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and Debtor-In-Possession,  
RANCHO MALIBU, LLC

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA - SAN FERNANDO DIVISION

|                     |  |
|---------------------|--|
| In re               | ) Case No. 1:10-bk-18138-GM              |
|                     | )  |
| RANCHO MALIBU, LLC, | ) Chapter 11                             |
|                     | )  |
|                     | ) <b>STATEMENT OF RELATED CASES</b>      |
| Debtor.             | ) <b>SUMMARY OF SCHEDULES</b>            |
|                     | ) <b>SCHEDULE A</b>                      |
|                     | ) <b>SCHEDULE B</b>                      |
|                     | ) <b>SCHEDULE C</b>                      |
|                     | ) <b>SCHEDULE D</b>                      |
|                     | ) <b>SCHEDULE E</b>                      |
|                     | ) <b>SCHEDULE F</b>                      |
|                     | ) <b>SCHEDULE G</b>                      |
|                     | ) <b>SCHEDULE H</b>                      |
|                     | ) <b>DECLARATION CONCERNING DEBTOR'S</b> |
|                     | ) <b>SCHEDULES</b>                       |
|                     | ) <b>STATEMENT OF FINANCIAL AFFAIRS</b>  |
|                     | ) <b>DISCLOSURE OF COMPENSATION OF</b>   |
|                     | ) <b>ATTORNEY FOR DEBTOR</b>             |
|                     | ) <b>CORPORATE OWNERSHIP STATEMENT</b>   |

**STATEMENT OF RELATED CASES**  
**INFORMATION REQUIRED BY LOCAL BANKRUPTCY RULE 1015-2**  
**UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA**

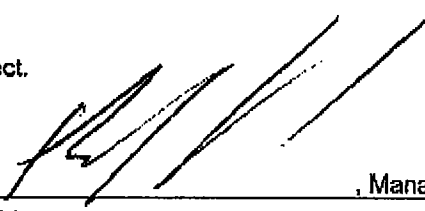
1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)  
**None**
2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)  
**None**
3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

**In re Dimes, LLC, Case No. 2:09-bk-25517-BR, Chapter 11 Case filed June 19, 2009, Central District of California, Hon. Barry Russell. Dimes, LLC has a 46% non-voting interest in Debtor. Venue is appropriate in this division because the Debtor's principal asset and principal place of business are both in this division.**

4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)  
**None**

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed at Los Angeles, California.  
Dated: July 20, 2010

  
\_\_\_\_\_, Manager  
Debtor  
\_\_\_\_\_  
Joint Debtor

This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

January 2009

**F 1015-2.1**

IN RE:

Case No. 1:10-bk-18138-GM

Rancho Malibu, LLC

Chapter 11

Debtor(s)

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

| NAME OF SCHEDULE   | ATTACHED<br>(YES/NO) | NUMBER OF<br>SHEETS | ASSETS      | LIABILITIES      | OTHER |
|--|----------------------|---------------------|-------------|------------------|-------|
| A - Real Property  | Yes                  | 1                   | \$ Unknown  |                  |       |
| B - Personal Property  | Yes                  | 3                   | \$ Unknown  |                  |       |
| C - Property Claimed as Exempt   | Yes                  | 1                   |             |                  |       |
| D - Creditors Holding Secured Claims   | Yes                  | 4                   |             | \$ 23,430,959.05 |       |
| E - Creditors Holding Unsecured Priority<br>Claims (Total of Claims on Schedule E) | Yes                  | 1                   |             | \$ 0.00          |       |
| F - Creditors Holding Unsecured<br>Nonpriority Claims                              | Yes                  | 5                   |             | \$ 3,287,964.02  |       |
| G - Executory Contracts and Unexpired<br>Leases                                    | Yes                  | 1                   |             |                  |       |
| H - Codebtors  | Yes                  | 1                   |             |                  |       |
| I - Current Income of Individual<br>Debtor(s)                                      | No                   |                     |             |                  | \$    |
| J - Current Expenditures of Individual<br>Debtor(s)                                | No                   |                     |             |                  | \$    |
| TOTAL  |                      | 17                  | \$ 1,573.99 | \$ 26,718,923.07 |       |

Debtor(s)

(If known)

## SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

| DESCRIPTION AND LOCATION OF PROPERTY   | NATURE OF DEBTOR'S INTEREST IN PROPERTY | HUSBAND, WIFE, JOINT, OR COMMUNITY | CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION | AMOUNT OF SECURED CLAIM |
|--|---|------------------------------------|---|-------------------------|
| <b>Twenty-eight (28) Acres of ocean facing property located at 24111 Pacific Coast Highway, Malibu, CA 90265; APN Nos. 4458-028-015, 4458-028-019 and 4458-030-007</b> | <b>Fee Simple</b>                       |                                    | <b>unknown</b>  | <b>22,264,600.21</b>    |
| <b>TOTAL</b>   |   |                                    | <b>0.00</b>   |                         |

(Report also on Summary of Schedules)

IN RE Rancho Malibu, LLC

Debtor(s)

Case No. 1:10-bk-18138-GM

(If known)

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

| TYPE OF PROPERTY  | N<br>O<br>N<br>E | DESCRIPTION AND LOCATION OF PROPERTY                               | HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | CURRENT VALUE OF<br>DEBTOR'S INTEREST IN<br>PROPERTY WITHOUT<br>DEDUCTING ANY<br>SECURED CLAIM OR<br>EXEMPTION |
|---|------------------|--|---------------------------------------|--|
| 1. Cash on hand.  | <b>X</b>         | <b>Far East National Bank Checking Account No. 0641057843</b>      |                                       | <b>1,573.99</b>  |
| 2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.                       |                  | <b>Unused portion of \$5,000 retainer paid to Weber &amp; Baer</b> |                                       | <b>unknown</b>   |
| 3. Security deposits with public utilities, telephone companies, landlords, and others.   |                  |  |                                       |  |
| 4. Household goods and furnishings, include audio, video, and computer equipment.   | <b>X</b>         |  |                                       |  |
| 5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.   | <b>X</b>         |  |                                       |  |
| 6. Wearing apparel.   | <b>X</b>         |  |                                       |  |
| 7. Furs and jewelry.  | <b>X</b>         |  |                                       |  |
| 8. Firearms and sports, photographic, and other hobby equipment.  | <b>X</b>         |  |                                       |  |
| 9. Interest in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.   | <b>X</b>         |  |                                       |  |
| 10. Annuities. Itemize and name each issue.   | <b>X</b>         |  |                                       |  |
| 11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).) | <b>X</b>         |  |                                       |  |
| 12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.   | <b>X</b>         |  |                                       |  |
| 13. Stock and interests in incorporated and unincorporated businesses. Itemize.   | <b>X</b>         |  |                                       |  |
| 14. Interests in partnerships or joint ventures. Itemize.   | <b>X</b>         |  |                                       |  |

