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10 Counsel for Debtor and Debtor-in-Possession,
11 Miller's Landing at the Lake, Inc.

12 UNITED STATES BANKRUPTCY COURT
13
14 CENTRAL DISTRICT OF CALIFORNIA
15
16 RIVERSIDE DIVISION

17 In re:) CASE NO.: 6:25-bk-18091-RB
18)
19 Miller's Landing at the Lake, Inc.,) Chapter 11 (Subchapter V)
20)
21) **STIPULATION BETWEEN DEBTOR**
22) **AND BAYFIRST FINANCIAL FOR**
23) **CONTINUED USE OF CASH**
24) **COLLATERAL [11 U.S.C. § 363(c)(2)(A)]**
25)
26) [Hearing Not Required, Unless Requested]
27)
28)

29 Miller's Landing at the Lake, Inc. (the "Debtor"), the debtor and debtor-in-possession,
30 and BayFirst Financial ("BayFirst," collectively with Debtor, the "Parties"), by and through their
31 respective attorneys, stipulate and agree ("Stipulation") as follows:

RECITALS

1
2 1. On November 9, 2025, the Debtor filed its voluntary petition for relief under
3 Chapter 11 of the Bankruptcy Code. Pursuant to Sections 1107(a) and 1108 of the Bankruptcy
4 Code, Debtor intends to continue operating its business as debtor-in-possession. No request has
5 been made for the appointment of a trustee or examiner, and no official committees have been
6 established in the Chapter 11 Case.

7 2. The Debtor operates the Miller's Landing wedding and event location at Lake
8 Arrowhead, California. The venue is a former garden and nursery center, and is now Lake
9 Arrowhead's only barn wedding and event destination. The wedding venue is comprised of the
10 bridal suite and ceremony area located at 179 CA-173, Lake Arrowhead CA 92352, the groom
11 suite, barn, and cocktail area located at 185 CA-173, Lake Arrowhead CA 92352, and the
12 parking lot located at 199 CA-173, Lake Arrowhead CA 92352 (collectively, the "Real
13 Property").
14

15 3. Based on the records available to the Debtor, the secured creditor holding the first
16 position claim is BayFirst, based on a February 27, 2019 SBA Loan (renewed on 1/15/2024).
17 Debtor estimates BayFirst's claim estimated at \$1,818,862.74 [POC #4-1]. BayFirst is secured
18 by all assets of the Debtor.

19 4. In the ordinary course of the operation of the Debtor's business, it will be
20 necessary for Debtor to continue to use the cash collateral securing BayFirst's claim, including
21 the revenues generated by operating the wedding venue. Specifically, Debtor contends that it is
22 imperative that Debtor be allowed to use the income to pay employees' payroll, pay caterers and
23 supplier and other expenses for hosting wedding events at the venue, and to pay other
24 administrative expenses.

25 5. Pursuant to the Order Authorizing Interim Use of Cash Collateral [dkt. 37],
26 Debtor has been paying BayFirst \$10,000.00 each month, with the first payment paid on
27 December 6, 2025, and by the 6th day of each month thereafter
28

6. Debtor's authority for use of cash collateral expires on February 9, 2026.

1 5. Nothing in this Stipulation shall affect or limit the right of BayFirst to take any
2 action or file any pleading in this case, including the filing of a Proof of Claim for all sums that
3 BayFirst contends it is owed pursuant to the loan agreement between the Debtor and BayFirst.

4 6. Default. The occurrence of any one or more of the following shall constitute an
5 event of default under this Stipulation:

- 6 a. Debtor's failure to timely perform any obligation under the terms of this
7 Stipulation;
8 b. Appointment of a trustee under Bankruptcy Code §1104;
9 c. Conversion of this Chapter 11 case to a case under Chapter 7;

10 7. Occurrence of Default. Upon the occurrence of an event of default, BayFirst may
11 terminate its consent to the use of cash collateral in the event such default is not fully cured
12 within seven (7) calendar days following e-mail transmission of written notice of default to
13 Debtor's counsel, provided however that BayFirst's consent to the use of cash collateral shall
14 automatically terminate upon conversion of this Chapter 11 case to a case under Chapter 7.

15 8. This Stipulation is subject to Bankruptcy Court approval.

