/10/2000 at 2:30 p.m. RE: Item# 289 [MPM] Original NIBS Entry Number: 246 (Entered: 04/27/2000)
04/26/2000	305	ORDER approving employment of professional Turner Aubert & Friedman, LLP as special insurance litigation counsel with notice of entry RE: Item# 245 [MPM] Original NIBS Entry Number: 247 (Entered: 04/27/2000)
04/26/2000	306	ORDER approving employment of professional of Brent H. Merritt as special personal injury counsel pursuant to 11 USC 327[e] with notice of entry RE: Item# 246 [MPM] Original NIBS Entry Number: 248 (Entered: 04/27/2000)
04/27/2000	307	Notice of objection by Platinum Capital, Inc. to notice of effective date and payment of cure and reinstatement amount to Platinum Capital, Inc., Allen Alevy, Alevy & Associates and Amusement Industry, Inc. [MPM] Original NIBS Entry Number: 249 (Entered: 05/01/2000)
04/28/2000	308	Notice of appeal Platinum Capital, Inc., appellant; Sylmar Plaza, L.P., Rita Holtzman Hornwood, Steven Henry Hornwood, and Roberta Hornwood, appellee and United States Trustee [Interested Party] RE:

		Item# 295[Disposed] [MPM] Original NIBS Entry Number: 250 (Entered: 05/02/2000)
05/03/2000	309	Notice of referral of appeal to BAP with certificate of mailing RE: Item# 308 [MPM] Original NIBS Entry Number: 251 (Entered: 05/03/2000)
05/03/2000	310	Reply to debtors' opposition to Platinum Capital, Inc.'s motion for modified relief from stay to enter judicial findings; memorandum of points and authorities; Hearing 5/10/2000 at 2:30 p.m. RE: Item# 304 [MPM] Original NIBS Entry Number: 252 (Entered: 05/04/2000)
05/05/2000	311	Designation of record on appeal by appellant filed by Platinum Capital, Inc. RE: Item# 308 [MPM] Original NIBS Entry Number: 253 (Entered: 05/10/2000)
05/05/2000	312	Statement of issues on appeal by appellant filed by Platinum Capital, Inc. RE: Item# 308 [MPM] Original NIBS Entry Number: 253A (Entered: 05/10/2000)
05/05/2000	313	Notice of transcripts requested by Edward M. Wolkowitz for hearing dates as follows: October 27, 1999; December 15, 1999; January 19, 2000 and April 19, 2000 RE: Item# 308 [MPM] Original NIBS Entry Number: 254 (Entered: 05/10/2000)
05/12/2000	314	ORDER re: After hearing on order to show cause re abstention referring certain matters back to state court - GRANTED with proof of service and notice of entry RE: Item# 271 [MPM] Original NIBS Entry Number: 255 (Entered: 05/15/2000)
05/15/2000	316	Designation of record on appeal by appellee [supplement] filed by attorney for debtor[s] RE: Item# 308 [MPM] Original NIBS Entry Number: 257 (Entered: 05/17/2000)
05/15/2000	317	Notice of transcripts requested by Roberta Hornwood c/o Bennett L.Spiegel appellee for November 24, 1999 and December 1, 1999 hearing dates RE: Item# 308 [MPM] Original NIBS Entry Number: 258 (Entered: 05/17/2000)
05/16/2000	315	Transmittal acknowledgement receipt BAP Assigned No: CC-00-1277 RE: Item# 308 [MPM] Original NIBS Entry Number: 256 (Entered: 05/16/2000)
05/17/2000	319	Objection to Platinum Capital Inc.'s proposed "Order granting motion to modify stay to permit state court to enter findings and judgment"; declaration of Bennett L. Spiegel;exhibits; Hearing 5/10/2000 at 2:30 p.m. RE: Item# 289 [MPM] Original NIBS Entry Number: 2 60 (Entered: 05/30/2000)

05/22/2000	318	ORDER allowing and disallowing claim[s] ALLOWED: Enviropro for \$4,428.16 with notice of entry RE: Item# 308 Original NIBS Entry Number: 259 ENTERED DUE TO CLERICAL ERROR - Entry should read Enviropro is allowed a single non-priority unsecured claim in the amount of \$4,428.15 RE: Item# 299 [MPM] Original NIBS Entry Number: 259 (Entered: 05/23/2000)
05/26/2000	320	ORDER granting [in whole or in part] motion for relief from automatic stay ACTION IN NON-BANKRUPTCY FORUM with notice of entry RE: Item# 289 [MPM] Original NIBS Entry Number: 261 And RE: Item# 289 [TDM] Original NIBS Entry Number: 261 (Entered: 05/30/2000)
05/26/2000	321	ORDER not signed RE: Item# 289 [MPM] Original NIBS Entry Number: 262 (Entered: 05/30/2000)
06/07/2000	322	Certificate of readiness of record on appeal with certificate of mailing re: BAP No. CC-00-1277 RE: Item# 308 [JLS] Original NIBS Entry Number: 263 (Entered: 06/07/2000)
06/08/2000	323	Notice of appeal filed by Bennett Spiegel for Sylmar Plaza, Rita Hornwood and Roberta Hornwood, appellants; Receipt No. LA-022854, \$105.00 RE: Item# 320[Disposed] [NV] Original NIBS Entry Number: 264 (Entered: 06/09/2000)
06/09/2000	324	Objection to claim [and notice] to claims of W.M. Berg, Inc and First Card-FCC National Bank, filed by Stuart J Wald, attorney for Rita Hornwood, and Bennett Spiegel, attorney for Roberta Hornwood, with proof of service [Disposed] [SKF] Original NIBS Entry Number: 265 (Entered: 06/13/2000)
06/09/2000	325	Memorandum of points and authorities RE: Item# 324 [SKF] Original NIBS Entry Number: 265A (Entered: 06/13/2000)
06/09/2000	326	Declaration of Roberta Hornwood RE: Item# 324 [SKF] Original NIBS Entry Number: 265B (Entered: 06/13/2000)
06/09/2000	327	Declaration of Stuart J. Wald RE: Item# 324 [SKF] Original NIBS Entry Number: 265C (Entered: 06/13/2000)
06/09/2000	328	Declaration of Gina Tavares RE: Item# 324 [SKF] Original NIBS Entry Number: 265D (Entered: 06/13/2000)
06/14/2000	329	Notice of referral of appeal to BAP with certificate of mailing RE: Item# 323 [NV] Original NIBS Entry Number: 266 (Entered: 06/14/2000)

06/14/2000	330	Notice of transcripts hearing date: 5-10-00, filed by Bennett Spiegel, attorney for Appellants [NV] Original NIBS Entry Number: 267 (Entered: 06/14/2000)
06/15/2000	331	Application for payment of interim or final fees and/or expenses , filed by Daniel E. Mintz, Esq., attorney for Debtor; wth proof of service, [FINAL FEES] hearing on 07/12/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 268 (Entered: 06/16/2000)
06/15/2000	332	Declaration of Daniel E. Mintz RE: Item# 331 [TDM] Original NIBS Entry Number: 268A (Entered: 06/16/2000)
06/15/2000	339	Objection to claim / unfiled claims and notice [Disposed] [SS] Original NIBS Entry Number: 272 (Entered: 06/20/2000)
06/15/2000	340	Memorandum of points and authorities RE: Item# 339 [SS] Original NIBS Entry Number: 272A (Entered: 06/20/2000)
06/15/2000	341	Declaration of Robert Hornwood RE: Item# 339 [SS] Original NIBS Entry Number: 272B (Entered: 06/20/2000)
06/15/2000	342	Declaration of Sharon Kopman RE: Item# 339 [SS] Original NIBS Entry Number: 272C (Entered: 06/20/2000)
06/16/2000	333	Application for payment of interim or final fees and/or expenses of Jeffer, Mangels, Butler & Marmaro LLP, filed by Stuart J. Wald, attorney for Rita Holtzman Hornwood; with proof of service [FIRST AND FINAL APPLICATION] hearing on 07/12/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[D isposed] [TDM] Original NIBS Entry Number: 269 (Entered: 06/20/2000)
06/16/2000	334	Declaration of Stuart J. Wald RE: Item# 333 [TDM] Original NIBS Entry Number: 269A (Entered: 06/20/2000)
06/16/2000	335	Notice of hearing with proof of service, hearing hearing on 07/12/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 333 [TDM] Original NIBS Entry Number: 270 (Entered: 06/20/2000)
06/16/2000	336	Application for payment of interim or final fees and/or expenses of Wynne Spiegel Itkin, ALC, for the period July 23, 1999 through April 20, 2000; filed by Bennett L. Spiegel, attorney for Roberta May Hornwood; with proof of service [FIRST AND FINAL APPLICATION] hearing on 07/12/2000 at 09:30 a.m. at 255 E. Temple St ., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 271 (Entered: 06/20/2000)