IN RE Rancho Malibu, LLC

Case No. 1:10-bk-18138-GM

Debtor(s)

(If known)

**SCHEDULE B - PERSONAL PROPERTY**  
**(Continuation Sheet)**

| TYPE OF PROPERTY  | N<br>O<br>N<br>E | DESCRIPTION AND LOCATION OF PROPERTY  | HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | CURRENT VALUE OF<br>DEBTOR'S INTEREST IN<br>PROPERTY WITHOUT<br>DEDUCTING ANY<br>SECURED CLAIM OR<br>EXEMPTION |
|---|------------------|---|---------------------------------------|--|
| 15. Government and corporate bonds and other negotiable and non-negotiable instruments.   | <b>X</b>         |   |                                       |  |
| 16. Accounts receivable.  | <b>X</b>         |   |                                       |  |
| 17. Alimony, maintenance, support, and property settlements in which the debtor is or may be entitled. Give particulars.  | <b>X</b>         |   |                                       |  |
| 18. Other liquidated debts owed to debtor including tax refunds. Give particulars.  | <b>X</b>         |   |                                       |  |
| 19. Equitable or future interest, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.   | <b>X</b>         |   |                                       |  |
| 20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.  | <b>X</b>         |   |                                       |  |
| 21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.  | <b>X</b>         |   |                                       |  |
| 22. Patents, copyrights, and other intellectual property. Give particulars.   |                  | Interests in plans, designs, reports, drawings, schematics, studies and surveys |                                       | unknown  |
| 23. Licenses, franchises, and other general intangibles. Give particulars.  |                  | License to use documents prepared by Rowley International, Inc.                 |                                       | 0.00   |
| 24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes. | <b>X</b>         |   |                                       |  |
| 25. Automobiles, trucks, trailers, and other vehicles and accessories.  | <b>X</b>         |   |                                       |  |
| 26. Boats, motors, and accessories.   | <b>X</b>         |   |                                       |  |
| 27. Aircraft and accessories.   | <b>X</b>         |   |                                       |  |
| 28. Office equipment, furnishings, and supplies.  | <b>X</b>         |   |                                       |  |
| 29. Machinery, fixtures, equipment, and supplies used in business.  | <b>X</b>         |   |                                       |  |
| 30. Inventory.  | <b>X</b>         |   |                                       |  |
| 31. Animals.  | <b>X</b>         |   |                                       |  |
| 32. Crops - growing or harvested. Give particulars.   | <b>X</b>         |   |                                       |  |
| 33. Farming equipment and implements.   | <b>X</b>         |   |                                       |  |
| 34. Farm supplies, chemicals, and feed.   | <b>X</b>         |   |                                       |  |

IN RE Rancho Malibu, LLCCase No. 1:10-bk-18138-GM

Debtor(s)

(If known)

**SCHEDULE B - PERSONAL PROPERTY**  
**(Continuation Sheet)**

| TYPE OF PROPERTY  | N<br>O<br>N<br>E | DESCRIPTION AND LOCATION OF PROPERTY | HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | CURRENT VALUE OF<br>DEBTOR'S INTEREST IN<br>PROPERTY WITHOUT<br>DEDUCTING ANY<br>SECURED CLAIM OR<br>EXEMPTION |
|---|------------------|--------------------------------------|---------------------------------------|--|
| 35. Other personal property of any kind<br>not already listed. Itemize. | <b>X</b>         |                                      |                                       |  |
| <b>TOTAL</b>  |                  |                                      |                                       | <b>1,573.99</b>  |

\_\_\_\_\_**0** continuation sheets attached(Include amounts from any continuation sheets attached.  
Report total also on Summary of Schedules.)

IN RE Rancho Malibu, LLCCase No. 1:10-bk-18138-GM

Debtor(s)

(If known)

**SCHEDULE C - PROPERTY CLAIMED AS EXEMPT**

Debtor elects the exemptions to which debtor is entitled under:

☐ Check if debtor claims a homestead exemption that exceeds \$146,450. \*

(Check one box)

☐ 11 U.S.C. § 522(b)(2)☐ 11 U.S.C. § 522(b)(3)

| DESCRIPTION OF PROPERTY | SPECIFY LAW PROVIDING EACH EXEMPTION | VALUE OF CLAIMED EXEMPTION | CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTIONS |
|-------------------------|--------------------------------------|----------------------------|--|
| Not Applicable          |                                      |                            |  |



SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H – Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

| CREDITOR'S NAME AND MAILING ADDRESS<br>INCLUDING ZIP CODE AND ACCOUNT NUMBER.<br><i>(See Instructions Above.)</i>                    | CODEBTOR<br>HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | DATE CLAIM WAS INCURRED,<br>NATURE OF LIEN, AND DESCRIPTION AND VALUE OF<br>PROPERTY SUBJECT TO LIEN | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM WITHOUT<br>DEDUCTING<br>VALUE OF<br>COLLATERAL | UNSECURED<br>PORTION, IF ANY |
|--|---|--|------------|--------------|----------|---|------------------------------|
| ACCOUNT NO.<br><b>BAMO, Inc.</b><br><b>510 Third Street</b><br><b>San Francisco, CA 94107</b>  |   | <b>Interior design services; Secured by<br/>plans, designs, drawings, etc.</b>                       |            |              |          | <b>297,123.39</b>   |                              |
|  |   | VALUE \$ <b>Unknown</b>  |            |              |          |   |                              |
| ACCOUNT NO.<br><b>Pete Ryan</b><br><b>MBV Law LLP</b><br><b>855 Front St.</b><br><b>San Francisco, CA 94111</b>                      |   | <b>Assignee or other notification for:<br/>BAMO, Inc.</b>  |            |              |          |   |                              |
|  |   | VALUE \$   |            |              |          |   |                              |
| ACCOUNT NO.<br><b>C.P. O'Halloran Associates, Inc.</b><br><b>2659 Townsgate Road, Suite 213</b><br><b>Westlake Village, CA 91361</b> |   | <b>Judgment; lien recorded</b>   |            |              |          | <b>36,800.00</b>  |                              |
|  |   | VALUE \$ <b>Unknown</b>  |            |              |          |   |                              |
| ACCOUNT NO.<br><b>Robert D. Rosso</b><br><b>141 Duesenberg Dr., Suite 15A</b><br><b>Westlake Village, CA 91362-1268</b>              |   | <b>Assignee or other notification for:<br/>C.P. O'Halloran Associates, Inc.</b>                      |            |              |          |   |                              |
|  |   | VALUE \$   |            |              |          |   |                              |
| Subtotal<br>(Total of this page)   |   |  |            |              |          | \$ <b>333,923.39</b>  | \$                           |
| Total<br>(Use only on last page)   |   |  |            |              |          | \$  | \$                           |

3 continuation sheets attached

(Report also on  
Summary of  
Schedules.)

(If applicable, report  
also on Statistical  
Summary of Certain  
Liabilities and Related  
Data.)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS<br>INCLUDING ZIP CODE AND ACCOUNT NUMBER.<br><i>(See Instructions Above.)</i>            | CODEBTOR<br>HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | DATE CLAIM WAS INCURRED,<br>NATURE OF LIEN, AND DESCRIPTION AND VALUE OF<br>PROPERTY SUBJECT TO LIEN                  | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM WITHOUT<br>DEDUCTING<br>VALUE OF<br>COLLATERAL | UNSECURED<br>PORTION, IF ANY |
|--|---|---|------------|--------------|----------|---|------------------------------|
| ACCOUNT NO. 0001<br>East West Bank<br>9300 Flair Drive, 6th Floor<br>El Monte, CA 91731                                      |   | Deed of Trust on land at 24111 Pacific<br>Coast Highway, Malibu, CA 90265<br><br>VALUE \$ Unknown                     |            |              |          | 22,101,172.93   |                              |
| ACCOUNT NO.<br>T.D. Service Company<br>P.O. Box 11988<br>Santa Ana, CA 92711-1988  |   | Assignee or other notification for:<br>East West Bank<br><br>VALUE \$   |            |              |          |   |                              |
| ACCOUNT NO.<br>T.D. Service Company<br>1820 E. First St., Suite 210<br>Santa Ana, CA 92711                                   |   | Assignee or other notification for:<br>East West Bank<br><br>VALUE \$   |            |              |          |   |                              |
| ACCOUNT NO. 2766<br>Ensitu Engineering<br>685 Main Street, Suite A<br>Morro Bay, CA 93442                                    |   | Engineering Fees; Secured by plans,<br>designs, reports, schematics, surveys,<br>and studies.<br><br>VALUE \$ Unknown |            |              |          | 12,723.00   |                              |
| ACCOUNT NO.<br>HKS Architects, Inc.<br>P.O. Box 674097<br>Dallas, TX 75267   | X   | Architectural services; Secured by plans,<br>designs, drawings, etc.<br><br>VALUE \$ Unknown                          |            |              |          | 454,124.48  |                              |
| ACCOUNT NO.<br>Steven H. Schwartz<br>Schwartz & Janzen LLP<br>12100 Wilshire Blvd., Suite 1125<br>Los Angeles, CA 90025-7117 |   | Assignee or other notification for:<br>HKS Architects, Inc.<br><br>VALUE \$   |            |              |          |   |                              |
| Sheet no. 1 of 3 continuation sheets attached to<br>Schedule of Creditors Holding Secured Claims                             |   |   |            |              |          | Subtotal<br>(Total of this page)<br>\$ 22,568,020.41              | \$                           |
| Total<br>(Use only on last page)   |   |   |            |              |          | \$  | \$                           |

(Report also on  
Summary of  
Schedules.)

(If applicable, report  
also on Statistical  
Summary of Certain  
Liabilities and Related  
Data.)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**  
**(Continuation Sheet)**

