

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address  James C. Bastian, Jr. – Bar No. 175415 Melissa Davis Lowe – Bar No. 245521 SHULMAN HODGES & BASTIAN LLP 8105 Irvine Center Drive, Suite 600 Irvine, California 92618 Telephone: (949) 340-3400 Facsimile: (949) 340-3000 Email: jbastian@shbllp.com; mlowe@shbllp.com  <input type="checkbox"/> Individual appearing without attorney <input checked="" type="checkbox"/> Attorney for: Debtors and Debtors in Possession	FOR COURT USE ONLY
---	--------------------

<b>UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - RIVERSIDE DIVISION</b>	
In re: ASR CONSTRUCTORS, INC., a California corporation,  _____ ANOTHER MERIDIAN COMPANY, LLC, a California limited liability company,  _____ INLAND MACHINERY, INC., a ***Jointly Administered Debtor(s).	CASE NO.: 6:13-bk-25794-MH CHAPTER: 11  <b>NOTICE OF SALE OF ESTATE PROPERTY</b>

<b>Sale Date:</b> 10/02/2014	<b>Time:</b> to be determined
<b>Location:</b> City of Perris, CA - See Attached	

**Type of Sale:** ☒ Public ☐ Private **Last date to file objections:** 08/26/2014

**Description of property to be sold:** Machinery and equipment including: The items to be sold include trucks, a tractor, a forklift, skid loader, trencher, utility tractor, boom lift and possible pallets of materials

**Terms and conditions of sale:** Free and clear of certain liens pursuant to Bankruptcy Code §§ 363(b)(1) and (f) See attached.

**Proposed sale price:** Highest bidder

\*\*\* Affects: Inland Machinery, Inc.

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

**Overbid procedure (if any):** Public auction sale to the highest bidder - see attached.

---

---

**If property is to be sold free and clear of liens or other interests, list date, time and location of hearing:**

9/9/2014 at 2:00 p.m.

Courtroom 303

U.S. Bankruptcy Court

3420 Twelfth Street

Riverside, CA 92501

---

**Contact person for potential bidders (include name, address, telephone, fax and/or email address):**

James C. Bastian, Jr. Esq. and Melissa Davis, Esq.

Shulman Hodges & Bastian LLP

8105 Irvine Center Drive, Suite 600

Irvine, CA 92618

Tel: (949) 340-3400

Fax: (949) 340-3000

Email: jbastian@shbllp.com; mlowe@shbllp.com

---

Date: 09/19/2014

**In re ASR Constructors, Inc.**

**In re Another Meridian Company, LLC**

**In re Inland Machinery, Inc.**

**Jointly Administered Under Case No. 6:13-bk-25794-MH**

**Attachment to Notice of Sale of Estate Property:**

**I. INTRODUCTION**

Inland Machinery, Inc. (“Inland”), one of three affiliated companies which include ASR Constructors, Inc. a California corporation (“ASR”) and Another Meridian Company, LLC, a California limited liability company (“Meridian”), each a debtor and debtor in possession (collectively the “Debtors”), brings its Motion for an Order Authorizing the Debtor to: (1) Conduct an Auction Sale of Assets of the Estate (Machinery and Equipment) Free and Clear of Liens Pursuant to Bankruptcy Code Section 363(b) and (f); (2) Employ Auctioneer and Pay Compensation to the Auctioneer; and (3) Granting Related Relief (“Auction Motion”). In support thereof, Inland respectfully represents as follows:

By the Auction Motion, Inland respectfully requests that the Court enter an order:

- Authorizing Inland to conduct a public auction sale to the highest bidder(s) of certain assets generally described as rental machinery and equipment (collectively the “Assets”) no longer needed in the operation of the Inland’s machinery and equipment rental business. A list of the Assets to be sold at auction is set forth below.<sup>1</sup> The auction sale shall be conducted free and clear of any and all liens, encumbrances, claims and/or interests (collectively, the “Liens and Encumbrances”) impacting the Assets, with all such Liens and Encumbrances upon the sold Assets to be unconditionally released, discharged and terminated, and with any Liens and Encumbrances not resolved or satisfied through the sale to attach only to the proceeds of the transaction with the same priority, validity, force and effect as they existed with respect to the sold Assets before the closing of the auction sale pending further Court order or agreement with the parties. **The proposed auction sale is scheduled for October 2, 2014 (time to be**

---

<sup>1</sup> The Assets to be sold do not include all of Inland’s machinery and equipment as some of it is still being utilized by ASR in the completion of pending projects. Once pending ASR projects are completed, subject to further motion and Court order at a later date, Inland intends to sell its remaining machinery and equipment not included in the current auction sale.

1 **determined) at the business premises of Ritchie Bros. Auctioneers (America) Inc.**  
2 **(“Auctioneer”) in Perris, California.** Inland is advised that its largest secured lienholders,  
3 Federal Insurance Company (“Federal”) and Berkley Regional Insurance Company (“Berkley”),  
4 have no objection to the proposed auction sale, but this will be confirmed prior to the hearing.

5 • Approving and authorizing Inland to enter into an Auction Contract for the  
6 employment of Auctioneer to coordinate the auction sale and authorizing payment of the  
7 Auctioneer’s compensation that includes the principal terms described below. The Auctioneer  
8 and the Debtor are currently preparing the Auction Contract, which will be filed with the Court  
9 prior to the hearing on this Motion.

10 • Inland does not believe that any of the Assets to be sold are subject to lease  
11 interests. However, out of an abundance of caution, in the event that it is determined that any of  
12 the Assets to be sold are subject to lease interests, provided that there is equity for the Estate and  
13 the lessor consents to the sale, authorizing Inland to sell such leased item(s) free and clear of the  
14 leasehold interest(s).

15 • With respect to any Assets sold that are subject to secured or other interests,  
16 authorizing Inland to reserve any and all rights the Estate may have under Bankruptcy Code  
17 Section 506(c) to surcharge the collateral of any lienholders for the costs the Estate may have  
18 incurred in the maintenance of the collateral as well as with the preservation and liquidation of  
19 such collateral.

20 • Directing that the fourteen day stay of the order approving the Auction Motion as  
21 provided by Federal Rules of Bankruptcy Procedure 6004(h) and 6006(d), or any other  
22 applicable rules, shall not apply and that absent judicial imposition of a stay of the Court order  
23 approving the Auction Motion pending appeal, Inland may immediately consummate the actions  
24 that are approved by such Court order.

25 • Authorizing Inland to use the proceeds of the auction sale to make Court  
26 approved disbursements to the proposed Auctioneer pursuant to the terms of the Auction  
27 Contract.

• For such other and further relief as the Court deems just and proper under the circumstances of this case.

Before payment of the Auctioneer's fees and expenses, the gross proceeds of the auction sale are estimated to be between \$243,000 to \$248,000 based on the values of the Assets set forth below. After payment of the Auctioneer's fees and expenses, the net auction proceeds will be held by Inland in a segregated account subject to the liens and cash collateral agreements with Federal and Berkley or further order of the Court. Concurrent with the filing of this Motion, the Debtors are filing a motion to surcharge the collateral of Federal to cover the costs and expenses incurred by the Debtors to preserve the sold assets.

Finally, approval of the auction sale must be resolved as quickly as possible so that the Inland may coordinate the auction sale and afford time for the proposed Auctioneer to commence advertising of the sale.

## II. RELEVANT FACTS

### A. Commencement of the Debtors' Bankruptcy Cases

ASR filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code on September 20, 2013, Case No. 6:13-bk-25794-MH.

Meridian and Inland each filed their voluntary petitions for relief under Chapter 11 of the Bankruptcy Code on October 23, 2013. Meridian is Case No. 6:13-bk-27529-MH; and Inland is Case No. 6:13-bk-27532-MH.

The Debtors are each continuing in possession of their property, and operating and managing their respective business, as debtors in possession pursuant to Bankruptcy Code Sections 1107 and 1108.

Pursuant to Court order entered on November 1, 2013, the Debtors' Chapter 11 cases are being jointly administered under the case number of ASR.

### B. Debtors' Background

#### 1. ASR Constructors, Inc.

ASR was incorporated in May 1999 and is a general contractor serving the Inland Empire on mainly public works projects. Alan Regotti is ASR's President and Chief Executive Officer.

1 Since its incorporation, ASR has completed over 850 public works projects, with clients such as  
2 cities, school districts, and state and federal governments. Just as a few examples, ASR was the  
3 general contractor on projects including the Riverside Community College Athletic Complex, the  
4 Repplier Aquatic Park in Banning, the Larry D. Smith Correctional Facility, and the Multi-  
5 purpose Buildings at Cabrillo, Citrus, Foothill Knolls, Magnolia, Sycamore and Valencia  
6 Elementary Schools. At its peak, ASR had over 565 employees and annual revenues of over  
7 \$150 million.