06/16/2000	337	Declaration of Bennett L. Spiegel RE: Item# 336 [TDM] Original NIBS Entry Number: 271A (Entered: 06/20/2000)
06/16/2000	338	Declaration of Robert May Hornwood RE: Item# 337 [TDM] Original NIBS Entry Number: 271B (Entered: 06/20/2000)
06/16/2000	343	Stipulation and ORDER thereon to resolve status of claims between reorganized debtors - APPROVED, with notice of entry of order RE: Item# 339 [SS] Original NIBS Entry Number: 273 (Entered: 06/20/2000)
06/16/2000	344	Motion for order authorizing and approving <u>1</u> settlement agreement between Roberta Hornwood and Truck Insurance Exchange and <u>2</u> the disbursement of the settlement proceeds, including but not limited to, final attorneys' fees and expenses as compensation and reimbursement under 11 U.S.C. Section 330[a] to Turner Aubert & Friedman, LLP, and notice of motion; filed by Sharon M. Kopman, attorney for reorganized debtor Robert May Hornwood; with proof of service hearing on 07/12/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 274 (Entered: 06/20/2000)
06/16/2000	345	Memorandum of points and authorities RE: Item# 344 [TDM] Original NIBS Entry Number: 274A (Entered: 06/20/2000)
06/16/2000	346	Declaration of Roberta M. Hornwood RE: Item# 345 [TDM] Original NIBS Entry Number: 274B (Entered: 06/20/2000)
06/16/2000	347	Declaration of Steven Morris RE: Item# 346 [TDM] Original NIBS Entry Number: 274C (Entered: 06/20/2000)
06/16/2000	348	Notice of motion/application , with proof of service RE: Item# 344 [TDM] Original NIBS Entry Number: 275 (Entered: 06/20/2000)
06/16/2000	349	Motion for order authorizing and approving <u>1</u> the settlement agreement between plaintiff Steven Hornwood and defendants Miguel Casillas Torres, ET. AL., and <u>2</u> the disbursement of the settlement proceeds, including but not limited to final attorneys' fees and expenses as compensation and reimbursement under 11 U.S.C. Section 330[a] to the Law Offices of Brent H. Merritt, and notice of motion, filed by Sharon M. Kopman, attorney for reorganized debtor, Roberta May Hornwood; with proof of service hearing on 07/12/2000 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 276 (Entered: 06/20/2000)
06/16/2000	350	Memorandum of points and authorities RE: Item# 349 [TDM] Original NIBS Entry Number: 276A (Entered: 06/20/2000)

06/16/2000	351	Declaration of Roberta M. Hornwood RE: Item# 350 [TDM] Original NIBS Entry Number: 276B (Entered: 06/20/2000)
06/16/2000	352	Declaration of Brent H. Merritt RE: Item# 351 [TDM] Original NIBS Entry Number: 276C (Entered: 06/20/2000)
06/16/2000	353	Notice of motion/application , with proof of service RE: Item# 349 [TDM] Original NIBS Entry Number: 277 (Entered: 06/20/2000)
06/16/2000	355	Statement of issues on appeal by appellant [SS] Original NIBS Entry Number: 279 Designation of record on appeal by appellant RE: Item# 308 [MPM] Original NIBS Entry Number: 279 (Entered: 06/21/2000)
06/19/2000	354	Stipulation and ORDER thereon to resolve status of claims with notice of entry [MPM] Original NIBS Entry Number: 278 (Entered: 06/21/2000)
06/26/2000	356	Declaration of Rita Hornwood in support of first and final application of Jeffer, Mangels, Butler & Marmaro LLP for allowance and payment of compensation and reimbursement of expenses; Hearing 7/12/2000 at 9:30 a.m. RE: Item# 333 [MPM] Original NIBS Entry Number: 2 80 (Entered: 06/28/2000)
06/27/2000	357	Stipulation and ORDER thereon extending time to file objection to claims and to assert affirmative claims and/or counterclaims with notice of entry [Borsook] [MPM] Original NIBS Entry Number: 281 (Entered: 06/28/2000)
06/27/2000	358	Stipulation and ORDER thereon extending time to file objection to claims and to assert affirmative claims and/or counterclaims with notice of entry [Loeb & Loeb] [MPM] Original NIBS Entry Number: 282 (Entered: 06/28/2000)
06/29/2000	359	Status report post-confirmation by reorganized debtors; Hearing 7/19/2000 at 9:30 a.m. RE: Item# 295 [MPM] Original NIBS Entry Number: 283 (Entered: 06/30/2000)
06/29/2000	360	Declaration of Stuart J. Wald regarding lack of opposition to objection to claims of W.M. Berg Inc. and First Card-FCC National Bank RE: Item# 324 [MPM] Original NIBS Entry Number: 284 (Entered: 06/30/2000)
06/30/2000	361	ORDER disallowing claim[s] of W.M. Berg Inc. and First Card-FCC National Bank with notice of entry RE: Item# 324 [MPM] Original NIBS Entry Number: 285 (Entered: 07/05/2000)

06/30/2000	362	Objection of the U.S. Trustee to applications for allowance and payment of fees and reimbursement of expenses pursuant to 11 USC 330 and 331; Hearing 7/12/2000 at 9:30 a.m. RE: Item# 333 [MPM] Original NIBS Entry Number: 286 (Entered: 07/06/2000)
07/06/2000	363	Declaration of Stuart J. Wald regarding lack of opposition to objection to claims of 20th Century Insurance Co., Addtel, Carlyn Steelman-Floyd, GTE, and Jacqueline Wein RE: Item# 339 [SS] Original NIBS Entry Number: 287 (Entered: 07/10/2000)
07/06/2000	364	Reply to objection of the U.S. Trustee to the final fee application of Jeffer, Mangels, Butler & Marmaro, LLP, filed by Stuart J. Wald RE: Item# 362 [SS] Original NIBS Entry Number: 288 (Entered: 07/10/2000)
07/07/2000	365	ORDER disallowing claim[s] of 20th Century Insurance Co.; Addtel; Carlyn Steelman-Floyd; GTE; and Jacqueline Wein, with notice of entry of order RE: Item# 339 [SS] Original NIBS Entry Number: 289 (Entered: 07/10/2000)
07/11/2000	366	Supplemental declaration of Stuart J. Wald in support of first and final application of Jeffer, Mangels, Butler & Marmaro LLP for allowance and payment of compensation and reimbursement of expenses; Hearing 7/12/00 at 9:30 a.m. RE: Item# 333 [MPM] Original NIBS Entry Number: 290 (Entered: 07/12/2000)
07/12/2000	367	ORDER re: application for fees, expenses or compensation to Daniel E. Mintz, Esq. in fees: \$48,125.00 and costs: \$958.00 with notice of entry [Entry does not relate to item no. 269] RE: Item# 333 [MPM] Original NIBS Entry Number: 291 (Entered: 07/13/2000)
07/12/2000	368	ORDER granting/approving 1 The settlement agreement between Roberta Hornwood and Truck Insurance Exchange and 2 The disbursement of the settlement proceeds, including but not limited to, final attorneys' fees and expenses as compensation and reimbursement under 11 USC 330 [a] to Turner, Aubert & Friedman, LLP with notice of entry RE: Item# 344 [MPM] Original NIBS Entry Number: 292 (Entered: 07/13/2000)
07/12/2000	369	ORDER granting/approving 1 The settlement agreement between plaintiff Steven Hornwood and defendants Miguel Casillas Torres, Dorland Access Systems International, the Dorland Company, and Golden Eagle Insurance Corporation and 2 The disbursement of the settlement proceeds, including but not limited to, payment of the final attorneys' fees and expenses as compensation and reimbursement under 11 USC 330 [a] to the Law Offices of Brent H. Merritt with notice of entry RE: Item# 349 [MPM] Original NIBS Entry Number: 293 (Entered: 07/13/2000)

