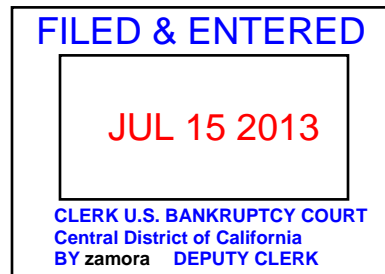


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6 Attorneys for Rancho Housing Alliance, Inc., Debtor
7 and Debtor in Possession

8 **UNITED STATES BANKRUPTCY COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA – RIVERSIDE DIVISION**

10 In re:
11 RANCHO HOUSING ALLIANCE, INC.,
12 Debtor and Debtor-in-
13 Possession.

Case No. 6:11-bk-27519-SC

Chapter 11

**ORDER CONFIRMING DEBTOR'S
FOURTH AMENDED CHAPTER 11 PLAN
OF REORGANIZATION**

Hearing Information:

Date: June 4, 2013
Time: 1:30 p.m.
Crm: Video Hearing Room 126
3420 Twelfth Street
Riverside, California 92501

5C – Fifth Floor
411 West Fourth Street
Santa Ana, California 92701

22 At the above referenced time and place, the Court held a hearing on confirmation of that
23 certain *Fourth Amended Chapter 11 Plan of Reorganization* (the "Plan") proposed by Rancho
24 Housing Alliance, Inc. (the "Debtor") dated March 15, 2013 (docket no. 152). Michael B.
25 Reynolds of Snell & Wilmer L.L.P. appeared on behalf of the Debtor. All other appearances
26 were entered on the record.

27 Having considered the Plan and related pleadings, that certain *Fourth Amended*
28 *Disclosure Statement in Support of Debtor's Chapter 11 Plan* (the "Disclosure Statement") filed

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(714) 427-7000

1 March 15, 2013 (docket no. 151), all pleadings and papers on file in this case, the evidence and
2 argument submitted by the parties in connection with the Plan, as well as the statements of
3 counsel at the confirmation hearing, and good cause appearing therefor,

4
5 **IT IS ORDERED:**

6 1. The Plan, a true and correct copy of which is attached hereto as Exhibit “A,” is
7 CONFIRMED, subject to the revisions set forth below. The Plan and the revisions set forth
8 below are hereby incorporated into the within *Order Confirming the Debtor’s Fourth Amended*
9 *Chapter 11 Plan of Reorganization* (the “Confirmation Order”) as though set forth in full.

10 2. All terms referenced in the Plan that are not defined in the Plan shall have those
11 meanings attributed to them in the Disclosure Statement.

12 3. The Plan shall be binding on the Debtor, all of the Debtor’s creditors, all holders of
13 equity interests in the Debtor and any other party holding a claim against or interest in the Debtor,
14 whether or not such parties have accepted, or are impaired under, the Plan.

15 4. Except as set forth in the Plan, all property of the Debtor’s bankruptcy estate is
16 hereby discharged from and is free and clear of all liens, encumbrances, claims and interests of
17 creditors and equity interest holders that existed on the date of this Confirmation Order that were
18 not preserved by the Plan.

19 5. Except as set forth in the Plan, the Debtor is discharged from any debt arising prior
20 to the entry of this Confirmation Order and any debt of a kind specified in Bankruptcy Code
21 Sections 502(g), 502(h) and 502(i).

22 6. The Debtor is authorized to implement the Plan.

23 7. As the result of the confirmation of the Plan, the Debtor is now a “reorganized
24 debtor” and will be referred to as the “Reorganized Debtor” in any and all further filings with the
25 Court.

26 8. Unless and until the above captioned bankruptcy case is closed, the Court shall
27 retain jurisdiction with respect to any matter arising within or related to this chapter 11 case,
28 including but not limited to:

- 1 a. Determination of any claim objection(s) filed by the Reorganized Debtor or
- 2 any other party in interest;
- 3 b. Resolution of claims belonging to the Debtor, including those claims by the
- 4 Debtor which may result in the commencement of adversary proceedings;
- 5 c. Determinations of requests for payment of claims entitled to priority under
- 6 Section 507(a)(2);
- 7 d. Resolution of any disputes requiring the interpretation of the Plan;
- 8 e. Implementation or modification of the provisions of the Plan and entry of
- 9 orders in aid of consummation of the Plan; and
- 10 f. Entry of a final decree and an order closing this case.

11 9. The Plan is hereby modified as follows:

- 12 a. The treatment of the County's administrative tax claim will be revised to
- 13 state as follows:

14 The County of Riverside has an administrative claim for unpaid real
15 property taxes in the approximate amount of \$10,479.96 for the fiscal tax year
16 2012-2013 ending June 30, 2013. This amount will be paid on the Effective Date
in cash, along with all applicable costs, fees, charges and interest pursuant to 11
U.S.C. §§ 506(b) and 511.

17 The County of Riverside also has a tax claim for the fiscal tax year 2013-
18 2014 in the approximate amount of \$9,971.46. This amount shall be paid timely in
the normal, ordinary course of business, along with all applicable costs, fees,
19 charges and interest pursuant to 11 U.S.C. §§ 506(b) and 511.

20 If the Debtor fails to cure an Event of Default as to tax payments within ten
21 (10) days after service of written notice of default, then the County may enforce
the entire amount of its claim, plus all penalties and interest accrued under state
law, against the Debtor in accordance with applicable state law remedies.