8 Due to the dramatic slowdown in the economy throughout the United States that started  
9 in December of 2007 and that continues to this day, ASR suffered significant cash flow problems  
10 beginning around 2011. As a result, ASR was unable to meet all of its obligations and was  
11 suffering financing problems.

12 All of ASR's projects are bonded by either Berkley or Federal. Pursuant to General  
13 Agreements of Indemnity, Berkley and Federal have subrogation and indemnity rights against  
14 the assets of the Debtors. Pursuant to the terms of the Indemnity Agreement and performance  
15 and payment bonds executed by Federal and Berkley, Federal and Berkley have general rights of  
16 subrogation and the Debtors agreed to indemnify Federal and Berkley from any losses they may  
17 incur as a result of the bonds issued on behalf of ASR. In addition, in the event of default by  
18 ASR, ASR would assign, and Federal or Berkley as the case may be would be authorized to take  
19 possession of, all of ASR's projects and contracts to ensure the projects are completed and to  
20 take possession of all of ASR's assets as necessary to complete such projects.

21 In March 2013, ASR advised its bonding companies, Federal and Berkley, that it was  
22 unable to meet its obligations on bonded projects and its obligations to the sureties under their  
23 respective indemnity agreements and surety bonds. Because ASR was unable to complete the  
24 work and perform obligations with respect to both payment and performance on the bonded  
25 projects, ASR requested the sureties to take such steps necessary or appropriate to perform their  
26 obligations as sureties with respect to the bonded projects in order to mitigate losses and  
27 expenses. Following this voluntary notice of default, Federal and Berkley took over  
28 management of the ASR's projects and ASR executed assignments of its receivables to the

1 sureties. Federal and Berkley have also been provided with blanket liens on ASR's accounts  
2 receivables and construction projects as follows:

3 • Federal in the amount of \$1,770,817.66: UCC-1 Filing UCC-1 Filing No. 12-  
4 7339143518 filed 11/28/12; Amendment No. 13-73536425 filed 3/22/13; Amendment No. 13-  
5 73522998 filed 3/15/13; Amendment No. 13-73517704 filed 3/11/13 and Amendment No. 13-  
6 73513989 filed 3/6/13

7 • Berkley in the amount of \$129,000.00: UCC-1 Filing No. 13-7366919227 filed  
8 6/26/2013.

9 Federal has taken over ASR's construction projects it has bonded but has requested  
10 ASR's assistance with respect to various administrative matters related to same. Further, there  
11 are two remaining open projects where Berkley is the surety and ASR is providing construction  
12 and administrative services, specifically at Adelanto United School District and the Barstow  
13 Community College District - Wellness Center ("Projects") which are each approximately 80%  
14 complete. ASR expects that it will complete the Projects by no later than February 2015.

15 2. Another Meridian Company, LLC

16 Meridian is in the business of real estate and owns the following real properties:

17 • Wilson Street Property, consisting of a light industrial building located at: 5230  
18 Wilson Street, Jurupa Valley, California which was sold pursuant to an order entered on January  
19 16, 2014. Upon closing of the sale, the first and second priority liens of Zions Bank and Wells  
20 Fargo Bank were paid in full and the remaining proceeds of approximately \$1,890,000 are being  
21 held by Meridian in a segregated account to which Federal's third priority lien and Berkley's  
22 fourth priority lien attach.

23 • Phelan Property: Single family residence located at 3758 Kreuer Rd, Phelan, CA  
24 92371. The Court approved the sale of the Phelan Property at a hearing held on July 29, 2014.  
25 Upon closing of the sale, the estimated net proceeds of \$51,000 will be held by the Debtor in a  
26 segregated account to which Federal's cross-collateralized lien will attach. The Phelan Property  
27 is encumbered only by Federal's first priority cross-collateralized lien.  
28

• Two parcels of vacant land located in the city of Perris, County of Riverside, CA: Parcel Nos.: 317-270-001 (10.09 acres) and 317-270-012 (9.66 acres) with a value of approximately \$470,000. This property is subject to the cross-collateralized lien in favor of Federal.

• Two parcels of vacant land located in the city of San Bernardino, County of San Bernardino, CA: Parcel Nos.: 0142-042-01 (1.889 acres) and 0269-271-17 (1.3 acres) with a value of \$240,000. This property is subject to the cross-collateralized lien in favor of Federal.

The Federal and Berkley liens (consisting of deeds of trust and UCC-1 filings) impacting Meridian's assets were provided as part of agreements with Federal and Berkley to provide funding for completion of ASR projects, to secure obligations owed to Federal and Berkley under indemnity agreements signed by Meridian and otherwise and to forbear from enforcement of remedies available for default..

3. Inland Machinery, Inc.

Inland is in the business of machinery and equipment rental. ASR rents machinery and equipment from Inland as necessary for its various construction projects.

Prior to the commencement of its bankruptcy case, on October 16, 2013, Inland had Auctioneer conduct an auction sale of Inland's machinery and equipment. The net sale proceeds after payment of costs and the auctioneer's commission were approximately \$326,000. During this case, with Court approval, with the assistance of Auctioneer, Inland conducted another auction sale in March, 2014 which generated net proceeds of approximately \$320,000 which are being held by Inland in a segregated account.

Inland's remaining machinery and equipment is believed to be worth approximately \$400,000, some of which will be included in the auction sale that is the subject of this Motion.

Inland's net auction proceeds and remaining machinery equipment are subject to the cross-collateralized liens of Federal and Berkley. The Federal and Berkley liens impacting Inland's assets were provided as part of agreements with Federal and Berkley to provide funding for completion of ASR projects, to secure obligations owed to Federal and Berkley under



indemnity agreements signed by Inland and otherwise and to forbear from enforcement of remedies available for default.

**C. Events Leading to the Chapter 11 Filings**

As set forth above, with the downturn in the economy, ASR suffered crippling cash flow problems. ASR has also incurred significant legal fees and expenses related to the defense of multiple collection lawsuits that have been filed against ASR, a few of which Meridian and Inland have been named as co-defendants. However, one of the principal factors for the filing of the bankruptcy cases was a \$6,655,486.47 judgment being asserted against ASR's contractors' license by Gotte. Specifically, ASR received a notice from the Board advising that the ASR was required to submit to the Board by September 22, 2013 either (1) proof that the \$6,655,486.47 judgment in favor of Gotte had been paid, or (2) proof of ASR's bankruptcy filing. In addition, following entry of the judgment against ASR, Gotte filed a second lawsuit that was commenced in the Riverside Superior Court, styled Gotte Electric, Inc. v. ASR Constructors, Inc., Federal Insurance Company, Another Meridian, LLC and Inland Machinery, Inc., Case No. RIC 1310089 ("Gotte State Court Action") seeking recovery of alleged fraudulent transfers.<sup>2</sup>

As ASR did not have the funds to pay the disputed judgment and the second Gotte State Court Action was impacting each of the Debtors, it was determined that the best way to maximize everyone's recovery was for the Debtors to file their respective bankruptcy cases so that (1) ASR could move forward with the completion of pending jobs, (2) Meridian and Inland could move forward to conduct orderly sales of their respective assets, and (3) each of the companies could wind down their affairs in an orderly fashion..

**D. The Marketing of Inland's Assets**

Inland has been investigating alternatives for maximizing the value of its assets for the benefit of all of its creditors and other parties in interest.

Inland has contacted or has been contacted by parties who have expressed an interest in the purchase of Inland's assets. Several interested parties have met with Inland's management

---

<sup>2</sup> ASR has removed the Gotte State Court Action to the Bankruptcy Court. The Debtors intend to explore settlement of the Gotte State Court Action.

and/or performed due diligence. Inland received approximately six (6) offers from such parties. Inland received offers from these parties to either buy the assets outright or to conduct an auction but most offered only bids that were too low or subject to significant contingencies. The outright offers were much lower than the projected auction sale proceeds. When Inland considered all offers from parties to conduct an auction, Inland chose the Auctioneer because Inland is comfortable with the Auctioneer in that the Auctioneer has conducted successful auctions for Inland in the past and Auctioneer's proposal for compensation is competitive. As such, in light of the current economic environment, Inland's financial condition and the fact that Inland is no longer using the Assets to be sold, Inland believes the only option available is the orderly auction sale of the Assets of related to its equipment and machinery rental business.