07/13/2000	370	Declaration of Rita Hornwood president of Rick Leasing, Inc. sole general partner of Sylmar Plaza L.P. debtor in support of application for payment of final fees and expenses of the Law Offices of Daniel E. Mintz, reorganization counsel; Hearing 7/12/00 at 9:30 a.m. RE: Item# 331 [MPM] Original NIBS Entry Number: 294 (Entered: 07/14/2000)
07/14/2000	371	ORDER re: application for fees, expenses or compensation - GRANTED, Wynne, Spiegel, and Itkin is awarded fees in the amount of \$362,889.00 and costs in the amount of \$31,341.14, with notice of entry of order RE: Item# 336 [SS] Original NIBS Entry Number: 295 (Entered: 07/17/2000)
07/25/2000	373	Stipulation and ORDER thereon resolving objection to claims and setting allowed amount of claims of Loeb & Loeb, LLP with notice of entry RE: Item# 323 Original NIBS Entry Number: 297 ORDER allowing and disallowing claim[s] ALLOWED: Loeb & Loeb, LLP for \$20,000.00. The parties have agreed that the remaining amounts of all three of Loeb & Loeb, LLP claims shall be DISALLOWED [MPM] Original NIBS Entry Number: 297 (Entered: 07/26/2000)
07/26/2000	372	Certificate of readiness of record on appeal BAP No. CC-00-1363 RE: Item# 323 [MPM] Original NIBS Entry Number: 296 (Entered: 07/26/2000)
07/26/2000	374	ORDER re: application for fees, expenses or compensation to Jeffer, Mangels, Butler & Marmaro LLP in fees: \$150,455.50 and costs \$24,699.67 with notice of entry RE: Item# 333 [MPM] Original NIBS Entry Number: 298 (Entered: 07/28/2000)
09/06/2000	375	Notice of change of firm name: Robinson, Diamant & Wolkowitz [MPM] Original NIBS Entry Number: 299 (Entered: 09/07/2000)
09/29/2000	376	ORDER allowing and disallowing claim[s] of Lana Borsook, Esq. per stipulation with notice of entry [MPM] Original NIBS Entry Number: 300 (Entered: 10/03/2000)
10/06/2000	377	BAP/USDC dismissal of appeal BAP No. CC-00-1363 RE: Item# 323 [MPM] Original NIBS Entry Number: 301 (Entered: 10/10/2000)
01/04/2001	378	BAP/USDC judgment appealed to U.S. Court of Appeals on 12/26/00 in re: BAP No. CC-00-1277-KMOB RE: Item# 308 [MPM] Original NIBS Entry Number: 302 (Entered: 01/05/2001)
01/04/2001	379	Mandate on appeals AFFIRMS Bankruptcy Court Order re: BAP No. CC-00-1277 KMOB [filed at BAP 12/12/00] RE: Item# 308 [MPM] Original NIBS Entry Number: 303 (Entered: 01/05/2001)

02/27/2001	380	Motion for an order for the court receiver to disburse security deposits and December 1999 rents to Constantino Noval; notice of motion; filed by Robert M. Scholnick, attorney for Constantino Noval; with proof of service hearing on 04/11/2001 at 10:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012[Disposed] [TDM] Original NIBS Entry Number: 304 (Entered: 02/28/2001)
02/27/2001	381	Memorandum of points and authorities RE: Item# 380 [TDM] Original NIBS Entry Number: 304A (Entered: 02/28/2001)
02/27/2001	382	Declaration of Robert M. Scholnick RE: Item# 381 [TDM] Original NIBS Entry Number: 304B (Entered: 02/28/2001)
03/15/2001	383	Withdrawal of motion filed by Robert Scholnick, with proof of service RE: Item# 380 [AC] Original NIBS Entry Number: 305 (Entered: 03/19/2001)
07/17/2001	56	[MOOT] RE: Item# 53 [MPM] Original NIBS Entry Number: 50C (Entered: 07/17/2001)
06/11/2002	384	Stipulation and ORDER thereon f post-confirmation status conference with notice of entry RE: Item# 380 Original NIBS Entry Number: 306 Post Confirmation Status Conference hearing on 12/18/2002 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 [MPM] Original NIBS Entry Number: 306 (Entered: 06/11/2002)
12/16/2002	385	Post Confirmation Status Conference filed by Bennett L. Spiegel, attorney for reorganized debtors, with proof of service hearing on 12/18/2002 at 09:30 a.m. at 255 E. Temple St., Courtroom 1375, Los Angeles, CA 90012 RE: Item# 384 [YG1] Original NIBS Entry Number: 307 (Entered: 12/17/2002)
01/31/2003	386	U.S. Court of Appeals judgment was entered on 12-12-00 THE COURT OF APPEALS AFFIRMS THE BAP DECISION RE: Item# 308 [YG1] Original NIBS Entry Number: 308 (Entered: 02/03/2003)
05/22/2003	387	Hearing held on 5-21-03 @ 9:30 a.m. re post-confirmation status conference; matter continued to 10-01-03 at 9:30 a.m. [TDM] Original NIBS Entry Number: 309 (Entered: 05/22/2003)
08/13/2003	388	Motion for final decree and notice closing chapter 11 case; memorandum of points and authorities; declaration of Roberta Hornwood; filed by Lori Sinanyan, attorey for debtor; with proof of service [Disposed] [YG1] Original NIBS Entry Number: 310 (Entered: 08/14/2003)
09/03/2003	389	Declaration of non-opposition to notice of motion and motion for order granting final decree and closing chapter 11 case; filed by Lori

		Sinanyan, attorney for debtor; with proof of service RE: Item# 388 [YG1] Original NIBS Entry Number: 311 (Entered: 09/04/2003)
09/15/2003	390	FINAL DECREE with notice of entry of order RE: Item# 388 [YG1] Original NIBS Entry Number: 312 (Entered: 09/15/2003)
10/01/2003	391	ORDER closing case - DISCHARGE NOT APPLICABLE [TDM] Original NIBS Entry Number: 313 (Entered: 10/01/2003)

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BY [Signature] DEPUTY

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ORIGINAL

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
LOS ANGELES DIVISION

11	In re	)	Case No. LA 99-33188-AA
12	SYLMAR PLAZA, L.P., a	)	Chapter 11
13	California Limited)	
14	Partnership,	)	DEBTOR'S CHAPTER 11 ORIGINAL
15		)	PLAN
16	Debtor.)	
17		)	<u>Disclosure Statement Hearing</u>
18		)	Date: _____
19		)	Time: _____
20		)	Ctrm: _____
21		)	255 E. Temple Street
22		)	Los Angeles, CA 90012
23)	
24		)	<u>Plan Confirmation Hearing</u>
25		)	Date: [TO BE SET]
26		)	Time: _____
27)	Ctrm: 1375
28)	Roybal Federal Building
)	255 E. Temple Street
)	Los Angeles, CA 90012

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I.

INTRODUCTION¹

SYLMAR PLAZA, L.P., a California Limited Partnership, is the Debtor in a Chapter 11 bankruptcy case (the "Debtor"). On June 18, 1999 (the "Petition Date"), the Debtor commenced a bankruptcy case by filing a voluntary Chapter 11 petition under the United States Bankruptcy Code ("Bankruptcy Code"), 11 U.S.C. § 101 et seq. This document is the Chapter 11 Plan ("Plan") proposed by the Debtor ("Plan Proponent"). Sent to you in the same envelope as this document is the Disclosure Statement which has been approved by the Court, and which is provided to help you understand the Plan.

This is a reorganizing plan. In other words, the Plan Proponent seeks to accomplish payments under the Plan by (i) the sale of the Property (i.e., the shopping center known as Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342 ["Sylmar Square"], (ii) the contribution of the New Value to the Debtor, and (iii) the post-Effective Date operation of its business by the Reorganized Debtor. The Effective Date of the Plan is the first Business Day after Confirmation on which no stay of the Confirmation Order is in effect.

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II.

CLASSIFICATION AND TREATMENT OF CLAIMS AND INTERESTS

A. General Overview

As required by the Bankruptcy Code, the Plan classifies Claims and Interests in various classes according to their right to priority of payments as provided in the Bankruptcy Code. The Plan states whether each Class is impaired or unimpaired. The Plan provides the treatment each Class will receive under the Plan.

B. Unclassified Claims

Certain types of Claims are not placed into voting Classes; instead they are unclassified. They are not considered impaired and they do not vote on the Plan because they are automatically entitled to specific treatment provided for them in the Bankruptcy Code. As such, the Proponent has not placed the following Claims in a Class. The treatment of these Claims is provided below.

1. Administrative Expenses

Administrative expenses are Claims for costs or expenses of administering the Case which are allowed under Bankruptcy Code Section 507(a)(1). The Bankruptcy Code requires that all Administrative Claims be paid on the Effective Date of the Plan, unless a particular holder of an Administrative Claim agrees to a different treatment.

1 Capitalized terms not otherwise defined herein shall have the meaning

1 The following chart lists all of the Debtor's § 507(a)(1)
 2 Administrative Claims and their treatment under this Plan.

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NAME	AMOUNT OWED	TREATMENT
Law Offices of Daniel Mintz	\$50,000	Paid in full on Effective Date
Thomas A. McAndrews, State Court Receiver	Estimated at \$10,000, inclusive of Receiver's counsel fees (but disputed)	Paid in full upon allowance, if any, of Claim
Dover Management Corporation	Estimated at \$2,500 (but disputed)	Paid in full on Effective Date or when allowed
Clerk's Office Fees	Estimated at \$1,000	Paid in full on Effective Date
Office of the U.S. Trustee Fees	Estimated at \$2,500	Paid in full on Effective Date. Post-Effective Date fees will be paid quarterly pursuant to 28 U.S.C. §1930(a)(6) until final decree, conversion or dismissal
TOTAL	\$66,000	

a. Court Approval of Fees Required

The Court must approve all professional fees listed in this chart, including the fees of the Receiver, the Receiver's counsel and the Receiver's property manager. For all fees, except Clerk's Office fees and U.S. Trustee's fees, the professional in question must file and serve a properly noticed fee application and the Court must rule on the application. Only the amount of fees allowed by the Court will be required to be paid under this Plan.

assigned to them in the Appendix of Definitions annexed hereto as Exhibit "A."