17 DATED: *2/9/2026*

LAW OFFICES OF MICHAEL JAY BERGER

19 By: 
20 _____

21 Michael Jay Berger
22 Sofya Davtyan
23 Counsel for Debtor-in-Possession
24 Miller's Landing at the Lake, Inc.

25 DATED: 2/9/2026

HEMAR, ROUSSO & HEALD, LLP

26 By: 
27 _____

28 Jennifer Witherell Crastz
Counsel for Creditor
BayFirst Financial

EXHIBIT-1

Miller's landing at the Lake, Inc. Income and expense projection March 2026 - August 2026	March, 2026	April, 2026	May, 2026	June, 2026	July, 2026	August, 2026
Booked Wedding/Event	\$ 50,000.00	\$ 60,000.00	\$ 45,000.00	\$ 50,000.00	\$ 40,000.00	\$ 25,000.00
<i>Anticipated New Bookings</i>	\$ 60,000.00	\$ 35,000.00	\$ 20,000.00	\$ 70,000.00	\$ 30,000.00	\$ 40,000.00
Total Revenue	\$ 110,000.00	\$ 95,000.00	\$ 65,000.00	\$ 120,000.00	\$ 70,000.00	\$ 65,000.00
Salaries						
Leander Miller Net Pay	\$ 5,922.00	\$ 5,922.00	\$ 5,922.00	\$ 5,922.00	\$ 5,922.00	\$ 5,922.00
Payroll taxes	\$ 3,088.00	\$ 3,088.00	\$ 3,088.00	\$ 3,088.00	\$ 3,088.00	\$ 3,088.00
Terri Miller Net Pay	\$ 2,056.00	\$ 2,056.00	\$ 2,056.00	\$ 2,056.00	\$ 2,056.00	\$ 2,056.00
Payroll taxes	\$ 944.00	\$ 944.00	\$ 944.00	\$ 944.00	\$ 944.00	\$ 944.00
Kellan Martin net pay	\$ 4,608.00	\$ 4,608.00	\$ 4,608.00	\$ 4,608.00	\$ 4,608.00	\$ 4,608.00
Payroll taxes	\$ 2,016.00	\$ 2,016.00	\$ 2,016.00	\$ 2,016.00	\$ 2,016.00	\$ 2,016.00
Contract Services						
Photography						
Catering						
Florist						
Coordinator						
Desert						
Bar Service						
Bussing						
Deposit/ payment estimate for contract services *	\$ 20,000.00	\$ 25,000.00	\$ 37,000.00	\$ 66,500.00	\$ 42,000.00	\$ 34,000.00
Advertising						
Everbridal	\$ 1,097.00	\$ 1,097.00	\$ 1,097.00	\$ 1,097.00	\$ 1,097.00	\$ 1,097.00
Everbridal instagram	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00	\$ 500.00
Zola	\$ 150.00	\$ 150.00				

The Knot	\$	338.00	\$	338.00	\$	338.00	\$	338.00	\$	338.00	\$	338.00
Insurance												
<i>BTIS workmans comp</i>	\$	89.00	\$	89.00	\$	89.00	\$	89.00	\$	89.00	\$	89.00
Columbia	\$	466.00	\$	466.00	\$	466.00	\$	466.00	\$	466.00	\$	466.00
Capital Life	\$	183.00	\$	183.00	\$	183.00	\$	183.00	\$	183.00	\$	183.00
CalFair Plan	\$	668.00	\$	668.00	\$	668.00	\$	668.00	\$	668.00	\$	1,328.00
Car Loan												
<i>Logix car Payment</i>	\$	919.00	\$	919.00	\$	919.00	\$	919.00	\$	919.00	\$	919.00
Material and Supplies	\$	1,000.00	\$	1,500.00	\$	1,500.00	\$	1,500.00	\$	1,500.00	\$	1,500.00
Office Expense	\$	133.00	\$	133.00	\$	133.00	\$	133.00	\$	133.00	\$	133.00
Quickbook/swiftform	\$	170.00	\$	170.00	\$	170.00	\$	170.00	\$	170.00	\$	170.00
Utilities/phone	\$	2,333.00	\$	2,333.00	\$	2,333.00	\$	2,333.00	\$	2,333.00	\$	2,333.00
Taxes												
Property Taxes												
199 hwy 173	\$	1,569.00										
179N Hwy 173	\$	2,738.00										
185 Hwy 173	\$	2,258.00										
CDTFA**												
Travel	\$	115.00	\$	115.00	\$	115.00	\$	115.00	\$	115.00	\$	115.00
Tenet**	\$	145.00	\$	145.00	\$	145.00	\$	145.00	\$	145.00	\$	145.00
Rent (Storage unit)	\$	252.00	\$	252.00	\$	252.00	\$	252.00	\$	252.00	\$	252.00
Law Offices of Michael Jay Berger (estimate legal fees-subject to court approval)												
Subchapter V Trustee (estimate. Professional fees-subject to court approval)	\$	750.00	\$	750.00	\$	750.00	\$	750.00	\$	750.00	\$	750.00
BayFirst SBA Loan -Adequate Protection Payments	\$	10,000.00	\$	10,000.00	\$	10,000.00	\$	10,000.00	\$	10,000.00	\$	10,000.00

