

CSD 1001A [11/15/04]

Name, Address, Telephone No. &amp; I.D. No.

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A Limited Liability Partnership

Including Professional Corporations

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Order Entered on  
November 25, 2013  
by Clerk U.S. Bankruptcy Court  
Southern District of California

## UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF CALIFORNIA

325 West "F" Street, San Diego, California 92101-6991

In Re.

VAIL LAKE RANCHO CALIFORNIA, LLC, a California limited liability company; VAIL LAKE USA, LLC, a California limited liability company; VAIL LAKE VILLAGE & RESORT, LLC, a California limited liability company; VAIL LAKE GROVES, LLC, a California limited liability company; AGUA TIBIA RANCH, LLC, a Delaware limited liability company; OUTDOOR RECREATIONAL MANAGEMENT, LLC, a California limited liability company,

Debtors.

BANKRUPTCY NO. 12-16684-LA11

Jointly Administered with

Case No. 13-05927-LA11

Case No. 13-05930-LA11

Case No. 13-05931-LA11

Case No. 13-05932-LA11

Case No. 13-05944-LA11

Date of Hearing: N/A

Time of Hearing: N/A

Name of Judge: Hon. Louise DeCarl Adler

## AMENDED ORDER APPROVING STIPULATION FOR INTERIM USE OF CASH COLLATERAL AND GRANT OF ADEQUATE PROTECTION

IT IS ORDERED THAT the relief sought as set forth on the continuation pages attached and numbered two (2) through 2 with exhibits, if any, for a total of 1 page, is granted. Motion/Application Docket Entry No. 378.

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DATED:

November 25, 2013

Signature by the attorney constitutes a certification under Fed. R. of Bankr. P. 9011 that the relief in the order is the relief granted by the court.



Judge, United States Bankruptcy Court

Submitted by:

SHEPPARD, MULLIN, RICHTER &amp; HAMPTON LLP

(Firm name)

By: /s/J. Barrett Marum

Attorney for ☒ Movant ☐ Respondent

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AMENDED ORDER APPROVING STIPULATION FOR INTERIM USE OF CASH COLLATERAL AND GRANT OF ADEQUATE PROTECTION

DEBTOR: Vail Lake Rancho California, LLC, et al.

CASE NO: 12-16684-LA11

**WHEREAS**, having considered the Stipulation for Interim Use of Cash Collateral and Grant of Adequate Protection [Dkt. No. 378] (the "Stipulation"; capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Stipulation) by and between creditor Cambridge Financial of California LLC, a California limited liability company ("Cambridge"), by and through its attorneys of record, Frandzel Robins Bloom & Csato, L.C., on the one hand, and debtors Vail Lake Rancho California, LLC, a California limited liability company ("VLRC"); Vail Lake USA, LLC, a California limited liability company ("VLUSA"); Vail Lake Village & Resort, LLC, a California limited liability company ("VLVR"); Agua Tibia Ranch, LLC, a Delaware limited liability company ("ATR"); and Outdoor Recreational Management, LLC, a California limited liability company ("ORM," and collectively with VLRC, VLUSA, VLVR and ATR, the "Debtors"), by and through their attorneys of record Sheppard, Mullin, Richter & Hampton LLP, on the other hand;

**WHEREAS**, the Stipulation having been filed on October 24, 2013, with notice thereof provided on October 25, 2013 pursuant to the Notice of (i) Filing Stipulation for Interim Use of Cash Collateral and Grant of Adequate Protection and (ii) Opportunity for Hearing [Dkt. No. 379] (the "Notice"), to which a copy of the Stipulation was attached, proof of service of which on the entities entitled to receive notice has been sufficiently provided by that certain Amended Proof of Service [Dkt. No. 392] and that certain Declaration of J. Barrett Marum Re Service of Stipulation for Interim Use of Cash Collateral and Grant of Adequate Protection [Dkt. No. 393], both of which were filed on November 21, 2013;

**WHEREAS**, no pleadings in opposition to the Stipulation having been timely filed or received by counsel for Cambridge or the Debtors in accordance with the Notice;

**WHEREAS**, it appearing that the Stipulation, which permits the Debtors to use the Cash Collateral in accordance with the terms outlined in the Stipulation, is fair, reasonable and in the best interests of the Debtors, the Debtors' creditors, and other parties in interest;

**THEREFORE**, it is hereby ordered that the Stipulation is approved in its entirety and the Debtors are authorized to operate in accordance with the Stipulation and the Budget attached to the Stipulation as Exhibit 1.