1 **b. Bar Date For Administrative Claims**

2 All applications for final compensation of professional
3 persons for services rendered and for reimbursement of expenses
4 incurred on or before the Effective Date (including, without
5 limitation, any compensation requested by any professional or
6 other entity for making a substantial contribution to the Case)
7 and all other requests for payment of Administrative Claims under
8 Section 507(a)(1) or 503(b) of the Bankruptcy Code (except only
9 for Claims of the U.S. Trustee under 28 U.S.C. §1930) shall be
10 filed no later than thirty (30) days after the Effective Date.
11 Any such Claim not filed within this deadline shall be forever
12 barred; and holders of Administrative Claims who are required to
13 file a request for payment of such Claims and who do not file
14 such requests by the bar date shall be forever barred from
15 asserting such Claims against the Estate.

16 **c. Claims of the U.S. Trustee**

17 The Reorganized Debtor will be liable for U.S. Trustee
18 quarterly fees, based on disbursements made by or on behalf of
19 the Debtor until the Case is closed, converted, or dismissed.
20 These fees will be calculated according to the schedule in 28
21 U.S.C. § 1930(a)(6). The payment of these fees will be due no
22 later than the last calendar day of the month following the end
23 of each quarter, as is required by 28 U.S.C. § 1930(a)(6).
24 Failure to timely pay such fees shall constitute cause for the
25 conversion of this Case to one under Chapter 7 of the Bankruptcy
26 Code, regardless of the status of the Case.

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1 **2. Priority Tax Claims**

2 Priority Tax Claims are certain unsecured income, employment
3 and other taxes described by Bankruptcy Code Section 507(a)(8).
4 Since the Debtor is a partnership, the Debtor does not believe
5 that it is obligated on account of any Priority Tax Claims.
6 However, to the extent, if any, that a Priority Tax Claim is
7 allowed by the Bankruptcy Court, such Priority Tax Claim will be
8 paid in full on the Effective Date.

9
10 **C. Classified Claims and Interests**

11 **1. Classes of Secured Claims**

12 Secured Claims are Claims secured by liens on property of
13 the Estate. Two Creditors assert Secured Claims: (i) Los
14 Angeles County Tax Collector, classified in Class 1 ("LA
15 County"); and (ii) Platinum Capital, Inc., as the successor to
16 the Claims of Tokai Bank of California, classified in Class 2
17 ("Platinum"). LA County and Platinum are not Insiders of Debtor.

18 **a. Class 1 Claim - Property Taxes**

19 Class 1 Claims for property taxes are impaired under this
20 Plan. On the later of (i) the Effective Date, or (ii) the date
21 on which the Class 1 Claim of LA County becomes an Allowed
22 Secured Claim, the Reorganized Debtor shall pay the Allowed
23 Secured Claim in Class 1 in cash, in full.

24 **b. Class 2 Claim - Platinum**

25 The Class 2 Claim of Platinum, including such Claims as
26 arise on account of and with respect to the Tokai Note and the
27 Tokai Trust Deed, is not impaired under this Plan. In accordance
28 with section 1124(2) of the Bankruptcy Code, on the Effective

1 Date, the Reorganized Debtor will cure the default on account of
 2 the Class 2 Claim and otherwise satisfy the statutory
 3 requirements of Section 1124(2) of the Bankruptcy Code.

5 The following chart lists all Classes containing Debtor's
 6 secured pre-petition Claims and their treatment under this Plan:

CLASS #	DESCRIPTION	INSIDER (Y/N)	IMPAIRED (Y/N)	TREATMENT
1	Secured Claim of: Name: Los Angeles County Tax Collector Collateral Description: 13710 - 13778 Foothill Boulevard, Sylmar, CA ("Sylmar Square") Collateral Value: \$7 million Priority of Security Int.: First Priority Lien on Property. Principal Owed: Estimated at \$30,000 Pre-Pet. Arrearage Amount: Estimated at \$30,000 Post-Pet. Arrearage Amount: None Total Claim Amount: Estimated at \$30,000; although LA County has asserted Claims of approximately \$70,000	No	Yes	Treatment: Paid in full on later of (i) Effective Date, or (ii) date on which Claim is Allowed by Bankruptcy Court

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CLASS #	DESCRIPTION	INSIDER (Y/N)	IMPAIRED (Y/N)	TREATMENT
2	<p>Secured Claim of:</p> <p>Name: Platinum</p> <p>Collateral Description: 13710 - 13778 Foothill Boulevard, Sylmar, CA ("Sylmar Square"); plus approximately \$500,000 in the possession of Receiver</p> <p>Collateral Value: \$7 million for Property plus approximately \$500,00 in possession of Receiver</p> <p>Priority of Security Int.: 1st lien on Property after property tax Claim of LA County</p> <p>Principal Owed: approximately \$7.5 million</p> <p>Pre-Pet. Arrearage Amount: approximately \$1 million</p> <p>Post-Pet. Arrearage Amount: \$0</p> <p>Total Claim Amount: approximately \$8.5 million</p>	No	No	<p>Treatment: All arrearages cured on Effective Date. To the extent, if any, that the cure amount is a Disputed Claim, the undisputed portion will be paid on the Effective Date and the balance of the cure payment will be paid when allowed by Final Order</p>

2. Classes of Priority Unsecured Claims

Class 3 Claims consist of certain priority Claims that are referred to in Bankruptcy Code Sections 507(a)(3), (4), (5), (6), and (7) ("Priority Non-Tax Claims") and are required to be placed in Classes. Class 3 Claims are not impaired. These types of Claims are entitled to priority treatment as follows: the

1 Bankruptcy Code requires that each holder of such a Claim receive
 2 cash on the Effective Date equal to the allowed amount of such
 3 Claim. The Debtor does not believe that it is obligated on
 4 account of any Priority Non-Tax Claims. However, to the extent,
 5 if any, that a Priority Non-Tax Claim is allowed by the
 6 Bankruptcy Court, such Priority Non-Tax Claim will be paid in
 7 full on the Effective Date.

8 **3. Class 4: Claims of General Unsecured Claims**

9 Class 4 Claims consist of General Unsecured Claims, which
 10 are unsecured Claims not entitled to priority under Bankruptcy
 11 Code Section 507(a). Class 4 Claims are impaired under this
 12 Plan. The total amount of the Class 4 Claims cannot be
 13 determined as of the time of the filing of this Plan, since the
 14 books and records the Debtor are in the possession of the
 15 Receiver.

CLASS	DESCRIPTION	IMPAIRED (Y/N)	TREATMENT
4	General Unsecured Claims Total amount of Claims: \$presently undetermined	Yes. Impaired: Claims in this Class are entitled to vote on the Plan	Pymt Paid in full on the Effective Date, unless Claim is a Disputed Claim and then Claim will be paid when Claim is an Allowed Claim

22 **4. Class 5: Class of Tenant Security Deposits**

23 Class 5 Claims consist of Claims of Tenants on account of
 24 security deposits with respect to the occupancy of a portion of
 25 the Property by such Tenants. Class 5 Claims are not impaired in
 26 accordance with section 1124(1) of the Bankruptcy Code, and the
 27 holders of Class 5 Claims shall retain their respective legal,
 28 equitable and contractual rights with respect to such Claims.