As such, it appears that an auction sale of the Assets is the best way to maximize value for creditors and will be more beneficial to the Estate as compared to attempting to sell each item on a piecemeal basis.

**E. The Proposed Auction Sale of Inland's Assets**

The Assets which are the subject of the Auction Motion are generally described as equipment and machinery used in Inland's rental business and. A complete list of the items to be included in the auction is as follows:

<u>ASR #</u>	<u>Year/ Make</u>	<u>Model</u>	<u>VIN</u>	<u>Lic Plate</u>	<u>Estimated Value</u>
1019	2003 Western Star	Tractor	5KJJALAV03PL84695	9B98090	\$30,000
1054	2001 Isuzu	Box truck	JALC4B14317008552	30396A1	\$12,000
1080	2005 Ford	FB Dump truck- F650	3FRNF65N45V170035	50158C1	\$9,000
1086	2006 Ford	Crew cab - flat bed	IFDXW46P76ED72757	8D72800	\$7,000
1095	2008 Ford	Crew cab – F150	IFTPW14598FA93635	8R50328	\$15,000

<u>ASR #</u>	<u>Year/ Make</u>	<u>Model</u>	<u>VIN</u>	<u>Lic Plate</u>	<u>Estimated Value</u>
1113	2006 Ford	F550 XL	IFDAF57P65EB78990	8T45510	\$7,000
1119	20006 Ranco	Bottom dump trailer	IR9BSC5O56L008384	4KC4131	\$18,000
1120	2006 Ranco	Bottom dump trailer	IR9BSC5086L008380	4JN4359	\$18,000
1125	2006 Reed	Concrete Pump	30612525	905433V	\$9,000
3025	2000 JLG	Boom lift - 60ft	SN300050725		\$5,500
3049	2005 John Deere	Excavator	FF200CX505989		\$55,000
3068	2003 JLG	Forklift	1600001608		\$13,000
3194	2004 John Deere	Skiploader	T0210LE883130		\$11,000
3222	2004 Vermeer	Trencher	IVRX040K441000591		\$1,500
3230	Kubota	Utility tractor	L415010163		\$7,000
				Total **	\$218,000

\*\* There may also one or two more trailers that will be included in the auction and pallets of materials, for a possible additional \$25,000 to \$30,000.

The Assets to be sold do not include all of Inland's machinery and equipment as some of it is still being utilized by ASR in the completion of pending projects. Once pending ASR projects are completed (estimated time of six months), subject to further motion and Court order at a later date, Inland intends to sell its remaining machinery and equipment not included in the current auction sale.

Inland does not believe that any of the Assets to be sold are subject to lease interests. However, out of an abundance of caution, in the event that it is determined that any of the Assets are subject to a lease interest, such leased items will only be sold if there is equity for the Estate and the lessor consents to the sale.

Inland believes that the auction sale may generate gross proceeds of approximately \$243,000 to \$248,000 based on the current business environment and the estimated values set forth above. Through the competitive bidding of a public auction sale, it is anticipated that Inland will receive the best and highest value for the Assets and therefore, the ultimate sale price of the Assets will be fair and reasonable.

**F. Liens and Encumbrances Against the Assets and Their Proposed Treatment Through the Sale**

The following chart sets forth and accounts for all of the recorded liens and encumbrances against described in the Assets and their proposed treatment through the sale:

<u>Creditor</u>	<u>Description</u>	<u>Estimated Amount Owed</u>	<u>Treatment of Lien Through the Sale</u>
Federal	UCC-1 Filing No. 12-7339143518 filed 11/28/12; Amendment No. 13-73536425 filed 3/22/13; Amendment No. 13-73522998 filed 3/15/13; Amendment No. 13-73517704 filed 3/11/13 and Amendment No. 13-73513989 filed 3/6/13	\$171,597,580 <sup>3</sup>	Pursuant to Bankruptcy Code section 363(f)(2) this lien will be released, discharged and terminated at the close of escrow and the Assets will be sold free and clear of this lien and the lien will attach to the sale proceeds, if any, in the same validity and priority as existed prior to the sale.
Berkley	UCC-1 Filing No. 13-7366919227 filed 6/26/2013	\$15,571,500 <sup>4</sup>	Pursuant to Bankruptcy Code section 363(f)(2) this lien will be released, discharged and terminated at the close of escrow and the Assets will be sold free and clear of this lien and the lien will attach to the sale proceeds, if any, in the same validity and priority as existed prior to the sale.

<sup>3</sup> Claim #2 on ASR's Claims Register, Claim #3 on Meridian's Claims Register and Claim #2 on Inland's Claims Register. Each claim amount is \$171,597,580.

<sup>4</sup> Claim #42 on ASR's Claims Register, Claim #5 on Meridian's Claims Register and Claim #s 4 and 5 on Inland's Claims Register. Each claim amount is \$15,571,500.

<u>Creditor</u>	<u>Description</u>	<u>Estimated Amount Owed</u>	<u>Treatment of Lien Through the Sale</u>
Riverside County Treasurer and Tax Collector	Proof of claim against Inland asserting a secured claim of \$63,639.66. Tax lien recorded on 11/6/2013, document number 2013-0527072	\$63,639.66.	<p>Pursuant to Bankruptcy Code sections 363(f)(1) and 363(f)(5) this lien will be released, discharged and terminated at the close of escrow and the Assets will be sold free and clear of this lien and the lien will attach to the sale proceeds, if any, in the same validity and priority as existed prior to the sale.</p> <p>This lien is the subject of a bona fide dispute. The lien was recorded after the Petition Date in violation of the automatic stay under Bankruptcy Code Section 362. Inland asserts that under applicable federal bankruptcy law, the lien is invalid as any action taken in violation of the automatic stay is void as a matter of law. <u>See, In re Schwartz</u>, 951 Fed.2d, 596 (9th Cir. 1992).</p> <p>Furthermore, Inland asserts there are causes of action under Bankruptcy Code Section 549 to have the lien set aside in that it was recorded after the Petition Date the lien was not authorized by the Bankruptcy Code nor order of the Bankruptcy Court.</p>

In summary, the sale shall be conducted free and clear of any and all Liens and Encumbrances impacting the Assets, with all such Liens and Encumbrances upon the Assets to be unconditionally released, discharged and terminated, and with any Liens and Encumbrances not resolved or satisfied through the sale to attach only to the proceeds of the transaction with the same priority, validity, force and effect as they existed with respect to the sold assets before the closing of the sale pending further Court order or agreement with the impacted lienholder.

Inland desires to sell the Assets quickly in order stop administrative costs associated with the Assets and delays that could result from having to first resolve any disputes related to secured claims that may negatively impact the benefits of the sale. As such, selling the Assets pursuant to Bankruptcy Code Sections 363(b)(1) and (f) free and clear of any and all liens and encumbrances, with such Liens and Encumbrances not released, resolved or satisfied through the auction sale to attach to the auction sale proceeds in the same validity and priority as prior to the Petition Date pending agreement with the lienholder creditor or further order of the Court is proper.

**G. Tax Consequences**

At this time, Inland does not know what the capital gains taxes liability will be, if any, generated by the sale. In the event that there is any tax liability generated from the sale, it is anticipated that such taxes will be paid by the sale proceeds.

**H. Reservation of Rights Under Bankruptcy Code Section 506(c)**

Inland will reserve any and all rights the Estate may have under Bankruptcy Code Section 506(c) to surcharge the collateral of any lienholders for the costs the Estate may have incurred in the maintenance of their respective collateral as well as with the preservation and liquidation of such collateral. Concurrent with the filing of this Motion, the Debtors or filing a motion to surcharge the collateral of Federal to cover the costs and expenses incurred by the Debtors to preserve the sold assets.

**I. The Proposed Auction Date, Proposed Auctioneer and Proposed Auction Contract**

Inland proposes to liquidate the Assets by auction to the highest bidder and without any minimum price on October 2, 2014 (time of day to be determined). The auction sale will be conducted at the Auctioneer's business premises in Perris, California. Approval of the auction sale must be resolved as quickly as possible so that the Inland may coordinate the auction sale and afford time for the proposed Auctioneer to commence advertising of the sale.

Inland requests authorization to employ Ritchie Bros. Auctioneers (America) Inc. as the auctioneer to coordinate the auction sale and authorization to pay Auctioneer's compensation pursuant to the terms an Auction Contract that includes the following principal terms (Inland is

referred to as the "Owner" and the Assets are referred to as the "Equipment" in the following summary):

1. Sale Date: The Auctioneer shall, as agent of the Owner, offer the Assets, together with any additional items delivered by the Owner to the auction site for sale, in whole or in part, pursuant to the Bankruptcy Court order to be granted, at unreserved public auction on or about the October 2, 2014, at the City of Perris, in the State of California.