| CREDITOR'S NAME AND MAILING ADDRESS<br>INCLUDING ZIP CODE AND ACCOUNT NUMBER.<br><i>(See Instructions Above.)</i>                                       | CODEBITOR<br>HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | DATE CLAIM WAS INCURRED,<br>NATURE OF LIEN, AND DESCRIPTION AND VALUE OF<br>PROPERTY SUBJECT TO LIEN                                  | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM WITHOUT<br>DEDUCTING<br>VALUE OF<br>COLLATERAL | UNSECURED<br>PORTION, IF ANY |
|---|--|---|------------|--------------|----------|---|------------------------------|
| ACCOUNT NO. <b>8015</b><br><b>Los Angeles County Tax Collector</b><br><b>P.O. Box 54018</b><br><b>Los Angeles, CA 90054</b>                             |  | <b>Property taxes</b><br><br>VALUE \$ <b>Unknown</b>  |            |              |          | <b>126,627.28</b>   |                              |
| ACCOUNT NO.<br><b>Psomas</b><br><b>P.O. Box 51463</b><br><b>Los Angeles, CA 90051</b>   | <b>X</b>   | <b>Engineering Fees; Secured by plans,<br/>designs, reports, schematics, surveys,<br/>and studies.</b><br><br>VALUE \$ <b>Unknown</b> |            |              |          | <b>332,854.27</b>   |                              |
| ACCOUNT NO.<br><b>Psomas Engineering</b><br><b>555 South Flower St., Suite 4400</b><br><b>Los Angeles, CA 90071-2416</b>                                |  | <b>Assignee or other notification for:<br/>Psomas</b><br><br>VALUE \$   |            |              |          |   |                              |
| ACCOUNT NO. <b>4642</b><br><b>Rowley International, Inc.</b><br><b>2325 Palos Verdes Drive West, Suite 312</b><br><b>Palos Verdes Estates, CA 90274</b> |  | <b>Engineering Fees; Secured by plans,<br/>designs, reports, schematics, surveys,<br/>and studies.</b><br><br>VALUE \$ <b>Unknown</b> |            |              |          | <b>14,725.00</b>  |                              |
| ACCOUNT NO.<br><b>Gregory L. Doll</b><br><b>Doll &amp; Amir, LLP</b><br><b>1888 Century Park East, Suite 1106</b><br><b>Los Angeles, CA 90067</b>       |  | <b>Assignee or other notification for:<br/>Rowley International, Inc.</b><br><br>VALUE \$   |            |              |          |   |                              |
| ACCOUNT NO.<br><b>Peter L. Weinberger</b><br><b>10960 Wilshire Blvd., Suite 1225</b><br><b>Los Angeles, CA 90024</b>                                    |  | <b>Assignee or other notification for:<br/>Rowley International, Inc.</b><br><br>VALUE \$   |            |              |          |   |                              |

Sheet no. 2 of 3 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

|                                  |                      |    |
|----------------------------------|----------------------|----|
| Subtotal<br>(Total of this page) | \$ <b>474,206.55</b> | \$ |
| Total<br>(Use only on last page) | \$                   | \$ |

(Report also on  
Summary of  
Schedules.)  
(If applicable, report  
also on Statistical  
Summary of Certain  
Liabilities and Related  
Data.)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS<br>INCLUDING ZIP CODE AND ACCOUNT NUMBER.<br><i>(See Instructions Above.)</i> | CODEBTOR<br>HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | DATE CLAIM WAS INCURRED,<br>NATURE OF LIEN, AND DESCRIPTION AND VALUE OF<br>PROPERTY SUBJECT TO LIEN            | CONTINGENT                       | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM WITHOUT<br>DEDUCTING<br>VALUE OF<br>COLLATERAL | UNSECURED<br>PORTION, IF ANY |
|---|---|---|----------------------------------|--------------|----------|---|------------------------------|
|   |   |   |                                  |              |          |   |                              |
| ACCOUNT NO.   |   | Engineering Fees; Secured by plans,<br>designs, reports, schematics, surveys,<br>and studies.                   |                                  |              |          | 43,178.70   |                              |
| Van Beveren & Butelo, Inc.<br>706 W. Broadway, Suite 201<br>Glendale, CA 91204                                    |   |   |                                  |              |          |   |                              |
|   |   | VALUE \$ Unknown  |                                  |              |          |   |                              |
| ACCOUNT NO.   |   | Acoustical and A/V design services;<br>Secured by plans, designs, drawings,<br>schematics, studies and surveys. |                                  |              |          | 11,630.00   |                              |
| Veneklasen Associates<br>1711 Sixteenth Street<br>Santa Monica, CA 90404  |   |   |                                  |              |          |   |                              |
|   |   | VALUE \$ Unknown  |                                  |              |          |   |                              |
| ACCOUNT NO.   |   |   |                                  |              |          |   |                              |
|   |   |   |                                  |              |          |   |                              |
|   |   | VALUE \$  |                                  |              |          |   |                              |
| ACCOUNT NO.   |   |   |                                  |              |          |   |                              |
|   |   |   |                                  |              |          |   |                              |
|   |   | VALUE \$  |                                  |              |          |   |                              |
| ACCOUNT NO.   |   |   |                                  |              |          |   |                              |
|   |   |   |                                  |              |          |   |                              |
|   |   | VALUE \$  |                                  |              |          |   |                              |
| ACCOUNT NO.   |   |   |                                  |              |          |   |                              |
|   |   |   |                                  |              |          |   |                              |
|   |   | VALUE \$  |                                  |              |          |   |                              |
| Sheet no. 3 of 3 continuation sheets attached to<br>Schedule of Creditors Holding Secured Claims                  |   |   | Subtotal<br>(Total of this page) |              |          | \$ 54,808.70  | \$                           |
|   |   |   | Total<br>(Use only on last page) |              |          | \$ 23,430,959.05  | \$                           |

(Report also on  
Summary of  
Schedules.)

(If applicable, report  
also on Statistical  
Summary of Certain  
Liabilities and Related  
Data.)

## SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

- ☐ **Domestic Support Obligations**  
Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).
- ☐ **Extensions of credit in an involuntary case**  
Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).
- ☐ **Wages, salaries, and commissions**  
Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).
- ☐ **Contributions to employee benefit plans**  
Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).
- ☐ **Certain farmers and fishermen**  
Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).
- ☐ **Deposits by individuals**  
Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).
- ☐ **Taxes and Certain Other Debts Owed to Governmental Units**  
Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).
- ☐ **Commitments to Maintain the Capital of an Insured Depository Institution**  
Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).
- ☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**  
Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

0 continuation sheets attached

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured nonpriority claims to report on this Schedule F.