1 **5. Class 6: Interest Holders**

2 Class 6 Allowed Interests are parties who hold ownership
 3 interest (i.e., equity interest) in the Debtor. Since the Debtor
 4 is a partnership, the Interest holders include both general and
 5 limited partners. Class 6 Interests are impaired under the Plan.
 6 The holders of Class 6 Interests shall receive no distribution
 7 under the Plan, or otherwise, on account of such Interests. On
 8 the Effective Date, such Interests shall be canceled and
 9 terminated. For and in consideration of the New Value, the New
 10 Partnership Interests shall be issued to the New Partners, who
 11 shall, thereupon, be the only holders of partnership interests in
 12 the Reorganized Debtor. The following chart identifies this
 13 Plan's treatment of the Class of Interest Holders:

14

15 CLASS	DESCRIPTION	IMPAIRED (Y/N)	TREATMENT
16 6	Rick's Leasing, Inc.	Yes	New Partnership Interest to be issued for New Value.
17	Hornwood Revocable Family Trust Dated September 2, 1993	Yes	New Partnership Interest to be issued for New Value.
18	Hornwood Revocable Family Trust Dated September 10, 1993	Yes	New Partnership Interest to be issued for New Value.
19			
20			
21			

22 **D. Means of Performing the Plan**

23 **1. Funding for the Plan**

24 **a. The Sale of the Property.** On the Effective Date,
 25 the Property will be sold to the Purchaser, free and clear of all
 26 liens, encumbrances and adverse interests of every nature and
 27 kind for the sum of \$7 million (the "Purchase Price"), as more
 28

1 particularly described in the Disclosure Statement. All leases
2 of Tenants in respect of the Property and more particularly
3 described on Exhibit B hereof will be assigned to the Purchaser
4 as of the Effective Date. The net proceeds of the Sale, after
5 deduction and payment of (i) the costs of sale, and (ii) the
6 commission to the Broker, will be utilized FIRST, to pay the
7 Allowed Secured Claim of Class 1 (LA County), and NEXT, to
8 Platinum on account of cure of the Class 2 Claim.

9 **b. The Cash Held by the Receiver.** If as of the
10 Effective Date the Receiver is in possession of any monies which
11 are the property of the Debtor or the Estate (the "Receiver
12 Cash"), the Receiver shall deliver such monies to the Reorganized
13 Debtor on the Effective. The Reorganized Debtor will utilize
14 such monies FIRST, to Platinum on account of cure of the Class 2
15 Claim, and NEXT, to the holder of the Class 3 Claims.

16 **c. The New Partners.** On the Effective Date, in
17 consideration for the New Value, the New Partnership Interests
18 shall be issued to the New Partners, who thereupon will be the
19 only holders of partnership interests in the Reorganized Debtor.
20 The New Partnership Interests shall be issued as allocated among
21 the New Partners as they may agree *inter se* and as set forth in
22 the Confirmation Order.

23 On the Effective Date, the New Partners will contribute
24 the New Value, the cash portion of which shall be in an amount
25 equal to the difference between the sum of (i) all Allowed Claims
26 to be paid on the Effective Date, and (ii) all cure amounts to
27 paid on the Effective Date, LESS the sum of (x) the Purchase
28 Price, and (y) the Receiver Cash. The portion of the New Value

1 which is not the cash portion shall be the real property
2 described in the Disclosure Statement (the "Non-Cash Portion of
3 the New Value"), which real property, from and after the
4 Effective Date will be owned by the Reorganized Debtor.

5 d. The Confirmation Deposit. The Purchase Price, the
6 Receiver Cash, and the New Value shall constitute the
7 Confirmation Deposit, and the Reorganized Debtor shall pay from
8 the Confirmation Deposit:

- 9 a. All Allowed Administrative Claims;
- 10 b. All Allowed Priority Tax Claims;
- 11 c. The amount necessary to be paid, on the
12 Effective Date, if any, in respect of the Allowed Class 1
13 Property Tax Claims;
- 14 d. The amount necessary to be paid, on the
15 Effective Date, if any, in respect of the Allowed Class 2 Claims
16 of Platinum;
- 17 e. The amount necessary to be paid, on the
18 Effective Date, if any, in respect of the Allowed Class 3 Claims
19 of Priority Unsecured Creditors;
- 20 f. The amount necessary to be paid, on the
21 Effective Date, if any, in respect of the Allowed Class 4 Claims
22 of General Unsecured Creditors;
- 23 g. The amount necessary to be paid, on the
24 Effective Date, if any, in respect of the Allowed Class 5 Claims
25 of Tenants; and
- 26 h. The cures and pecuniary compensation payable,
27 in accordance with Section 365(b)(1) and (2) of the Bankruptcy
28 Code, to those parties in executory contracts and unexpired

1 leases assumed in accordance with Article III., Section A.1. of
2 this Plan.

3 After payment of the Claims in accordance with the
4 foregoing, the balance of the Confirmation Deposit, if any, shall
5 become property of the Reorganized Debtor, free and clear of all
6 Claims and Interests.

7 **2. Post-Confirmation Revesting and Management**

8 On the Effective Date, the Reorganized Debtor shall be
9 revested with all property of the Debtor and the Estate and with
10 the Non-Cash Portion of the New Value, and shall be authorized to
11 conduct its affairs and to manage its properties without further
12 supervision or jurisdiction of the Bankruptcy Court.

13 **3. Disbursing Agent**

14 The Reorganized Debtor shall act as the Disbursing Agent for
15 the purpose of making all distributions provided for under the
16 Plan. The Disbursing Agent shall serve without bond and shall
17 receive no compensation for distribution services rendered and
18 expenses incurred pursuant to the Plan.

19 **4. Recovery Rights**

20 Pursuant to Section 1123(a)(5)(B) of the Bankruptcy Code,
21 all Recovery Rights of the Debtor and the Estate, including, but
22 not limited to all Recovery Rights that could be brought under
23 any of Sections 362, 510, 542, 544, 545, 547, 548, 549, 550 and
24 553 of the Bankruptcy Code and under applicable non-bankruptcy
25 law shall be retained, owned and enforced by the Reorganized
26 Debtor, at its option, after the Effective Date, with like manner
27 and effect as if commenced prior to the Confirmation Date. The
28 proceeds of any recovery with respect to such Recovery Rights

1 shall constitute the property of the Reorganized Debtor, to be
2 used, at its option, to fund the payments to Creditors in
3 accordance with this Plan.

4 **5. Objections to Claims**

5 Unless the Court orders otherwise, the Reorganized Debtor
6 shall have the exclusive right and standing to (a) object to and
7 contest the allowance of any Claim by means of objection to
8 Claims, regardless of whether such Claim is listed in the
9 Schedules as disputed, contingent or unliquidated; and (b)
10 compromise and settle such objections and the Representative of
11 the Estate, at their sole discretion, may file objections to
12 Claims filed or deemed filed in the Case. Any objection to a
13 Claim shall be filed no later than ninety (90) days after the
14 Effective Date. The Reorganized Debtor may litigate to Final
15 Order objections to Disputed Claims. The Reorganized Debtor
16 shall pay the expenses and fees incurred in connection with such
17 actions.

18

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III.

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TREATMENT OF MISCELLANEOUS ITEMS

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22 **A. Executory Contracts and Unexpired Leases**

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1. Assumptions and Assignment.

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The executory contracts and unexpired leases to be
assumed by the Reorganized Debtor under this Plan are identified
on Exhibit B of this Plan. Concurrent with Confirmation, the
executory contracts and unexpired leases identified on Exhibit B
of this Plan will be assigned to the Purchaser. The

1 Confirmation Order shall constitute an order approving the
2 assumption and assignment of each lease and contract listed
3 above. If you are a party to a lease or contract to be assumed
4 and you object to the assumption of your lease or contract, you
5 must file and serve your objection to the Plan within the
6 deadline for objecting to the Confirmation of the Plan: i.e.,
7 _____ p.m., Pacific Time, on _____, 1999.

8 **2. Rejections**

9 On the Effective Date, all executory contracts and unexpired
10 leases not listed on Exhibit A will be rejected. The
11 Confirmation Order shall constitute an order approving the
12 rejection of such lease or contract. If you are a party to a
13 contract or lease to be rejected and you object to the rejection
14 of your contract or lease, you must file and serve your objection
15 to the Plan within the deadline for objecting to Confirmation of
16 this Plan: i.e., _____ p.m., Pacific Time, on
17 _____, 1999.

18 THE BAR DATE FOR FILING A PROOF OF CLAIM BASED ON A CLAIM
19 ARISING FROM THE REJECTION OF A LEASE OR CONTRACT IS THIRTY (30)
20 DAYS AFTER the date that the Estate rejects such contract or
21 lease. Any Claim based on the rejection of an executory contract
22 or unexpired lease will be barred if the proof of Claim is not
23 timely filed, unless the Court later orders otherwise.

24

25 **B. Changes in Rates Subject to Regulatory Commission Approval**

26 The Debtor is not subject to governmental regulatory
27 commission approval of its rates.

28

1 **C. Retention of Jurisdiction**

2 The Court will retain jurisdiction to the extent provided by
3 law.

4
5 **D. Payment or Distribution Upon Resolution of Disputed Claims**

6 Except as the Court orders otherwise, no payment or
7 distribution shall be made with respect to any Disputed Claim
8 until the Court resolves any objection to such Disputed Claim
9 pursuant to a Final Order. Payment shall be made to each holder
10 of a Disputed Claim, in accordance with the provisions of this
11 Plan, to the extent that such Claim ultimately becomes an Allowed
12 Claim pursuant to Final Order.

13
14 **E. Tax Consequences of Plan**

15 CREDITORS AND INTEREST HOLDERS CONCERNED WITH HOW THE PLAN
16 MAY AFFECT THEIR TAX LIABILITY SHOULD CONSULT WITH THEIR OWN
17 ACCOUNTANTS, ATTORNEYS, AND/OR ADVISORS.