2. Payment: The Auctioneer shall make payment to the Owner within twenty-one (21) days after the auction, the amount due and owing to the Owner from monies collected from the sale of the Equipment after making all deductions permitted under this Contract.

3. Commission: The Auctioneer shall be entitled, at the time of the auction, to a commission of nine percent (9%) based on the gross sale price of the Equipment or any part thereof.

4. Other: The Auctioneer shall:

a. allow the Owner access to records concerning the sale of the Equipment at the auction excluding the names or contact information of the buyers thereof;

b. supervise the preparation and organization of the auction;

c. provide auctioneers and accountants required for an auction of this type;

d. ensure on-site food catering services are available to those in attendance at the auction;

e. provide listing catalogs of the lots offered for sale to potential buyers at the auction; and.

f. collect and remit State and local sales tax arising upon the sale of the Equipment at the auction.

5. Sale Site: The Auctioneer shall provide, at no cost to Owner, a suitable site for conduct of the auction.

6. Refurbishing: The Owner shall:

a. paint, clean, and refurbish, prior to the auction, the Equipment to a standard acceptable to the Auctioneer. Should the Auctioneer organize and pay for painting, cleaning, or refurbishing any part of the Equipment, the Auctioneer shall be reimbursed for these costs plus ten percent (10%), and

b. reimburse the Auctioneer for the cost of fuel and batteries as the Auctioneer deems necessary for demonstration and sale of the Equipment.

7. Delivery: The Owner shall deliver the Equipment, at Owner's cost, to the auction site on or before the auction sale date:

a. in good operating condition, free of material defects except as disclosed to the Auctioneer, with adequate fuel and batteries and starting at the key;

- b. free of hazardous materials other than normal operating fuels, oils, and lubricants;
- c. in a condition equivalent to or better than its condition when viewed by the Auctioneer's representative prior to the auction sale; and
- d. in compliance with all applicable EPA rules and regulations;
- e. together with all documents evidencing the Owner's title, and/or necessary to transfer title, to the Equipment, properly endorsed;
- f. The Owner shall assign Power of Attorney to the Auctioneer for the limited purpose of executing on the Owner's behalf, all documents required to transfer title to, and permit registration or ownership of, any part of the Equipment by the purchaser thereof.

8. Searching and Title Documents: The Owner shall:

- a. conduct searches or use other means available, as deemed necessary by the Owner for the disclosure of liens and encumbrances, and include all such creditors in Bankruptcy Court notices seeking authority under 11 USC § 363 to sell the Equipment; in no case shall the Owner have a duty to conduct such searches, nor be responsible for the result thereof; and
- b. pay a document administration fee of \$65 per unit for each item of Equipment requiring title or registration documents.

9. Risk of Loss, Insurance: The Owner shall:

- a. be responsible for loss or damage to the Equipment, other than loss or damage arising as a result of the negligence of the Auctioneer, its agents or employees, until the earliest of: (i) the removal of the Equipment from the auction site by the purchaser; or (ii) receipt by Owner of all proceeds from the sale of the Equipment; and
- b. insure the Equipment, with the Auctioneer as additional insured, to its fair market value against all perils so that in the event of damage to, or destruction of, the Equipment or any part thereof, all insurance proceeds shall be credited to the gross proceeds of the auction and payment made to the Auctioneer forthwith for all deductions permitted by this Contract; and
- c. upon request, provide Auctioneer with a copy of the insurance certificate, or other documentation evidencing the Auctioneer as an additional insured, to the satisfaction of the Auctioneer.

10. Indemnity: The Owner shall defend, indemnify and save the Auctioneer, its parents, subsidiaries and affiliates, and each of their officers, directors, shareholders, employees, and agents harmless against all claims, demands, suits, actions, causes of action, damages, costs or charges whatsoever arising from:

- a. any breach of the representations, warranties or covenants set out herein;
- b. failure by the Owner to comply with any laws relating to the Owner's right to sell the Equipment;
- c. hazardous materials associated with the Equipment or contamination resulting from any leakage, spills, or malfunction of the Equipment;
- d. deficiencies in the provision of documents required for the purpose of titling or registering any part of the Equipment by any purchaser thereof;



- 1 e. any deficiency in compliance with applicable EPA rules or  
regulations;  
2 f. any negligence, unlawful act, or willful misconduct of the Owner  
in connection with this Contract; and  
3 g. any infringement of a patent, copyright, trademark, agreement or  
4 similar right of any third party caused by the offering for sale, advertising or sale of any  
part of the Equipment.

5 11. No Buybacks, Unreserved Auction Sale: The Owner shall not bid,  
6 directly or indirectly, nor allow any other person to bid on the Owner's behalf or for the  
Owner's benefit, by agency or otherwise, on the Equipment or any part thereof at the  
7 auction. Owner acknowledges the auction is unreserved and the Auctioneer shall have no  
obligation or duty to withdraw the Equipment or any part thereof from the auction sale or  
8 to cancel the auction. The Equipment shall be sold to the highest bidder on the date of  
the auction.  
9

10 12. No Guarantee: The Owner acknowledges that there is no guarantee  
whatsoever as to the gross proceeds to be realized from the sale of the Equipment at  
11 auction.

- 12 13. Other: The Owner shall:  
13 a. provide, at no cost to the Auctioneer, zero (0) competent persons to  
assist in the preparation of the auction;  
14 b. comply with all legislation, regulations, or requirements of any  
authority of competent jurisdiction relating to the sale of the Equipment;  
15 c. be responsible for the payment of any tax or duty whatsoever that  
may legally be construed as being the responsibility of the Owner;  
16 d. provide the Auctioneer with the opportunity to review and  
comment on the Bankruptcy Court orders: (i) approving the sale of the Equipment  
17 pursuant to 11 USC § 363(f), and (ii) approving this Contract; and  
18 e. provide the Auctioneer with copies of such Bankruptcy Court  
orders.  
19

20 The Auctioneer and the Debtor are currently preparing the Auction Contract, which will  
be filed with the Court prior to the hearing on this Motion.  
21

22 Immediately on approval of Court approval of this Motion, the Auctioneer will obtain a  
bond for this case in the amount of \$250,000. The Auctioneer has advised Inland that the total  
23 value of all pending bankruptcy auctions in which the Auctioneer is involved in this District does  
24 not exceed the bond it will obtain and liability insurance coverage.

25 Inland believes that the terms for the Auction Contract are fair and reasonable and that  
26 Inland should be authorized to employ the Auctioneer on the terms and conditions set forth in the  
27  
28

Auction Contract. Inland is satisfied from the Dalton Declaration that the Auctioneer is a disinterested person within the meaning of Bankruptcy Code Section 101(14).

**J. Request for Authorization to Use the Auction Sale Proceeds**

Through this Auction Motion, Inland further requests the Court authorize the use of the proceeds of the auction sale to make Court approved disbursements to the proposed Auctioneer pursuant to the terms of the Auction Contract that will be filed with the Court prior to the hearing on this Motion.

**K. Approval of the Auction Motion Serves the Best Interests of the Estate and Creditors**

Inland has made a business decision and believes that the sale of the Assets by the proposed auction sale is the best available alternative for maximizing the value of the Assets for the Estate and creditors. The auction sale is the most efficient and cost effective way to liquidate the Assets and will allow the Estate to receive the most value for the Assets as compared to attempting to sell each item on a piecemeal basis.

Inland believes that the auction sale may generate gross proceeds of approximately \$243,000 to \$248,000. Through the competitive bidding of a public auction sale, it is anticipated that Inland will receive the best and highest value for the Assets and therefore, the ultimate sale price of the Assets will be fair and reasonable.

Finally, approval of the auction sale must be resolved as quickly as possible so that the Inland may coordinate the auction sale and afford time for the proposed Auctioneer to commence advertising of the sale.

Thus, based on good business reasons, approval of this Auction Motion would serve the best interests of the Inland's Estate and its creditors.