| CREDITOR'S NAME, MAILING ADDRESS<br>INCLUDING ZIP CODE, AND ACCOUNT NUMBER.<br><i>(See Instructions Above.)</i>   | CODEBTOR<br>HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | DATE CLAIM WAS INCURRED AND<br>CONSIDERATION FOR CLAIM. IF CLAIM IS<br>SUBJECT TO SETOFF, SO STATE | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT<br>OF<br>CLAIM |
|---|---|--|------------|--------------|----------|-----------------------|
| ACCOUNT NO.<br><b>Akin Gump LLP</b><br><b>2029 Century Park East, Suite 2400</b><br><b>Los Angeles, CA 90067</b>  |   | <b>Legal Fees</b>  |            |              |          | <b>158,992.80</b>     |
| ACCOUNT NO. <b>3650</b><br><b>AMEC Geomatrix Inc.</b><br><b>2101 Webster Street, 12th Floor</b><br><b>Oakland, CA 94612</b>   |   | <b>Trade debt</b>  |            |              |          | <b>31,100.71</b>      |
| ACCOUNT NO.<br><b>AMEC Geomatrix Inc.</b><br><b>510 Superior Avenue</b><br><b>Newport Beach, CA 92663-3664</b>  |   | <b>Assignee or other notification for:</b><br><b>AMEC Geomatrix Inc.</b>                           |            |              |          |                       |
| ACCOUNT NO. <b>1976</b><br><b>Biosolutions Incorporated</b><br><b>5310 Derry Ave., Suite E</b><br><b>Agoura Hills, CA 91301</b>   |   | <b>Trade Debt</b>  |            |              |          | <b>650.00</b>         |
| Subtotal<br>(Total of this page)  |   |  |            |              |          | <b>\$ 190,743.51</b>  |
| Total<br>(Use only on last page of the completed Schedule F. Report also on<br>the Summary of Schedules and, if applicable, on the Statistical<br>Summary of Certain Liabilities and Related Data.) |   |  |            |              |          | \$                    |

4 continuation sheets attached

IN RE Rancho Malibu, LLC

Debtor(s)

Case No. 1:10-bk-18138-GM

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
**(Continuation Sheet)**

| CREDITOR'S NAME, MAILING ADDRESS<br>INCLUDING ZIP CODE, AND ACCOUNT NUMBER.<br>(See Instructions Above.)  | CODEBTOR<br>HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | DATE CLAIM WAS INCURRED AND<br>CONSIDERATION FOR CLAIM. IF CLAIM IS<br>SUBJECT TO SETOFF, SO STATE | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT<br>OF<br>CLAIM |
|---|---|--|------------|--------------|----------|-----------------------|
| ACCOUNT NO.<br><b>Freedman &amp; Taitelman, LLP</b><br><b>1901 Avenue of the Stars, Suite 500</b><br><b>Los Angeles, CA 90067</b>                     |   | <b>Legal fees</b>  |            |              |          | <b>4,536.90</b>       |
| ACCOUNT NO.<br><b>Gaines &amp; Stacey LLP</b><br><b>16633 Ventura Blvd., Suite 1220</b><br><b>Encino, CA 91436</b>                                    |   | <b>Legal Fees</b>  |            |              |          | <b>70,099.38</b>      |
| ACCOUNT NO.<br><b>Greenworks Studio</b><br><b>5150 Wilshire Blvd.</b><br><b>Los Angeles, CA 90036</b>   |   | <b>Fees</b>  |            |              |          | <b>28,550.78</b>      |
| ACCOUNT NO.<br><b>James Hyatt Studio</b><br><b>P.O. Box 57515</b><br><b>Los Angeles, CA 90074</b>   |   | <b>Lawsuit</b>   |            |              |          | <b>160,782.93</b>     |
| ACCOUNT NO.<br><b>Samuel J. Muir</b><br><b>Collins Collins Muir &amp; Stewart LLP</b><br><b>1100 El Centro St.</b><br><b>South Pasadena, CA 91030</b> |   | <b>Assignee or other notification for:</b><br><b>James Hyatt Studio</b>                            |            |              |          |                       |
| ACCOUNT NO.<br><b>Valleycrest Landscape Development, Inc.</b><br><b>24151 Ventura Blvd.</b><br><b>Calabasa, CA 91302</b>                              |   | <b>Assignee or other notification for:</b><br><b>James Hyatt Studio</b>                            |            |              |          |                       |
| ACCOUNT NO.<br><b>Lang Lighting Design, Inc.</b><br><b>4645 N. Central Expressway, Suite 120</b><br><b>Dallas, TX 75205</b>                           |   | <b>Trade debt</b>  |            |              |          | <b>10,137.94</b>      |

Sheet no. 1 of 4 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Nonpriority ClaimsSubtotal  
(Total of this page) \$ **274,107.93**(Use only on last page of the completed Schedule F. Report also on  
the Summary of Schedules, and if applicable, on the Statistical  
Summary of Certain Liabilities and Related Data.)  
\$

IN RE Rancho Malibu, LLC

Debtor(s)

Case No. 1:10-bk-18138-GM

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
**(Continuation Sheet)**

| CREDITOR'S NAME, MAILING ADDRESS<br>INCLUDING ZIP CODE, AND ACCOUNT NUMBER.<br>(See Instructions Above.)  | CODEBTOR<br>HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | DATE CLAIM WAS INCURRED AND<br>CONSIDERATION FOR CLAIM. IF CLAIM IS<br>SUBJECT TO SETOFF, SO STATE | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT<br>OF<br>CLAIM |
|---|---|--|------------|--------------|----------|-----------------------|
| ACCOUNT NO.<br><b>Law Offices of Asha Dhillon</b><br><b>1880 Century Park East, Suite 315</b><br><b>Los Angeles, CA 90067</b>                             |   | <b>Legal Fees</b>  |            |              |          | <b>3,347.50</b>       |
| ACCOUNT NO.<br><b>Manhattan Partners, LLC</b><br><b>704 18th St.</b><br><b>Santa Monica, CA 90402</b>   |   | <b>Unpaid distribution 3/8/2007</b>  |            |              |          | <b>437,500.00</b>     |
| ACCOUNT NO.<br><b>Matt Construction Corporation</b><br><b>9814 Norwalk Blvd., Suite 100</b><br><b>Santa Fe Springs, CA 90670</b>                          |   | <b>Trade debt</b>  |            |              |          | <b>62,894.58</b>      |
| ACCOUNT NO.<br><b>Natural Resources Spa Consulting, Inc.</b><br><b>319 East 78th Street, Suite 4A</b><br><b>New York, NY 10021</b>                        |   | <b>Trade debt</b>  |            |              |          | <b>8,290.80</b>       |
| ACCOUNT NO.<br><b>Parkitects</b><br><b>4182 Cresta Avenue</b><br><b>Santa Barbara, CA 93110</b>   |   | <b>Lawsuit</b>   |            |              |          | <b>130,303.32</b>     |
| ACCOUNT NO.<br><b>Alan D. Wilner</b><br><b>847 N. Hollywood Way, Suite 201</b><br><b>Burbank, CA 91505-2826</b>   |   | <b>Assignee or other notification for:</b><br><b>Parkitects</b>                                    |            |              |          |                       |
| ACCOUNT NO. <b>1356</b><br><b>Paul, Hastings, Janofsky &amp; Walker LLP</b><br><b>515 South Flower Street, 25th Floor</b><br><b>Los Angeles, CA 90071</b> |   | <b>Legal fees</b>  |            |              |          | <b>5,660.00</b>       |