18 The Debtor is a limited partnership. Hence it pays no taxes
19 and has no tax consequences; therefore, any income or losses of
20 the Debtor are passed through to the partners.

21
22 **IV.**

23 **EFFECT OF CONFIRMATION OF PLAN**

24
25 **A. Discharge and Injunction**

26 This Plan provides that upon Confirmation, Debtor shall be
27 discharged of liability for payment of debts incurred before
28 Confirmation of the Plan, to the extent specified in 11 U.S.C.

1 §1141. However, any liability imposed by the Plan will not be
2 discharged.

3 As of the Confirmation Date, all holders of Claims, or other
4 debts or liabilities that are discharged pursuant to the Plan,
5 are permanently enjoined from taking any of the following actions
6 on account of such discharged Claims, debts, or liabilities:
7 (a) commencing or continuing in any manner any action or other
8 proceeding against the Reorganized Debtor or any of its property,
9 (b) enforcing, attaching, collecting or recovering in any manner
10 any judgment, award, or decree against the Reorganized Debtor, or
11 any of its property, (c) creating, perfecting or enforcing any
12 lien or encumbrance against the Reorganized Debtor, or any of its
13 property, (d) asserting a right of subrogation or recoupment of
14 any kind against any debt, liability or obligation due to the
15 Reorganized Debtor, or any of its property, and (e) commencing or
16 continuing any action that does not comply with or is
17 inconsistent with the provisions of the Plan.

18

19 **B. Revesting of Property in the Reorganized Debtor**

20 On the Effective Date, except as otherwise provided in this
21 Plan, title to all assets, properties and business operations of
22 the Debtor and of the Estate, shall revert in the Reorganized
23 Debtor, and thereafter the Reorganized Debtor shall own and
24 retain such assets free and clear of all liens, Claims and
25 Interests, except as expressly provided in this Plan. From and
26 after the Effective Date, except as otherwise described below in
27 this Plan, the Reorganized Debtor, or its designees as
28 contemplated by this Plan, shall own and operate such assets

1 without further supervision by or jurisdiction of this Court,
2 except as otherwise provided herein.

3

4 **C. Modification of Plan**

5 The Proponent of this Plan may modify the Plan at any time
6 before Confirmation. However, the Court may require a new
7 Disclosure Statement and/or revoting on the Plan if Proponent
8 modifies the Plan before Confirmation.

9 The Proponent of the Plan may also seek to modify the Plan
10 at any time after Confirmation so long as (1) the Plan has not
11 been substantially consummated and (2) if the Court authorizes
12 the proposed modifications after notice and a hearing.

13

14 **D. Post-Confirmation Status Report**

15 Within 120 days of the entry of the Confirmation Order, Plan
16 Proponent shall file a status report with the Court explaining
17 what progress has been made toward Consummation of the confirmed
18 Plan. The status report shall be served on the United States
19 Trustee, the twenty largest unsecured creditors, and those
20 parties who have requested special notice. Further status
21 reports shall be filed every 120 days and served on the same
22 entities.

23

24 **E. Post-Confirmation Conversion/Dismissal**

25 A creditor or party in interest may bring a motion to
26 convert or dismiss the Case under § 1112(b) of the Bankruptcy
27 Code, after Confirmation, if there is a default in performing the
28 Plan. If the Court orders the Case converted to Chapter 7 after

1 Confirmation, then all property that had been property of the
2 Estate, and that has not been disbursed pursuant to this Plan,
3 will revert in the Chapter 7 Estate, and the automatic stay will
4 be reimposed upon the revested property only to the extent that
5 relief from stay was not previously granted by the Court during
6 this Case.

7
8 **F. Final Decree**

9 Once the Estate has been fully administered as referred to
10 in Bankruptcy Rule 3022, the Plan Proponent, or other party as
11 the Court shall designate in the Confirmation Order, shall file a
12 motion with the Court to obtain a final decree to close the Case.

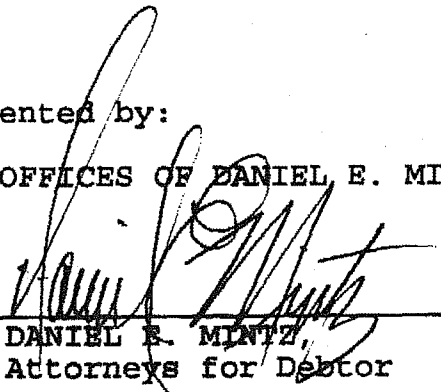
13
14 DATED: June 29, 1999

SYLMAR PLAZA, L.P.,
a California Limited Partnership,

By: RICK'S LEASING, INC.,
a Nevada corporation

By: _____
RITA HORNWOOD,
Its President

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21 Presented by:
22 LAW OFFICES OF DANIEL E. MINTZ

23
24 By: 
25 DANIEL E. MINTZ,
Attorneys for Debtor

1 Confirmation, then all property that had been property of the
2 Estate, and that has not been disbursed pursuant to this Plan,
3 will revert in the Chapter 7 Estate, and the automatic stay will
4 be reimposed upon the reverted property only to the extent that
5 relief from stay was not previously granted by the Court during
6 this Case.

7
8 **F. Final Decree**

9 Once the Estate has been fully administered as referred to
10 in Bankruptcy Rule 3022, the Plan Proponent, or other party as
11 the Court shall designate in the Confirmation Order, shall file a
12 motion with the Court to obtain a final decree to close the Case.

13
14 DATED: June 29, 1999

SYLMAR PLAZA, L.P.,
a California Limited Partnership,

15
16 By: RICK'S LEASING, INC.,
a Nevada corporation

17
18 By: Rita Hornwood
19 RITA HORNWOOD,
Its President

20
21 Presented by:

22 LAW OFFICES OF DANIEL E. MINTZ

23
24 By: _____
25 DANIEL E. MINTZ,
Attorneys for Debtor

1 EXHIBIT "A"

2 APPENDIX OF DEFINITIONS

3 The following definitions shall apply with respect to this
4 Plan of Reorganization. A term used in this Plan, not otherwise
5 defined in this Plan but used in the Bankruptcy Code, will have
6 the definition assigned to the term in the Bankruptcy Code. The
7 singular of any of the following definitions includes the plural,
8 and the plural includes the singular where the context so
9 requires.

10 1.1 "Administrative Claim" means a Claim for payment of an
11 administrative expense of a kind specified in Section 503(b) of
12 the Bankruptcy Code and referred to in Section 507(a)(1) of the
13 Bankruptcy Code, including, without limitation, the actual,
14 necessary costs and expenses of preserving the Estate and
15 operating the business of the Debtor, including wages, salaries,
16 or commissions for services rendered after the commencement of
17 the Case, obligations for goods and services procured after the
18 commencement of the Case, compensation for legal and other
19 services and reimbursement of expenses awarded under Sections
20 330(a) or 331 of the Bankruptcy Code, and all fees and charges
21 assessed against the Estate under Chapter 123 of Title 23, United
22 States Code.

23 1.2 "Allowed Claim" means a Claim, other than an
24 Administrative Claim, against the Debtor (a) proof of which was
25 timely filed with the Court and as to which no objection has been
26 filed; or (b) which has been scheduled by the Debtor pursuant to
27 Bankruptcy Rule 1007 and is not listed as disputed, contingent or
28 unliquidated and as to which no proof of claim has been filed; or

1 (c) which has otherwise been allowed by a Final Order. Unless
2 otherwise specified, "Allowed Claim" shall not, for purposes of
3 computation of distributions under this Plan, include interest on
4 the principal amount of such claim from and after the Petition
5 Date.

6 1.3 "Allowed Priority Tax Claim" means all or that
7 portion of a Priority Tax Claim which is an Allowed Claim.

8 1.4 "Allowed Secured Claim" means that portion of any
9 Secured Claim which is an Allowed Claim, the calculation of which
10 shall not include any interests computed at a penalty or default
11 rate or any pre-payment or similar penalty charge, including,
12 without limitation, reasonable attorneys' fees, where
13 appropriate, as may be determined by the Court.

14 1.5 "Bankruptcy Code" means the Bankruptcy Code, as
15 codified in Title 11 of the United States Code, and all
16 amendments thereto, to the extent applicable to the Case

17 1.6 "Bankruptcy Rules" means, collectively, the Federal
18 Rules of Bankruptcy Procedure promulgated by the United States
19 Supreme Court pursuant to Section 2075 of Title 28, United States
20 Code, and, where appropriate, the Local Bankruptcy Rules
21 promulgated by the United States Bankruptcy Court for the Central
22 District of California, to the extent applicable to the Case.

23 1.7 "Business Day" means any day except Saturday, Sunday
24 or any other day on which state or federal law authorizes
25 commercial banks in Los Angeles, California to close.