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: **8105 Irvine Center Drive, Suite 600, Irvine, California 92618**

A true and correct copy of the foregoing document entitled (*specify*): **NOTICE OF SALE OF ESTATE PROPERTY** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

**1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) **August 19, 2014**, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

- James C Bastian jbastian@shbllp.com *Attorney for the Debtor*
- J Scott Bovitz bovizt@bovitz-spitzer.com *Attorney for U.S. TelePacific Corp*
- Peter L Duncan peterd@psdslaw.com, thesesam@psdslaw.com *Attorney for Torrey Pines Bank*
- Jonathan J Dunn jonathan.dunn@sedgwicklaw.com, gloria.zwibel@sedgwicklaw.com *Attorney for Federal Insurance Company*
- Helen R Frazer hfrazier@aallrr.com *Attorney for Federal Insurance Company*
- Margaret E Garms margaret@parkinsonphinney.com *Attorney for Zions First National Bank*
- Everett L Green everett.l.green@usdoj.gov *Office of United States Trustee*
- Eric M Heller eric.m.heller@irscounsel.treas.gov *Attorney for the Internal Revenue Service*
- Marilyn Klinger Marilyn.Klinger@sedgwicklaw.com *Attorney for Berkley Regional Insurance Company*
- Edward D Lodgen EDLodgen@rkmc.com *Attorney for Insurance Company of the West*
- Melissa Davis Lowe mdavis@shbllp.com *Attorney for ASR Constructors Inc*
- Byron B Mauss efilings@amlegalgroup.com *Attorney for Gotte Electric, Inc.*
- Joshua K Partington efilings@amlegalgroup.com *Attorney for Gotte Electric, Inc.*
- Michael A Scherago mscherago@landslawyers.com *NEF for Interested Party*
- Jason K Schrader jason.K.Schrader@usdoj.gov *Office of United States Trustee*
- Jodi Siegner jsiegner@deconcel.com *Attorney for Carpenters Southwest Administrative Corporation; and Board of Trustees for the Carpenters Southwest Trusts*
- Gregory H Smith gsmith@publiccounsel.org *Attorney for Safeco Insurance Company Of America*
- United States Trustee (RS) ustpregion16.rs.ecf@usdoj.gov *Office of United States Trustee*
- David Veis deveis@rkmc.com *Attorney for Insurance Company of The West*
- Gilbert B Weisman notices@becket-lee.com *Attorney for BMO Harris Bank NA*

☐ Service information continued on attached page

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

On (*date*) **August 19, 2014**, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

☒ Service information continued on attached page

**3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL** (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) **August 19, 2014**, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

**Judge's Copy – Via Messenger**

**Honorable Mark Houle, US Bankruptcy Court, 3420 Twelfth St, Bin Outside Courtroom 303, Riverside, CA 92501**

☒ Service information continued on attached page

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

**August 19, 2014**

*Date*

**Lorre Clapp**

*Printed Name*

**/s/ Lorre Clapp**

*Signature*

**EMAIL SERVICE LIST**

**Potential Buyer**

PPL Group LLC  
Alex Mazer  
Shawn Carver, Account Executive  
[Alex@pplgroupllc.com](mailto:Alex@pplgroupllc.com)  
[shawn@pplgroupllc.com](mailto:shawn@pplgroupllc.com)

**Potential Buyer**

Heritage Global Partners  
Asset Advisory & Auction Services  
Nick Dove, Director of Sales  
[ndove@hgpauktion.com](mailto:ndove@hgpauktion.com)

**Potential Buyer**

Bid It Up  
Robert Shah, Director of Strategic Business Development  
[rshah@biditup.com](mailto:rshah@biditup.com)

**Potential Buyer**

Hilco Global  
Benjamin M. Ziff, Director  
Industrial, LLC | Real Estate, LLC  
[bziff@hilcoglobal.com](mailto:bziff@hilcoglobal.com)

**Potential Buyer**

Liquid Asset Partners LLC  
Jennifer Steward  
Business Development  
[jennifer@liquidap.com](mailto:jennifer@liquidap.com)

**Potential Buyer**

Reich Brothers  
Vaughn Barber  
[vbarber@reichbros.com](mailto:vbarber@reichbros.com)

**Potential Buyer**

Machinery Network Auctions  
Eric Raffin  
[eric@machinerynetworkauctions.com](mailto:eric@machinerynetworkauctions.com)

**Potential Buyer**

New Mill Capital  
Adam Russell  
Business Development Associate  
[adamr@newmillcapital.com](mailto:adamr@newmillcapital.com)

**U.S. MAIL SERVICE LIST****INTERESTED PARTY**

OFFICE OF THE UNITED STATES TRUSTEE  
EVERETT L GREEN ESQ  
3801 UNIVERSITY AVENUE  
SUITE 720  
RIVERSIDE, CA 92501-3200

**SHAREHOLDER**

REGOTTI FAMILY TRUST DATED JANUARY 12,  
2005  
ALAN REGOTTI AND STACEY REGOTTI  
TRUSTEES  
1569 CAMINO CORTO  
FALLBROOK, CA 92028

**SHAREHOLDER**

MARC W BERRY  
PATTI BERRY  
7546 CERRITO ROJO DRIVE  
RANCHO CUCAMONGA, CA 91730

**SCHEDULE D**

FEDERAL INSURANCE COMPANY  
WAYNE R WALTON ESQ  
15 MOUNTAINVIEW ROAD  
WARREN, NJ 07059-6711

**SCHEDULE D**

BERKLEY REGIONAL INSURANCE COMPANY  
ATTN NANCY MANNO  
BERKLEY SURETY GROUP INC  
412 MOUNT KEMBLE AVE SUITE 310N  
MORRISTOWN, NJ 07960

**SCHEDULE D - ADDITIONAL NOTICE FOR  
BERKLEY REGIONAL INSURANCE****COMPANY**

BERKLEY REGIONAL INSURANCE COMPANY  
C/O RICHARD W TROPP  
BENCHMARK CONSULTING SERVICES LLC  
2 VENTURE SUITE 220  
IRVINE, CA 92618

**SCHEDULE D**

GOTTE ELECTRIC INC  
ATTN STEVEN R BANGERTER ESQ  
BANGERTER SHEPPARD PC  
1300 CLAY ST SUITE 600  
OAKLAND, CA 94612

**SCHEDULE D**

INSURANCE COMPANY OF THE WEST  
ATTN PRESIDENT OR MANAGER AGENT  
11455 EL CAMINO REAL  
SAN DIEGO, CA 92130

**SCHEDULE D - UCC NOTICE OF STATE TAX  
LIEN**

EMPLOYMENT DEVELOPMENT DEPARTMENT  
BANKRUPTCY GROUP MIC 92E  
PO BOX 826880  
SACRAMENTO, CA 94280-0001

**SCHEDULE D - ADDITIONAL NOTICE**

EMPLOYMENT DEVELOPMENT  
DEPARTMENT  
LIEN GROUP MIC92G  
PO BOX 826880  
SACRAMENTO, CA 94280-0001

**SCHEDULE D**

1ST ENTERPRISE BANK  
ATTN PRESIDENT OR MANAGER AGENT  
818 W 7TH STREET STE 220  
LOS ANGELES, CA 90017-3449

**SCHEDULE E**

EMPLOYMENT DEVELOPMENT DEPARTMENT  
BANKRUPTCY GROUP MIC 92E  
PO BOX 826880  
SACRAMENTO, CA 94280-0001

**SCHEDULE E**

FRANCHISE TAX BOARD  
ATTN BANKRUPTCY UNIT  
BANKRUPTCY SECTION MS A340  
PO BOX 2952  
SACRAMENTO, CA 95812-2952

**SCHEDULE E**

INTERNAL REVENUE SERVICE  
ATTN BANKRUPTCY UNIT  
PO BOX 7346  
PHILADELPHIA, PA 19101-7346

INTERNAL REVENUE SERVICE  
DEPARTMENT OF THE TREASURY  
PO BOX 7346  
PHILADELPHIA, PA 19101-7346

**SCHEDULE E**

STATE BOARD OF EQUALIZATION  
ATTN SPECIAL OPERATIONS BRANCH MIC  
55  
PO BOX 942879  
SACRAMENTO, CA 94279-0055

**SCHEDULE E - INLAND MACHINERY, INC.  
AND SCHEDULE D ANOTHER MERIDIAN  
COMPANY, LLC**

RIVERSIDE COUNTY TREASURER AND  
TAX COLLECTOR  
4080 LEMON STREET  
1ST FLOOR  
RIVERSIDE, CA 92502

RIVERSIDE COUNTY TREASURER AND  
TAX COLLECTOR

**SCHEDULE D ANOTHER MERIDIAN  
COMPANY, LLC**

SAN BERNARDINO COUNTY TREASURER  
AND  
TAX COLLECTOR  
172 WEST THIRD STREET  
SAN BERNARDINO, CA 92415

**SCHEDULE F**

AGUA MANSA PROPERTIES INC  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 127  
RIVERSIDE, CA 92502