Sheet no. 2 of 4 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Nonpriority ClaimsSubtotal  
(Total of this page) \$ **647,996.20**(Use only on last page of the completed Schedule F. Report also on  
the Summary of Schedules, and if applicable, on the Statistical  
Summary of Certain Liabilities and Related Data.)  
Total  
\$



IN RE Rancho Malibu, LLC

Debtor(s)

Case No. 1:10-bk-18138-GM

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
**(Continuation Sheet)**

| CREDITOR'S NAME, MAILING ADDRESS<br>INCLUDING ZIP CODE, AND ACCOUNT NUMBER.<br>(See Instructions Above.)                               | CODEBTOR<br>HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | DATE CLAIM WAS INCURRED AND<br>CONSIDERATION FOR CLAIM. IF CLAIM IS<br>SUBJECT TO SETOFF, SO STATE | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT<br>OF<br>CLAIM |
|--|---|--|------------|--------------|----------|-----------------------|
| ACCOUNT NO. <b>1860</b><br><b>PCR Service Corporation</b><br><b>233 Wilshire Blvd., Suite 130</b><br><b>Santa Monica, CA 90401</b>     |   | <b>Trade debt</b>  |            |              |          | <b>8,028.34</b>       |
| ACCOUNT NO.<br><b>REB Malibu, Inc.</b><br><b>26880 Pacific Coast Highway</b><br><b>Malibu, CA 90265</b>                                |   | <b>Loan</b>  |            |              |          | <b>1,796,298.79</b>   |
| ACCOUNT NO.<br><b>Richard &amp; Liane Weintraub</b><br><b>P.O. Box 6528</b><br><b>Malibu, CA 90264</b>                                 |   | <b>Claim of insider</b>  |            |              |          | <b>3,666.73</b>       |
| ACCOUNT NO. <b>0801</b><br><b>Richard H. Penner</b><br><b>Cornell University</b><br><b>248 Statler Hall</b><br><b>Ithaca, NY 14853</b> |   | <b>Consulting fees</b>   |            |              |          | <b>4,000.00</b>       |
| ACCOUNT NO.<br><b>STO Design Group, Inc.</b><br><b>2500 Redhill Ave., Suite 205</b><br><b>Santa Ana, CA 92705</b>                      |   | <b>Fees</b>  |            |              |          | <b>43,440.00</b>      |
| ACCOUNT NO.<br><b>The Marshall Associates</b><br><b>Tribune Tower</b><br><b>409 13th St., Suite 1300</b><br><b>Oakland, CA 94612</b>   |   | <b>Professional Fees</b>   |            |              |          | <b>3,900.00</b>       |
| ACCOUNT NO.<br><b>Weber &amp; Baer</b><br><b>2029 Century Park East, Suite 1400</b><br><b>Los Angeles, CA 90067</b>                    |   | <b>Legal fees</b>  |            |              |          | <b>unknown</b>        |

Sheet no. 3 of 4 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Nonpriority ClaimsSubtotal  
(Total of this page) \$ **1,859,333.86**(Use only on last page of the completed Schedule F. Report also on  
the Summary of Schedules, and if applicable, on the Statistical  
Summary of Certain Liabilities and Related Data.)  
Total  
\$

IN RE Rancho Malibu, LLC

Debtor(s)

Case No. 1:10-bk-18138-GM

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS<br>INCLUDING ZIP CODE, AND ACCOUNT NUMBER.<br>(See Instructions Above.)        | CODEBTOR | HUSBAND, WIFE, JOINT,<br>OR COMMUNITY | DATE CLAIM WAS INCURRED AND<br>CONSIDERATION FOR CLAIM. IF CLAIM IS<br>SUBJECT TO SETOFF, SO STATE | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT<br>OF<br>CLAIM |
|---|----------|---------------------------------------|--|------------|--------------|----------|-----------------------|
| ACCOUNT NO.<br><br><b>Weintraub Financial Services, Inc.</b><br><b>P.O. Box 6528</b><br><b>Malibu, CA 90264</b> |          |                                       | <b>Professional Fees</b>   |            |              |          | <b>315,782.52</b>     |
| ACCOUNT NO.   |          |                                       |  |            |              |          |                       |
| ACCOUNT NO.   |          |                                       |  |            |              |          |                       |
| ACCOUNT NO.   |          |                                       |  |            |              |          |                       |
| ACCOUNT NO.   |          |                                       |  |            |              |          |                       |
| ACCOUNT NO.   |          |                                       |  |            |              |          |                       |
| ACCOUNT NO.   |          |                                       |  |            |              |          |                       |

Sheet no. 4 of 4 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal  
(Total of this page) \$ **315,782.52**

Total  
(Use only on last page of the completed Schedule F. Report also on  
the Summary of Schedules, and if applicable, on the Statistical  
Summary of Certain Liabilities and Related Data.) \$ **3,287,964.02**

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. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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

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

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

| NAME AND ADDRESS OF CODEBTOR  | NAME AND ADDRESS OF CREDITOR                      |
|---|---|
| Weintraub Financial Services, Inc.<br>P.O. Box 6528<br>Malibu, CA 90264 | Psomas<br>P.O. Box 51463<br>Los Angeles, CA 90051 |

IN RE Rancho Malibu, LLC

Debtor(s)

Case No. 1:10-bk-18138-GM

(If known)

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

**DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR**

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of \_\_\_\_\_ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: \_\_\_\_\_ Signature: \_\_\_\_\_ Debtor

Date: \_\_\_\_\_ Signature: \_\_\_\_\_ (Joint Debtor, if any)

[If joint case, both spouses must sign.]

**DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342 (b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer

Social Security No. (Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs the document.

Address

Signature of Bankruptcy Petition Preparer

Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provision of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the Manager (the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership) of the Rancho Malibu, LLC (corporation or partnership) named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 17 sheets (total shown on summary page plus b), and that they are true and correct to the best of my knowledge, information, and belief.

Date: July 20, 2010 Signature: \_\_\_\_\_

Richard Weintraub

(Print or type name of individual signing on behalf of debtor)

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

IN RE:

Case No. 1:10-bk-18138-GMRancho Malibu, LLCChapter 11

Debtor(s)

**STATEMENT OF FINANCIAL AFFAIRS**

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

**DEFINITIONS**

**"In business."** A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

**"Insider."** The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

**1. Income from employment or operation of business**

- None ☐ State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT SOURCE

**0.00 2008 income****0.00 2009 income****0.00 2010 YTD income****2. Income other than from employment or operation of business**

- None ☒ State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**3. Payments to creditors****Complete a. or b., as appropriate, and c.**

- None ☒ **a. Individual or joint debtor(s) with primarily consumer debts:** List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None ☐ b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850.\* If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

| NAME AND ADDRESS OF CREDITOR   | DATE OF PAYMENTS/TRANSFERS | AMOUNT PAID<br>OR VALUE OF<br>TRANSFERS | AMOUNT<br>STILL OWING |
|--|----------------------------|---|-----------------------|
| <b>Freedman &amp; Taitelman, LLP</b><br><b>1901 Avenue of the Stars, Suite 500</b><br><b>Los Angeles, CA 90067</b> | <b>May 24, 2010</b>        | <b>8,011.05</b>                         | <b>4,536.90</b>       |
| <b>Freedman &amp; Taitelman, LLP</b><br><b>1901 Avenue of the Stars, Suite 500</b><br><b>Los Angeles, CA 90067</b> | <b>June 14, 2010</b>       | <b>9,817.48</b>                         | <b>4,536.90</b>       |

None ☒ c. All debtors: List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

#### 4. Suits and administrative proceedings, executions, garnishments and attachments

None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| CAPTION OF SUIT<br>AND CASE NUMBER  | NATURE OF PROCEEDING      | COURT OR AGENCY<br>AND LOCATION                                      | STATUS OR<br>DISPOSITION                            |
|---|---------------------------|--|---|
| <b>Parkitects, Inc. v. Rancho Malibu, Collections case</b><br><b>LLC, et al.; Case No. SC106973</b>   |                           | <b>Los Angeles County Superior</b><br><b>Court, West District</b>    | <b>Judgment entered June</b><br><b>24, 2010</b>     |
| <b>BAMO, Incorporated v. Rancho</b><br><b>Malibu; Case No. SC104543</b>   | <b>Collections case</b>   | <b>Los Angeles County Superior</b><br><b>Court, West District</b>    | <b>Pending</b>                                      |
| <b>C.P. O'Halloran Asscoais, Inc. v. Breach of Contract</b><br><b>Weintraub Financial Services,</b><br><b>Inc., Rancho Malibu, LLC, et al.;</b><br><b>Case No. SC100790</b> |                           | <b>Los Angeles County Superior</b><br><b>Court, West District</b>    | <b>Judgment entered</b><br><b>December 14, 2009</b> |
| <b>Rowley International, Inc. v.</b><br><b>Rancho Malibu, LLC; Case No.</b><br><b>09V00047</b>  | <b>Collections case</b>   | <b>Los Angeles County Superior</b><br><b>Court, West District</b>    | <b>Pending</b>                                      |
| <b>Valleycrest Landscape</b><br><b>Development Inc. v. Rancho</b><br><b>Malibu, LLC; Case No. BC430755</b>  | <b>Breach of Contract</b> | <b>Los Angeles County Superior</b><br><b>Court, Central District</b> | <b>Pending</b>                                      |
| <b>HKS Architects, Inc. v. Richard E. Breach of Contract</b><br><b>Weintraub, et al.; Case No.</b><br><b>SC101649</b>   |                           | <b>Los Angeles County Superior</b><br><b>Court, West District</b>    | <b>Pending</b>                                      |

None ☒ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

#### 5. Repossessions, foreclosures and returns

None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

#### 6. Assignments and receiverships

None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and joint petition is not filed.)

None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

## 7. Gifts

None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

## 8. Losses

None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

## 9. Payments related to debt counseling or bankruptcy

None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

| NAME AND ADDRESS OF PAYEE   | DATE OF PAYMENT, NAME OF<br>PAYOR IF OTHER THAN DEBTOR | AMOUNT OF MONEY OR DESCRIPTION<br>AND VALUE OF PROPERTY |
|---|--|---|
| Weintraub & Selth, APC<br>12121 Wilshire Blvd., Suite 1300<br>Los Angeles, CA 90025 | July 6, 2010   | 50,000.00   |

## 10. Other transfers

None ☒ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None ☒ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

## 11. Closed financial accounts

None ☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

## 12. Safe deposit boxes

None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

## 13. Setoffs

None ☒ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

## 14. Property held for another person

None ☒ List all property owned by another person that the debtor holds or controls.

## 15. Prior address of debtor

None ☒ If debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.



## 16. Spouses and Former Spouses

- None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

## 17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

- None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.