26 1.8 "Case" means the case under Chapter 11 of the Code
27 commenced by the Debtor on June 18, 1999, pending in the Court
28 and bearing Case No. LA 99-33188-AA.

1 1.9 "Claim" means any right to payment from the Debtor
2 that arose prior to the Effective Date, whether or not this right
3 or demand is reduced to judgment, liquidated, unliquidated,
4 fixed, contingent, matured, unmatured, disputed, undisputed,
5 legal, equitable, secured or unsecured; or any right to, or
6 equitable remedies for, breach of performance, if this breach
7 gives rise to a right to payment, whether or not this right is
8 reduced to judgment, fixed, contingent, matured, unmatured,
9 disputed, undisputed, legal, equitable, secured or unsecured.

10 1.10 "Class" means a class of Claims or Interests (as
11 defined below).

12 1.11 "Confirmation" means the entry of an order by the
13 Court confirming the Plan pursuant to Section 1129 of the
14 Bankruptcy Code.

15 1.12 "Confirmation Date" means the date on which an order
16 confirming this Plan is entered.

17 1.13 "Confirmation Order" means the entry of the order
18 confirming this Plan.

19 1.14 "Court" means the United States Bankruptcy Court for
20 the Central District of California, Los Angeles Division, or such
21 other court or tribunal as may have jurisdiction over the Case
22 and/or any proceeding arising in or relating to the Case.

23 1.15 "Creditor" means the holder of a Claim.

24 1.16 "Debtor" means SYLMAR PLAZA, L.P., a California
25 Limited Partnership, whether as debtor or as debtor in possession
26 in the Case.

27
28

1 1.17 "Disbursing Agent" shall be the Reorganized Debtor
2 for purposes of administration and disbursement of the payments
3 under the Plan.

4 1.18 "Disclosure Statement" means the Disclosure Statement
5 filed by the Debtor in support of the Plan which has been
6 approved by the Court and any and all amendments and exhibits to
7 the Disclosure Statement.

8 1.19 "Disputed Claim" means a Claim which (a) was
9 scheduled as disputed, contingent or unliquidated in the
10 Schedules; or (b) as to which an objection has been filed and
11 which objection (i) has not been withdrawn, or (ii) has not been
12 determined by a Final Order.

13 1.20 "Effective Date" means the first Business Day that is
14 at least eleven (11) days after the Confirmation Date on which no
15 stay of the Confirmation Order is in effect.

16 1.21 "Estate" means the estate in the Case created
17 pursuant to § 541(a) of the Code.

18 1.22 "Final Order" means an order, judgment or other
19 decree of the Court or any court of competent jurisdiction, the
20 operation or effect of which has not been reversed, stayed,
21 modified or amended, and as to which any appeal that has been or
22 may be taken has been resolved or as to which the time for appeal
23 has expired.

24 1.23 "General Unsecured Claim" means any Claim which is
25 not an Administrative Claim, a Secured Claim or a Claim entitled
26 to priority pursuant to § 507(a)(2) through (a)(8).

27 1.24 "Insider" has the same meaning as provided by Section
28 101(31) of the Bankruptcy Code.

1 1.25 "Interest" means (a) a partnership interest in
2 Debtor, and (b) any right, warrant or option, however arising, to
3 acquire a partnership interest or any equity interest, or any
4 rights therein, of Debtor.

5 1.26 "New Partners" means the New Limited Partners and the
6 New General Partner.

7 1.27 "New Partnership Agreement" means the agreement,
8 substantially in the form to be attached to the Confirmation
9 Order, to be entered into by the New Partners on the Effective
10 Date.

11 1.28 "New Partnership Interests" means the partnership
12 interests in the Reorganized Debtor to be issued on the Effective
13 Date to the New Partners in consideration for (a) with respect to
14 the New General Partner.

15 1.29 "New Value" means (a) the monies to be contributed on
16 the Effective Date by the New Partners in consideration for the
17 issuance of the New Limited Partnership Interests (b) the real
18 property described in the Disclosure Statement.

19 1.30 "Petition Date" means June 18, 1999.

20 1.31 "Plan" means this Debtor's Chapter 11 Original Plan,
21 as amended or modified, including any exhibits hereto.

22 1.32 "Priority Tax Claim" means a Claim entitled to
23 priority pursuant to § 507(a)(7) of the Code.

24 1.33 "Property" means that shopping center located in the
25 State of California, County of Los Angeles, commonly described as
26 13710-13778 Foothill Boulevard, Sylmar, California 91342, the
27 legal description of which is set forth in the Disclosure
28

1 Statement, together with all rights, benefits, privileges,
2 permits and entitlements appurtenant thereto.

3 1.34 "Property Taxes" means all taxes with respect to the
4 Property constituting an encumbrance on such Property pursuant to
5 applicable non-bankruptcy law.

6 1.35 "Purchaser" means that party approved by the Court
7 after notice and hearing, as qualified to purchase that
8 Commercial Real Property as defined in section 1.33 herein above.
9 Debtor has received a preliminary offer to purchase the Property
10 from NNMR, LLC (Ray Arjmand, President) for approximately \$7
11 million.

12 1.36 "Recovery Rights" means any and all causes of
13 action, claims, obligations, suits, debts, judgments and demands,
14 whether in law or in equity, which are property of Debtor and/or
15 of the Estate.

16 1.37 "Reorganized Debtor" means the Debtor, upon and after
17 the Effective Date, as reorganized and existing pursuant to this
18 Plan, the New Partnership Agreement, and the Confirmation Order.

19 1.38 "Schedules" means the Schedules of Assets and
20 Liabilities, as modified or amended from time to time, filed with
21 the Court by the Debtor in accordance with Section 521 of the
22 Code and Bankruptcy Rule 1007.

23 1.39 "Secured Claim" means a Claim which is secured by a
24 properly perfected lien on, or security interest in, property of
25 the Estate, to the extent of the value of the interest of the
26 holder of such Claim in such property of the Estate.

27 1.40 "Tax Claim" means a Claim entitled to priority under
28 Section 507(a) (7) of the Code.

1 1.41 "Tenant" means those individuals or entities who hold
2 allowed claims on account of security deposits with respect to
3 the occupancy of a portion of the shopping center known as Sylmar
4 Square Shopping center located at 13710-13778 Foothill Boulevard,
5 Sylmar, California 91342.

6 1.42 "Tokai Note and Tokai Deed of Trust means that
7 certain Promissory Note and Deed of Trust dated December 9, 1999
8 executed and delivered to Tokai Bank of California by Debtor's
9 predecessor in interest (as modified) and secured by commercial
10 real property located at 13710-13778 Foothill Boulevard, Sylmar,
11 California.

12 1.43 "U.S. Trustee" means the Office of the United States
13 Trustee.

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RULES OF CONSTRUCTION

Any term used in this Plan that is not defined herein, but that is used in the Code or the Bankruptcy Rules, has the meaning ascribed to that term in (and shall be construed in accordance with the rules of construction under) the Code or the Bankruptcy Rules.

Any capitalized term used in this Plan that is not defined herein, but that is defined and used in the Disclosure Statement has the meaning ascribed to that term in the Disclosure Statement.

The words "herein," "hereof," "hereto," "hereunder" and others of similar import refer to this Plan as a whole and not to any particular article, section, subsection or clause contained in this Plan.

Any reference in this Plan to a document being in a particular form means that the document shall be in substantially such form.

Any reference in this Plan to an existing document means such document, as it may have been amended, modified or supplemented from time to time.

Whenever from the context it is appropriate, each term stated in either the singular or the plural shall include both

1 the singular and the plural.

2 The rules of construction set forth in Section 102 of the
3 Code shall apply to this Plan.

4
5 In computing any period of time prescribed or allowed by
6 this Plan, the provisions of Bankruptcy Rule 9006(a) shall apply.

7
8 All exhibits to this Plan are incorporated into this Plan,
9 and shall be deemed to be included in this Plan, regardless of
10 when filed with the Court.

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In re SYLMAR PLAZA, L.P., a Limited Partnership

Case No. _____ (If known)

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests.

State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease.

Provide the names and complete mailing addresses of all other parties to each lease or contract described.

NOTE: A party listed on this schedule will not receive notice of the filing of this case unless the party is also scheduled in the appropriate schedule of creditors.