**SCHEDULE F**

ALAN REGOTTI  
1569 CAMINO CORTO  
FALLBROOK, CA 92028

**SCHEDULE F**

AMERICAN EXPRESS  
ATTN BANKRUPTCY UNIT  
BOX 0001  
LOS ANGELES, CA 90096-8000

**SCHEDULE F**

ARCHITECTURAL SIGN IDENTITY  
ATTN PRESIDENT OR MANAGER AGENT  
1247 S BUENA VISTA ST  
SUITE E  
SAN JACINTO, CA 92583

**SCHEDULE F**

BAKERSFIELD WELL & PUMP CO  
ATTN PRESIDENT OR MANAGER AGENT  
7212 FRUITVALE AVENUE  
BAKERSFIELD, CA 93308

**SCHEDULE F**

BORBON INC  
ATTN PRESIDENT OR MANAGER AGENT  
7312 WALNUT AVE  
BUENA PARK, CA 90620

**SCHEDULE F**

CALIFORNIA APPRENTICESHIP COUNCIL  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 420603  
SAN FRANCISCO, CA 94142

**SCHEDULE F**

ADP LEMCO INC  
ATTN PRESIDENT OR MANAGER AGENT  
5970 DANNON WAY  
WEST JORDAN, UT 84081-6203

**SCHEDULE F**

AIR EXCHANGE CLEAN AIR SPEC  
ATTN PRESIDENT OR MANAGER AGENT  
495 EDISON CT STE A  
FAIRFIELD, CA 94534-1683

**SCHEDULE F**

ALCORN AIRE INC  
ATTN PRESIDENT OR MANAGER AGENT  
325 ROBINSON  
BAKERSFIELD, CA 93305

**SCHEDULE F**

ANOTHER MERIDIAN COMPANY LLC  
ATTN PRESIDENT OR MANAGER AGENT  
5230 WILSON ST  
RIVERSIDE, CA 92509

**SCHEDULE F**

ASR POWDER COATING LLC  
ATTN PRESIDENT OR MANAGER AGENT  
15435 ARROW BLVD  
BLD B  
FONTANA, CA 92335

**SCHEDULE F**

BARSTOW COMMUNITY COLLEGE DISTRICT  
C/O ATKINSON ANDELSON LOYA RUDD &  
ROMO  
16870 WEST BERNARDO DRIVE SUITE 330  
SAN DIEGO, CA 92127-1677

**SCHEDULE F**

CABINET CONNECTION  
ATTN PRESIDENT OR MANAGER AGENT  
5783 E SHIELDS AVE  
FRESNO, CA 93727

**SCHEDULE F**

CALIFORNIA FACILITY SPECIALTIES  
ATTN PRESIDENT OR MANAGER AGENT  
260 WEST ARROW HIGHWAY SUITE E  
SAN DIMAS, CA 91773

**SCHEDULE F**

AGUA MANSA INVESTMENT PARTNERS LLC  
ATTN PRESIDENT OR MANAGER AGENT  
33891 MISSION TRAILS  
WILDOMAR, CA 92595

**SCHEDULE F**

AIRGAS USA LLC  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 7423  
PASADENA, CA 91109-7423

**SCHEDULE F**

AMAX GLASS & GLAZING INC  
ATTN PRESIDENT OR MANAGER AGENT  
385 S LEMON AVENUE E309  
WALNUT, CA 91789

**SCHEDULE F**

ANTHEM BLUE CROSS OF CA  
ATTN PRESIDENT OR MANAGER AGENT  
DEPT 5812  
LOS ANGELES, CA 90074

**SCHEDULE F**

BLUE DIAMOND MATERIALS  
C/O LANAK & HANNA  
625 THE CITY DRIVE SOUTH  
SUITE 190  
ORANGE, CA 92868

**SCHEDULE F**

CAL-STATE RENT A FENCE  
ATTN PRESIDENT OR MANAGER AGENT  
4518 INDUSTRIAL ST  
SIMI VALLEY, CA 93063

**SCHEDULE F**

CALWEST GALVANIZING  
VALMONT INDUSTRIES INC  
ATTN PRESIDENT OR MANAGER AGENT  
DEPT 2391  
LOS ANGELES, CA 90084-2391

**SCHEDULE F**

CARPENTERS SOUTHWEST TRUST  
CARPENTERS SOUTHWEST  
ADMINISTRATIVE CORP  
ATTN PRESIDENT OR MANAGER AGENT  
533 S FREMONT AVE  
SUITE 803  
LOS ANGELES, CA 90071-1706

**SCHEDULE F**

CARPENTERS SOUTHWEST ADMINISTRATIVE  
CORP  
C/O MARGARET R GIFFORD ESQ  
DECARLO AND SHANLEY APC  
533 SOUTH FREMONT AVENUE, 9TH FL.  
LOS ANGELES, CA 90071-1706

**SCHEDULE F**

CERTIFIED DOOR INC  
ATTN PRESIDENT OR MANAGER AGENT  
7711 SOMERSET BLVD  
PARAMOUNT, CA 91770

**SCHEDULE F**

CENTRAL DRUG SYSTEM INC  
ATTN PRESIDENT OR MANAGER AGENT  
16560 HARBOR BLVD  
SUITE A  
FOUNTAIN VALLEY, CA 92708

**SCHEDULE F**

CITY OF PALM DESERT  
C/O BEST BEST & KRIEGER  
655 W BROADWAY  
15TH FLOOR  
SAN DIEGO, CA 92101

**SCHEDULE F**

CITY OF VICTORVILLE  
ATTN MANAGING AGENT  
PO BOX 5001  
VICTORVILLE, CA 92393-4999

**SCHEDULE F**

CITIBUSINESS CARD  
ATTN BANKRUPTCY UNIT  
PO BOX 688901  
DES MOINES, IA 50368-8901

**SCHEDULE F**

CLARIDGE PRODUCTS & EQUIPMENT  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 910  
HARRISON, AR 72602

**SCHEDULE F**

COLLECTIVE CONTRACTING  
ATTN PRESIDENT OR MANAGER AGENT  
1611-A SOUTH METROSE DR #383  
VISTA, CA 92081

**SCHEDULE F**

COMMERCIAL FURNISHINGS INC  
ATTN PRESIDENT OR MANAGER AGENT  
9420 ACTIVITY ROAD #J  
SAN DIEGO, CA 92126

**SCHEDULE F**

CONSTRUCTION LABORERS TRUST  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 513638  
LOS ANGELES, CA 90051-1638

**SCHEDULE F**

CONTRACTORS COMPLETE SURETY  
ATTN PRESIDENT OR MANAGER AGENT  
5230 WILSON ST  
RIVERSIDE, CA 90509

**SCHEDULE F**

COUNTY OF RIVERSIDE  
DEPARTMENT OF ENVIRONMENTAL  
HEALTH  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 7600  
RIVERSIDE, CA 92513

**SCHEDULE F**

COUNTY OF SAN BERNARDINO  
SOLID WASTE MANAGEMENT  
ATTN PRESIDENT OR MANAGER AGENT  
825 E 3RD ST  
SAN BERNARDINO, CA 92415-0835

**SCHEDULE F**

CURRANSEAL INC  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 28508  
SANTA ANA, CA 92799

**SCHEDULE F**

DANTIN ENTERPRISES INC  
C/O GREGORY J HOUT  
12396 WORLD TRADE DRIVE  
SUITE 206  
SAN DIEGO, CA 92128

**SCHEDULE F**

DE LAGE LANDEN FINANCIAL SERVICES INC  
ATTN PRESIDENT OR MANAGER AGENT  
1111 OLD EAGLE SCHOOL RD  
WAYNE, PA 19087

**SCHEDULE F**

DIAMOND ENVIRONMENTAL SERVICES  
ATTN PRESIDENT OR MANAGER AGENT  
807 E MISSION ROAD  
SAN MARCOS, CA 92069

**SCHEDULE F**

DIAMOND POWER SERVICES  
ATTN PRESIDENT OR MANAGER AGENT  
807 E MISSION ROAD  
SAN MARCOS, CA 92069

**SCHEDULE F**

DOCK PROS  
ATTN PRESIDENT OR MANAGER AGENT  
2870 RAGLE WAY  
CORONA, CA 92879

**SCHEDULE F**

DRGK INC  
ATTN PRESIDENT OR MANAGER AGENT  
20258 HW 18  
SUITE 430, NUMBER 169  
APPLE VALLEY, CA 92307

**PROOF OF CLAIM ADDRESS**

DUKE PLUMBING, INC.  
ATTN WESLEY DUKE, PRESIDENT  
1630 W 9TH STREET  
UPLAND, CA 91786

**SCHEDULE F**

ENGINEERED WALL SYSTEMS INC  
ATTN PRESIDENT OR MANAGER AGENT  
5591 WEST LEO PARK ROAD  
WEST JORDAN, UT 84081

**SCHEDULE F**

ERIC L OESTERBLAD  
C/O STEPHEN DANZ & ASSOCIATES  
11661 SAN VICENTE BLVD  
SUITE 500  
LOS ANGELES, CA 90049-5113

**SCHEDULE F**

EVERBANK COMMERCIAL FINANCE  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 911608  
DENVER, CO 80291-1608