- 22
- 23 b. The reference to the County's priority tax claim shall be deleted.
- 24 c. The treatment of the County's Secured Class "C" claim will be revised to
- 25 state as follows:

26 The amount of this claim has been determined to be \$26,825.40. The
27 secured claimant shall retain its lien until the secured tax is paid in full, with all
applicable costs, fees, charges and interest pursuant to 11 U.S.C. §§ 506(b) and
28 511. These claims will receive equal, monthly deferred cash payments in the

1 amount of \$812.89, commencing on the Effective Date, through May 27, 2016. A
2 failure by the Debtor to make a payment to the County when required hereunder
3 shall be an Event of Default. If the Debtor fails to cure an Event of Default as to
4 tax payments within ten (10) days after service of written notice of default, then
5 the County may enforce the entire amount of its claim, plus all penalties and
6 interest accrued under state law, against the Debtor in accordance with applicable
7 state law remedies.

8 d. The Court's order of June 5, 2013 (docket no. 174), granting that certain
9 *Motion to Determine Claims of Riverside County Tax Collector for Distribution Purposes*
10 is incorporated herein as though set forth in full.

11 e. The description of classes 3a, 3b and 3c will be revised as follows:

12 The name of the creditor shall be changed to "First Foundation Bank, as
13 successor-in-interest to Desert Commercial Bank."

14 Class 3a treatment shall be changed to state "This loan is not in default and
15 has not matured. The loan will be assumed pursuant to its terms."

16 Class 3a shall be listed as unimpaired rather than impaired.

17 f. The description of Class 7b shall be revised to provide that Class 7b is
18 unimpaired rather than impaired.

19 g. The treatment of Snell & Wilmer L.L.P.'s administrative expense claim
20 shall be as follows:

21 Commencing on the Effective Date of the Plan, the Debtor shall make
22 payments of \$1,000 per week to Snell & Wilmer L.L.P. until Snell & Wilmer
23 L.L.P.'s allowed claim is paid in full. In addition, Snell & Wilmer L.L.P. shall
24 have a senior, first-priority lien against those properties listed in Exhibits B-6.b.
25 and B-6.c. of the Disclosure Statement, which the Debtor will liquidate to the
26 extent necessary to pay the firm in full.

27 The modification(s) set forth in paragraph 9, above, shall be incorporated into the Plan as
28 though fully set forth originally therein.

10. The Reorganized Debtor must appear at the post-confirmation status conference to
be held on October 15, 2013, at 1:30 p.m. in the above-referenced court. Pursuant to Local
Bankruptcy Rule 3020-1(b), the Reorganized Debtor shall file a status report explaining what
progress has been made toward consummation of the confirmed plan of reorganization no later
than October 1, 2013. The post-confirmation status report shall be served on the United States

1 Trustee, the 20 largest unsecured creditors, and those parties who have requested special notice.
2 Further reports shall be filed every 180 days thereafter and served on the same entities, unless
3 otherwise ordered by the court.

4 ###

Snell & Wilmer
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24 Date: July 15, 2013


Scott C. Clarkson
United States Bankruptcy Judge

NOTICE OF ENTERED ORDER AND SERVICE LIST

Notice is given by the court that a judgment or order entitled (*specify*): **Order Confirming Debtor's Fourth Amended Chapter 11 Plan of Reorganization** was entered on the date indicated as "Entered" on the first page of this judgment or order and will be served in the manner stated below:

1. SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF) Pursuant to controlling General Orders and LBRs, the foregoing document was served on the following persons by the court via NEF and hyperlink to the judgment or order. As of (*date*) July 12, 2013, the following persons are currently on the Electronic Mail Notice List for this bankruptcy case or adversary proceeding to receive NEF transmission at the email addresses stated below.

- Franklin C Adams franklin.adams@bbklaw.com,
arthur.johnston@bbklaw.com;lisa.spencer@bbklaw.com;bknotices@bbklaw.com
- Donald H Cram dhc@severson.com
- Christopher V Hawkins Hawkins@shlaw.com,
iriarte@sullivanhill.com;stein@sullivanhill.com;vidovich@sullivanhill.com
- Brett Ramsaur bramsaur@swlaw.com, kcollins@swlaw.com
- Michael B Reynolds mreynolds@swlaw.com, kcollins@swlaw.com
- Martha E Romero Romero@mromerolawfirm.com
- Jason K Schrader jason.K.Schrader@usdoj.gov
- United States Trustee (RS) ustpregion16.rs.ecf@usdoj.gov
- Joseph M Welch jwelch@buchalter.com,
dcyrankowski@buchalter.com;docket@buchalter.com;bkgroup@buchalter.com

Service information continued on attached page

2. SERVED BY THE COURT VIA UNITED STATES MAIL: A copy of this notice and a true copy of this judgment or order was sent by United States mail, first class, postage prepaid, to the following persons and/or entities at the addresses indicated below:

Rancho Housing Alliance, Inc.
53-990 Enterprise
Coachella, CA 92236

Service information continued on attached page

3. TO BE SERVED BY THE LODGING PARTY: Within 72 hours after receipt of a copy of this judgment or order which bears an **Entered** stamp, the party lodging the judgment or order will serve a complete copy bearing an **Entered** stamp by United States mail, overnight mail, facsimile transmission or email and file a proof of service of the entered order on the following persons and/or entities at the addresses, facsimile transmission numbers, and/or email addresses stated below:

Service information continued on attached page