Total Expenses	\$ 64,507.00	\$ 73,292.00	\$ 75,292.00	\$ 104,942.00	\$ 88,292.00	\$ 72,952.00
Net Operating Income	\$ 45,493.00	\$ 21,708.00	\$ (10,292.00)	\$ 15,058.00	\$ (18,292.00)	\$ (7,952.00)
<p>* Due to seasonal nature of Debtor's wedding venue business, deposits with contract services (e.g. florist, photographer, caterer) vary each month, and are not directly proportional with revenue in that month.</p>						
<p>** CDTFA sales taxes are due quarterly, however Debtor anticipates no sales tax liability for Q1 in 2026.</p>						
<p>*** Debtor's principal Terri Miller has invested her personal Tenet 401(k) in Debtor; this expense reflects management fees for that fund</p>						

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: 9454 Wilshire Blvd., 6th FL., Beverly Hills, CA 90212

A true and correct copy of the foregoing document entitled (*specify*): **Stipulation Between Debtor and Bayfirst Financial for Continued Use of Cash Collateral** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. **TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF)**: Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) 2/9/2026, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

- Michael Jay Berger michael.berger@bankruptcypower.com, yathida.nipha@bankruptcypower.com;michael.berger@ecf.inforuptcy.com
- Arturo Cisneros arturo@mclaw.org, CACD_ECF@mclaw.org
- Arturo Cisneros (TR) amctrustec@mclaw.org, acisneros@iq7technology.com;ecf.alert+Cisneros@titlexi.com
- Jennifer Witherell Crastz jcrastz@hrhlaw.com
- Abram Feuerstein abram.s.feuerstein@usdoj.gov
- Everett L Green everett.l.green@usdoj.gov
- Ali Matin ali.matin@usdoj.gov
- United States Trustee (RS) ustpreion16.rs.ecf@usdoj.gov

Service information continued on attached page

2. **SERVED BY UNITED STATES MAIL**:

On 2/9/2026, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

3. **SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL** (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on 2/9/2025, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Honorable Magdalena Reyes Bordeaux
United States Bankruptcy Court
Central District of California
3420 Twelfth Street, Suite 365 / Courtroom 303
Riverside, CA 92501-3819

Service information continued on attached page

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

2/9/2026	Samuel Barnett	/s/Samuel Barnett
Date	Printed Name	Signature

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

Label Matrix for local noticing
0973-6
Case 6:25-bk-18091-RB
Central District of California
Riverside
Mon Feb 9 18:26:29 PST 2026

Riverside Division
3420 Twelfth Street,
Riverside, CA 92501-3819

California Department of Tax and
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P O Box 942879
Sacramento, CA 94279-0001

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15910 VENTURA BLVD
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ENCINO CA 91436-2829

Leander G. Miller
PO Box 528
Lake Arrowhead, CA 92352-0528

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268 WEST HOSPITALITY LANE
SAN BERNARDINO CA 92415-0901

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Long Island City, NY 11101-4023

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RIVERSIDE CA 92501-3641

BayFirst National Bank
c/o Hemar, Rouso & Heald, LLP
15910 Ventura Blvd., 12th Floor
c/o Jennifer W. Crastz
Encino, CA 91436-2813

BayFirst Financial
700 Central Avenue
Saint Petersburg, FL 33701-3631

Employment Development Department
Bankruptcy Group MIC 92E, PO BOX 826880
Sacramento, CA 95814

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Rapid Finance
PO Box 2576
Springfield, IL 62708-2576

Shanna Marie Kaminski
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P.O. Box 247
Grass Lake, MI 49240-0247

U.S. Small Business Administration
c/o Elan S. Levey
300 N. Los Angeles Street
Fed. Bldg. Rm. 7516
Los Angeles, CA 90012-3308

United States Trustee (RS)
3801 University Avenue, Suite 720
Riverside, CA 92501-3255

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Miller's Landing at the Lake, Inc.
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c/o Jennifer Witherell Crastz
Hemar, Rouso & Heald, LLP
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Encino, CA 91436-2829

Global Funding Experts
aka United First Financial (UFCE)
2999 NE 19th Street, Unit 901
Miami, FL 33180

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101-7346

Rapid Finance
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4500 East West Highway 6th Fl
Bethesda, MD 20814-3327

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Hazlet, NJ 07730-1746

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Long Island City, NY 11101-4023

William Caron
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Encino, CA 91436

Idea 247, Inc.
aka Idea Financial
200 SE 1st Street, Ste 703
Miami, FL 33131

San Bernardino County Tax Collector
268 West Hospitality Lane, First Fl
San Bernardino, CA 92415

Arturo Cisneros (TR)
3403 Tenth Street, Suite 714
Riverside, CA 92501

The following recipients may be/have been bypassed for notice due to an undeliverable (u) or duplicate (d) address.

(u)Courtesy NEF

End of Label Matrix	
Mailable recipients	26
Bypassed recipients	1
Total	27