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
SEE ATTACHED RIDER	

SCHEDULE G RIDER

Executory Contracts and Unexpired Leases

NAME AND MAILING ADDRESS OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OF LEASE AND NATURE OF DEBTOR'S INTEREST
The Vons Companies, Inc. Attn: Property Tax Dept., - Store #34 618 Michillinda Avenue Arcadia, CA 91007	Debtor is lessor of non-residential commercial property known as Unit A of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; lease expires 12/03.
Sylmar One Hour Photo Sylmar Square Shopping Center 13710 A Foothill Blvd. Sylmar, CA 91342	Debtor is lessor of non-residential commercial property known as Unit A2 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; month to month
Submarine Queen Sylmar Square Shopping Center 13758 Foothill Blvd. Sylmar, CA 91342	Debtor is lessor of non-residential commercial property known as Unit B3 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; month to month
American Stores Properties, Inc. Attn: Marc Johnson - Store 3817 136 East South Temple Salt Lake City, UT 84111	Debtor is lessor of non-residential commercial property known as Unit B-4 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; lease term 1/97 with 2-5 year option
A's Cleaners Sylmar Square Shopping Center 13768 Foothill Blvd. Sylmar, CA 91342	Debtor is lessor of non-residential commercial property known as Unit B6 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; month to month
Payless Shoes Attn: Property Mgt. Department 3231 East 6th Street Topeka, KS 66607	Debtor is lessor of non-residential commercial property known as Unit B8 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; lease term 1/99 with 2-5 year option
Fashion Gal Sylmar Square Shopping Center 13774 Foothill Blvd. Sylmar, CA 91342	Debtor is lessor of non-residential commercial property known as Unit B9 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; lease expires 12/00

NAME AND MAILING ADDRESS OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OF LEASE AND NATURE OF DEBTOR'S INTEREST
A-Coin Laundromat Attn: Roger Waller 16618 Nearview Dr. Santa Clarita, CA 91351	Debtor is lessor of non-residential commercial property known as Unit C-1 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; lease expires 7/00
LHS Thrift Shop Sylmar Square Shopping Center 13750 A Foothill Blvd. Sylmar, CA 91342	Debtor is lessor of non-residential commercial property known as Unit C-2 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; month to month
Sylmar Family Pool Hall Sylmar Square Shopping Center 13750 C Foothill Blvd. Sylmar, CA 91342	Debtor is lessor of non-residential commercial property known as Unit C4 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; lease expires 8/01
Gold's Gym Sylmar Square Shopping Center 13748 Foothill Blvd. Sylmar, CA 91342	Debtor is lessor of non-residential commercial property known as Unit C9 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, California 91342; month to month
San Fernando Beauty Academy Attn: Christina Diaz 13714 Foothill Blvd. Sylmar, CA 91342	Debtor is lessor of non-residential commercial property known as Units D1, 2, 4, and 6 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, CA 91342; lease expires 9/00
BM Carpet Service Sylmar Square Shopping Center 13728 B Foothill Blvd. Sylmar, CA 91342	Debtor is lessor of non-residential commercial property known as Unit E-4 of the Sylmar Square Shopping Center, located at 13710-13778 Foothill Boulevard, Sylmar, CA 91342
Debtor may be party to other executory contracts or unexpired leases entered into on its behalf by the Receiver. To the extent such executory contracts or leases exist, Debtor may need to supplement this Schedule G at such time as the Receiver gives access to the property and the books and records to Debtor.	

DECLARATION OF SERVICE

I am over the age of eighteen years and not a party to the within action. At the direction of Daniel E. Mintz, a member of the bar of this Court, the within service was made. My business address is 1801 Avenue of the Stars, Suite 1220, Los Angeles, California 90067.

On June 29, 1999, I served the following pleading:

DEBTOR'S CHAPTER 11 ORIGINAL PLAN

on the interested parties in this action by placing true copies thereof, enclosed in sealed envelopes addressed as follows: Please see attached list

The above-described pleading was transmitted to the indicated parties set forth above in the manner described below:

_____ By air courier service, for next business-day delivery via Federal Express or Express Mail. (See attached list)

_____ By Hand Delivery (Via Messenger)

_____ By telecopy, for immediate receipt)

XXXXXX By United States mail.

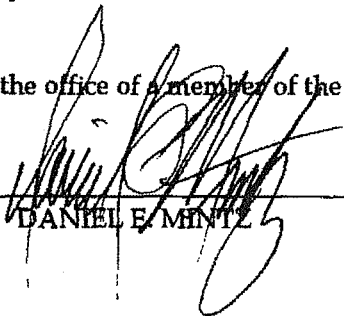
[] *I deposited such envelope in the mail at Los Angeles, California. The envelope was mailed with postage thereon fully prepaid.

[x] As follows: I am "readily familiar" with the firm's practice of collection and processing correspondence for mailing. Under that practice it would be deposited with U.S. postal service on that same day with postage thereon fully prepaid at Los Angeles, California in the ordinary course of business. I am aware that on motion of the party served, service is presumed invalid if postal cancellation date or postage meter date is more than one day after date of deposit for mailing in affidavit.

Executed on June 29, 1999, at Los Angeles, California.

[] (State) I declare under penalty of perjury under the laws of the State of California that the above is true and correct.

[x] (Federal) I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made.



DANIEL E. MINTZ

SERVICE LIST:

Tuchman & Associates
C/O Platinum Capital, Inc.
3435 Wilshire Blvd.
30th Floor
Los Angeles, CA 90010

Mr. Edward M. Wolkowitz
Robinson, Diamant & Brill
1888 Century Park East #1500
Los Angeles, CA 90067

Office of U.S. Trustee
221 N. Figueroa Street
Suite 800
Los Angeles, CA 90012

Joseph A. Eisenberg P.C.
Jeffer Mangels Butler & Marmaro LLP
2121 Avenue of the Stars, 10th fl.
Los Angeles, CA 90067

1 Daniel E. Mintz, Esq.
State Bar # 55935
2 LAW OFFICES OF DANIEL E. MINTZ
1801 Avenue of the Stars
3 Suite 1220
Los Angeles, CA 90067
4
5 Telephone: (310) 277-7544
Fax Number: (310) 277-7292
6 Reorganization Counsel
for SYLMAR PLAZA, L.P.
7
8

99 SEP -9 PM 4:15
CLERK, U.S. BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
BY: Jan DEPUTY

"FILED"

9 UNITED STATES BANKRUPTCY COURT
10 CENTRAL DISTRICT OF CALIFORNIA, LOS ANGELES DIVISION

11 In re:) Chapter 11
12 SYLMAR PLAZA, L.P.) Case No. LA 99-33188 AA
13 a California Limited)
Partnership)
14)
15 Tax I.D. No. 95-4642406)
16 Debtor)
17)
18)
19)
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21)
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28)

NOTICE OF MOTION AND MOTION FOR ORDER PURSUANT TO FEDERAL RULE BANKR. PROC. 1015 (b) FOR JOINT ADMINISTRATION OF BANKRUPTCY CASES; MEMORANDUM OF POINTS AND AUTHORITIES; DECLARATION IN SUPPORT OF MOTION.

[No hearing Required -- Filed Pursuant to Local Bankruptcy Rule 9013-1 (7) 9a]

21 TO THE HONORABLE ALAN M. AHART, UNITED STATES BANKRUPTCY
22 JUDGE, THE OFFICE OF THE UNITED STATES TRUSTEE, THE TWENTY LARGEST
23 UNSECURED CREDITORS AND PARTIES REQUESTING SPECIAL NOTICE:

24 SYLMAR PLAZA L.P., a California Limited Partnership ("Debtor"),
25 hereby moves the Court, pursuant to Rule 1015(b) of the Federal Rules
26 of Bankruptcy Procedure, for an order directing the joint
27 administration of its bankruptcy case with those of (1) Rita Hornwood
28 case no. LA 99-37289-AA; and Steven and Roberta Hornwood case no. LA
99-37658-AA, each of which is pending before the United States

1 Bankruptcy Court for the Central District of California, Los Angeles
2 Division (collectively, the "Hornwood Debtors"). While the Debtor's
3 in each case have separate assets and liabilities, there is a
4 community of interests. All are involved in State Court litigation
5 with one creditor, and they will all be resolved and the estates
6 reorganized through a common legal approach. The Debtor's intend on
7 filing a joint Plan and Disclosure statement within the next few
8 weeks, as well as certain joint motions. Joint administration will
9 save substantial time and expense. Debtor requests joint
10 administration of the above referenced cases with respect to purely
11 administrative matters only, including without limitation a joint
12 pleading docket, a joint pleadings caption, and combined notices to
13 creditors. Debtor does not request substantive consolidation of the
14 cases at this time.

15 PLEASE TAKE FURTHER NOTICE that, pursuant to Local Bankruptcy
16 Rule (LBR) 9013-1 (7) (a), opposition to this Motion and request for
17 hearing, if any, must be filed with the Bankruptcy Court and served
18 upon counsel for the Debtor, whose name and address appear in the top
19 left corner of the first page of this Notice, at least fifteen (15)
20 days of the date of this notice. If this response period expires
21 without the filing of opposition and request for hearing, the Debtor
22 shall submit a conforming form of order and declaration of non-
23 opposition to the court.

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