**SCHEDULE F**

EXPRESS PIPE & SUPPLY INC  
ATTN PRESIDENT OR MANAGER AGENT  
1235 SOUTH LEWIS ST  
ANAHEIM, CA 92805

**SCHEDULE F**

FEDEX  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 7221  
PASADENA, CA 91109-7321

**SCHEDULE F**

FIRST INSURANCE FUNDING CORP  
ATTN PRESIDENT OR MANAGER AGENT  
450 SKOKIE BLVD SUITE 1000  
NORTHBROOK, IL 60062

**SCHEDULE F**

GALLAGHER BASSETT SERVICES INC  
ATTN PRESIDENT OR MANAGER AGENT  
4TH FLOOR  
TWO PIERCE PLACE  
ITASCA, IL 60143-3141

**SCHEDULE F**

GAMMA CONSTRUCTIONS SERVICES  
ATTN PRESIDENT OR MANAGER AGENT  
985 KENDALL DR #284  
SAN BERNARDINO, CA 92407

**SCHEDULE F**

GMP PLUMBING INC  
ATTN PRESIDENT OR MANAGER AGENT  
2863 SIDEWHEEL DRIVE  
BULLHEAD CITY, AZ 86429

**SCHEDULE F**

GBI ELECTRICAL  
ATTN PRESIDENT OR MANAGER AGENT  
551 HERITAGE PLACE  
PALMDALE, CA 93550

**SCHEDULE F**

GE CAPITAL  
GENERAL ELECTRIC CAPITAL CORPORATION  
ATTN LISA BODDICKER  
1010 THOMAS EDISON BLVD SW  
CEDAR RAPIDS, IA 52404

**SCHEDULE F**

GENERAL GLASS INTERNATIONAL  
ATTN PRESIDENT OR MANAGER AGENT  
101 VENTURE WAY  
SECAUCUS, NJ 07094

**SCHEDULE F**

GLOBE TECH INC  
ATTN PRESIDENT OR MANAGER AGENT  
4500 CAMINTO PL  
TARZANA, CA 91356

**SCHEDULE F**

GOLDEN STATE ROOFING WATERPROOF  
KISS ENTERPRISES INC DBA GOLDEN STATE  
ROOFING  
ATTN FRANK R KISS OPERATIONS MANAGER  
19703 EDDINGTON DRIVE  
CARSON, CA 90746

**SCHEDULE F**

GRANITE CONSTRUCTION COMPANY  
ATTN PRESIDENT OR MANAGER AGENT  
585 WEST BEACH STREET  
WATSONVILLE, CA 95076

**SCHEDULE F**

GREENSTONE MATERIALS  
ATTN PRESIDEN  
1420 NANDINA AVE  
PERRIS, CA 92571

**SCHEDULE F**

HAMILTON CEILING SYSTEMS  
ATTN PRESIDENT OR MANAGER AGENT  
455 W LA CADENA #1  
RIVERSIDE, CA 92501

**SCHEDULE F**

HASLER  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 3808  
MILFORD, CT 06460-8708

**PROOF OF CLAIM ADDRESS**

HERITAGE WINDOW COVERINGS INC  
ATTN PRESIDENT OR MANAGER AGENT  
17902 GEORGETOWN LANE  
HUNTINGTON BEACH, CA 92647

**SCHEDULE F**

HILTI INC  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 382002  
PITTSBURGH, PA 15250-8002

**SCHEDULE F**

INDUSTRIAL METAL SUPPLY CO  
ATTN PRESIDENT OR MANAGER AGENT  
8300 SAN FERNANDO RD  
SUN VALLEY, CA 91352

**SCHEDULE F**

INFINITY STRUCTURES INC  
C/O PYKA LENHARDT SCHNAIDER ZELL  
837 N. ROSS ST.  
PO BOX 1558  
SANTA ANA, CA 92701-1558

**SCHEDULE F**

INTERNATIONAL DOOR  
ATTN PRESIDENT OR MANAGER AGENT  
8001 RONDA DRIVE  
CANTON, MI 48187



**SCHEDULE F**

JOE'S LAWN MOWER SUPPLIES INC  
ATTN PRESIDENT OR MANAGER AGENT  
25646 E BASELINE ST  
SAN BERNARDINO, CA 92410

**SCHEDULE F**

KENNEDY HILLS ENTERPRISES LLC  
C/O MOLLIS & MOLLIS INC  
CHARLES A MOLLIS ESQ  
4621 TELLER  
SUITE 200  
NEWPORT BEACH, CA 92660

**SCHEDULE F**

KONE CRANES INC  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 641807  
PITTSBURGH, PA 15264-1807

**CLAIM ADDRESS**

KONECRANES INC  
ATTN PRESIDENT OR MANAGER AGENT  
4401 GATEWAY BLVD  
SPRINGFIELD, OH 45502

**SCHEDULE F**

KONE ELEVATOR  
ATTN PRESIDENT OR MANAGER AGENT  
11165 KNOTT AVENUE  
SUITE B  
CYPRESS, CA 90630

**SCHEDULE F**

KOPPL PIPELINE SERVICES  
ATTN PRESIDENT OR MANAGER AGENT  
1228 DATE STREET  
MONTEBELLO, CA 90640-6373

**SCHEDULE F**

LEGEND THEATRICAL  
ATTN PRESIDENT OR MANAGER AGENT  
103 E WHISPERING PINES DRIVE  
SCOTTS VALLEY, CA 95066

**SCHEDULE F**

LESTER & CANTRELL LLP  
ATTN PRESIDENT OR MANAGER AGENT  
1700 IOWA AVENUE  
SUITE 200  
RIVERSIDE, CA 92507

**SCHEDULE F**

LITIGATION SUPPORT PROFESSIONAL  
ATTN PRESIDENT OR MANAGER AGENT  
4371 LATHAM ST SUITE 204  
RIVERSIDE, CA 92501

**SCHEDULE F**

LOWES  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 530954  
ATLANTA, GA 30353-0954

**SCHEDULE F**

M2 FENCING  
ATTN PRESIDENT OR MANAGER AGENT  
7316 TOLL DR  
ROSEMEAD, CA 91770

**SCHEDULE F**

MACKENZIE ELECTRIC INC  
ATTN PRESIDENT OR MANAGER AGENT  
7933 PALM AVENUE  
HIGHLAND, CA 92346

**SCHEDULE F**

MARC W BERRY  
7546 CERRITO ROJO DRIVE  
RANCHO CUCAMONGA, CA 91730

**SCHEDULE F**

MARIA BRADLEY  
C/O PEACH & WEATHERS  
788 N ARROWHEAD AVENUE  
PO BOX 1467  
SAN BERNARDINO, CA 92402

**SCHEDULE F**

MATICH CORPORATION  
C/O LAW OFFICES OF J PATRICK RAGAN  
1881 S. BUSINESS CENTER DRIVE  
SUITE 7B  
SAN BERNARDINO, CA 92408

**SCHEDULE F**

MCGRAWHILL CONSTRUCTION  
ATTN PRESIDENT OR MANAGER AGENT  
7625 COLLECTION CENTER DR  
CHICAGO, IL 60693-0076

**SCHEDULE F**

MCKENDRY DOOR SALES  
ATTN PRESIDENT OR MANAGER AGENT  
12930 SUNNYSIDE PLACE  
SANTA FE SPRINGS, CA 90670

**SCHEDULE F**

MCNICHOLS CO  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 101211  
ATLANTA, GA 30792-1211

**SCHEDULE F**

MISSION REPROGRAPHICS  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 52893  
RIVERSIDE, CA 92517

**SCHEDULE F**

MITA OF SO CALIF  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 9966  
MORENO VALLEY, CA 92552

**SCHEDULE F**

MURILLOS CLEANING  
ATTN PRESIDENT OR MANAGER AGENT  
26450 OLD ANVIL LN  
MORENO VALLEY, CA 92555

**SCHEDULE F**

NEFF CONSTRUCTION INC  
C/O LEWIS BRISBOIS BISGAARD & SMITH  
221 N. FIGUEROA ST  
SUITE 1200  
LOS ANGELES, CA 90012

**SCHEDULE F**

NEWPORT BEACH - ALLIANT INSURANCE  
SERVICES INC  
ATTN PRESIDENT OR MANAGER AGENT  
701 B ST 6TH FLOOR  
SAN DIEGO, CA 92101