- None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

- None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

## 18. Nature, location and name of business

- None ☐ a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

| NAME               | LAST FOUR DIGITS<br>OF SOCIAL-<br>SECURITY OR OTHER<br>INDIVIDUAL<br>TAXPAYER-I.D. NO.<br>(ITIN)/COMPLETE EIN | ADDRESS                           | NATURE OF<br>BUSINESS   | BEGINNING AND<br>ENDING DATES |
|--------------------|---|-----------------------------------|-------------------------|-------------------------------|
| Rancho Malibu, LLC | 55-0849075  | P.O. Box 6528<br>Malibu, CA 90265 | Property<br>development | 12/3/2001-<br>present         |

- None ☐ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

**19. Books, records and financial statements**

- None ☐ a. List all bookkeepers and accountants who within the **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS

**Michael D. Schwartz, CPA**  
**21031 Ventura Blvd., Suite 1110**  
**Woodland Hills, CA 91364**

DATES SERVICES RENDERED

**More than last two years**

**Weintraub Financial Services, Inc.**  
**P.O. Box 6528**  
**Malibu, CA 90264**

**More than last two years**

- None ☐ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME AND ADDRESS

**Michael D. Schwartz, CPA**  
**21031 Ventura Blvd., Suite 1110**  
**Woodland Hills, CA 91364**

DATES SERVICES RENDERED

**More than last two years**

**Prepared compilation financial statements for 2007 and 2008.**

- None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME AND ADDRESS

**Weintraub Financial Services, Inc.**  
**P.O. Box 6528**  
**Malibu, CA 90264**  
**Michael D. Schwartz, CPA**  
**21031 Ventura Blvd., Suite 1110**  
**Woodland Hills, CA 91364**

- None ☒ d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the **two years** immediately preceding the commencement of the case by the debtor.

**20. Inventories**

- None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

- None ☒ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

**21. Current Partners, Officers, Directors and Shareholders**

- None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

- None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

| NAME AND ADDRESS  | TITLE         | NATURE AND PERCENTAGE OF STOCK OWNERSHIP |
|---|---------------|--|
| <b>REB Malibu, Inc.</b><br><b>26880 Pacific Coast Highway</b><br><b>Malibu, CA 90265</b>                                      | <b>Member</b> | <b>46% Membership Interest</b>           |
| <b>Dimes, LLC</b><br><b>C/O David W. Meadows</b><br><b>1801 Century Park East, Suite 1250</b><br><b>Los Angeles, CA 90067</b> | <b>Member</b> | <b>46% Non Voting Interest</b>           |
| <b>Manhattan Partners, LLC</b><br><b>704 18th St.</b><br><b>Santa Monica, CA 90402</b>  | <b>Member</b> | <b>8% Membership Interest</b>            |

**22. Former partners, officers, directors and shareholders**

Note a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

Note b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

**23. Withdrawals from a partnership or distributions by a corporation**

Note If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

**24. Tax Consolidation Group**

Note If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within six years immediately preceding the commencement of the case.

**25. Pension Funds.**

Note If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within six years immediately preceding the commencement of the case.

*[If completed on behalf of a partnership or corporation]*

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information, and belief.

Date: July 20, 2010

Signature: \_\_\_\_\_

Richard Weintraub, Manager

Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

0 continuation pages attached

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. § 152 and 3571.

IN RE:

Case No. 1:10-bk-18138-GM

Rancho Malibu, LLC

Chapter 11

Debtor(s)

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept ..... \$ Per Sect. 327

Prior to the filing of this statement I have received ..... \$ 50,000.00

Balance Due ..... \$ \_\_\_\_\_

2. The source of the compensation paid to me was: ☒ Debtor ☐ Other (specify):
3. The source of compensation to be paid to me is: ☒ Debtor ☐ Other (specify):
4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
- ☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.
5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
  - b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
  - c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
  - d. ~~Representation of the debtor in adversary proceedings and other contested bankruptcy matters;~~
  - e. [Other provisions as needed]

**Per retainer agreement**

6. By agreement with the debtor(s), the above disclosed fee does not include the following services:

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

July 20, 2010

Date

  
James R. Selth 123420  
Weintraub & Selth, APC  
12121 Wilshire Blvd., Ste. 1300  
Los Angeles, CA 90025  
(310) 207-1494 Fax: (310) 442-0660

|  |  |
|--|--|
| Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number<br>Daniel J. Weintraub - Bar #132111<br>James R. Selth - Bar #123420<br>WEINTRAUB & SELTH, APC<br>12121 Wilshire Blvd., Suite 1300<br>Los Angeles, CA 90025<br>Ph: (310) 207-1494<br>Fax: (310) 442-0660<br><br><input checked="" type="checkbox"/> Attorney for: Debtor, RANCHO MALIBU, LLC | FOR COURT USE ONLY                                     |
| UNITED STATES BANKRUPTCY COURT<br>CENTRAL DISTRICT OF CALIFORNIA   |  |
| In re: RANCHO MALIBU, LLC<br><br><div style="text-align: right;">Debtor(s),<br/><br/>Plaintiff(s),<br/><br/>Defendant(s).</div>  | CASE NO.: 1:10-bk-18138-GM<br>ADV. NO.:<br>CHAPTER: 11 |

**Corporate Ownership Statement Pursuant to  
F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5**

*Pursuant to F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.*

I, Richard Weintraub, the undersigned in the above-captioned case, hereby declare  
(Print Name of Attorney or Declarant)  
under penalty of perjury under the laws of the United States of America that the following is true and correct:

**[Check the appropriate boxes and, if applicable, provide the required information.]**

1. I have personal knowledge of the matters set forth in this Statement because:
- ☒ I am the president or other officer or an authorized agent of the debtor ~~corporation~~ limited liability company
- ☐ I am a party to an adversary proceeding
- ☐ I am a party to a contested matter
- ☐ I am the attorney for the debtor corporation
2. a. ☒ The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:  
[For additional names, attach an addendum to this form.]
- 1) REB Malibu, Inc.
- 2) Dimes, LLC
- b. ☐ There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

Signature of Attorney or Declarant Richard Weintraub Date July 20, 2010

Richard Weintraub  
Printed Name of Attorney or Declarant

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

April 2007

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