**SCHEDULE F**

NU ACOUSTICS  
ATTN PRESIDENT OR MANAGER AGENT  
3845 STOBBS WAY  
RIVERSIDE, CA 92509

**SCHEDULE F**

OJ INSULATION  
ATTN PRESIDENT OR MANAGER AGENT  
600 S VINCENT AVE  
AZUSA, CA 91702

**SCHEDULE F**

PACIFIC EXTERIORS INC  
ATTN PRESIDENT OR MANAGER AGENT  
13911-B ENTERPRISE DRIVE  
GARDEN GROVE, CA 92843

**SCHEDULE F**

PAUL DESIGN GROUP  
THE PAUL COMPANY LLC  
ATTN PRESIDENT OR MANAGER AGENT  
915 CAMINO DEL MAR  
SUITE 225  
DEL MAR, CA 92014

**ADDITIONAL NOTICE**  
**PROOF OF CLAIM ADDRESS FOR**  
**THE PAUL COMPANY LLC**

RICHARD F VOLKER  
325 W WASHINGTON ST #2-337  
SAN DIEGO, CA 92013

**SCHEDULE F**

PAULA CAMPBELL AND LUIS RUIZ  
C/O CLARICE J LETIZIA  
4560 AVENIDA PRIVADO  
OCEANSIDE, CA 92057

**SCHEDULE F**

PERFORMANCE SYSTEMS CO  
ATTN PRESIDENT OR MANAGER AGENT  
14059 GARFIELD AVE SUITE B  
PARAMOUNT, CA 90723

**SCHEDULE F**

PERRIS UNION HIGH SCHOOL  
ATTN PRESIDENT OR MANAGER AGENT

**SCHEDULE F**

PETERSON HYDRAULICS INC  
ATTN PRESIDENT OR MANAGER AGENT  
1653 E EL SEGUNDO BLD  
GARDENA, CA 90249

**SCHEDULE F**

PETES ROAD SERVICE INC  
ATTN PRESIDENT OR MANAGER AGENT  
2230 E ORANGETHORPE AVE  
FULLERTON, CA 92831-5329

**SCHEDULE F**

PLIC-SBD GRAND ISLAND  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 10372  
DES MOINES, IA 50306-0372

**SCHEDULE F**

POWERPLUS  
ATTN PRESIDENT OR MANAGER AGENT  
1210 N RED GUM STREET  
ANAHEIM, CA 92806

**SCHEDULE F**

PRESTIGE REBAR  
ATTN PRESIDENT OR MANAGER AGENT  
6941 MELVIN DRIVE  
SAN BERNARDINO, CA 92407

**SCHEDULE F**

PROTECTION ONE  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 219044  
KANSAS CITY, MO 64121-9044

**SCHEDULE F**

R B SHEET METAL INC  
ATTN PRESIDENT OR MANAGER AGENT  
1893 CAPRI AVENUE #6  
MENTONE, CA 92359

**SCHEDULE F**

REBACK MCANDRES KJAR WARFORD  
ATTN PRESIDENT OR MANAGER AGENT  
1230 ROSECRANS AVENUE  
SUITE 450  
MANHATTAN BEACH, CA 90266

**SCHEDULE F**

ROBERTSONS READY MIX LTD  
C/O LAW OFFICES OF MERVYN Y  
ENCARNACION  
200 S MAIN ST  
SUITE 200  
CORONA, CA 92882

**SCHEDULE F**

ROGERS ANDERSON MALODY & SCOTT LLP  
CPA  
ATTN PRESIDENT OR MANAGER AGENT  
735 E CARNEGIE DRIVE  
SUITE 100  
SAN BERNARDINO, CA 92408

**SCHEDULE F**

RUBIDOUX COMMUNITY SERVICES  
ATTN PRE  
PO BOX 3098  
RUBIDOUX, CA 92519-3098

**SCHEDULE F**

SAFECO INSURANCE COMPANY OF  
AMERICA  
C/O BOOTH MITCHEL & STRANGE  
DAVID L HUGHES ESQ  
GREGORY H SMITH ESQ  
701 S PARKER ST  
SUITE 6500  
ORANGE, CA 92868-4733

**SCHEDULE F**

SAN BERNARDINO CITY UNIFIED SCHOOL  
DISTRICT  
C/O LAW OFFICES OF S HENSLEE SMITH  
1578 N BATAVIA ST  
ORANGE, CA 92867-3507

**SCHEDULE F**

SADDLEBACK CONSTRUCTION SPEC  
ATTN PRESIDENT OR MANAGER AGENT  
1630 E SAINT GERTRUDE PLACE  
SANTA ANA, CA 92705

**SCHEDULE F**

SCOUTLITE CORPORATION  
ATTN JEFF SHANNON, PRESIDENT  
1442 S GAGE ST  
SAN BERNARDINO, CA 92408

**SCHEDULE F**

SERBAN'S SOUND  
ATTN PRESIDENT OR MANAGER AGENT  
312 KENTUCKY STREET  
BAKERSFIELD, CA 93305-4201

**SCHEDULE F**

SHELL  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 689010  
DES MOINES, IA 50368-9010

**SCHEDULE F**

SIMS WELDING SUPPLY  
ATTN PRESIDENT OR MANAGER AGENT  
15444 SLOVER AVENUE  
FONTANA, CA 92337

**SCHEDULE F**

SMALLEY & COMPANY  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 910217  
DENVER, CO 80291-0217

**SCHEDULE F**

SMOKEY MOUNTAIN INSURANCE COMPANY  
INC  
ATTN PRESIDENT OR MANAGER AGENT  
5230 WILSON ST  
RIVERSIDE, CA 92509

**SCHEDULE F**

SO CAL INDUSTRIES  
ATTN PRESIDENT OR MANAGER AGENT  
163 SIXTH AVE  
CITY OF INDUSTRY, CA 91746

**SCHEDULE F**

SOUTH COAST ROOF  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 7305  
ORANGE, CA 92863-7305

**SCHEDULE F**

SPARKLETT'S  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 660579  
DALLAS, TX 75266-0579

**SCHEDULE F**

SUNLAND FIRE PROTECTION  
ATTN PRESIDENT OR MANAGER AGENT  
10120 MC CLEMONT AVE  
TUJUNGA, CA 91402

**SCHEDULE F**

SUPERIOR DOOR SYSTEMS  
ATTN PRESIDENT OR MANAGER AGENT  
8059 WING AVE  
EL CAJON, CA 92020

**SCHEDULE F**

STANLEY SECURITY SYSTEMS  
ATTN PRESIDENT OR MANAGER AGENT  
21803 CACTUS AVE STE A  
MARCH ARB, CA 92518-3022

**SCHEDULE F**

STAPLES BUSINESS ADVANTAGE  
ATTN PRESIDENT OR MANAGER AGENT  
DEPT LA 1368  
PO BOX 83689  
CHICAGO, IL 60696-3689

**SCHEDULE F**

STONE VALLEY MATERIALS  
ATTN PRESIDENT OR MANAGER AGENT  
600 UNIVERSITY ST  
SUITE 2328  
SEATTLE, WA 98101

**SCHEDULE F**

STREAMLINE PAINTING INC  
ATTN PRESIDENT OR MANAGER AGENT  
9726 SUNNYBROOK DRIVE  
MORENO VALLEY, CA 92557

**SCHEDULE F**

THE HARTFORD  
ATTN PRESIDENT OR MANAGER AGENT  
BANKRUPTCY UNIT, T-1-55  
HARTFORD PLAZA  
HARTFORD, CT 06115

**SCHEDULE F**

THYSSENKRUPP ELEVATOR  
ATTN PRESIDENT OR MANAGER AGENT  
ATTN LAURIE - ACCOUNTS RECEIVABLE  
2021 130TH NE  
SUITE A  
BELLEVUE, WA 98005

**SCHEDULE F**

TN SHEET METAL INC  
ATTN PRESIDENT OR MANAGER AGENT  
18385 BANDILER CIRCLE  
FOUNTAIN VALLEY, CA 92708

**SCHEDULE F**

TITUS IMAGING INC  
ATTN PRESIDENT OR MANAGER AGENT  
4355 E AIRPORT DR  
SUITE 106  
ONTARIO, CA 91761

**PROOF OF CLAIM ADDRESS**

TORREY PINES BANK  
ATTN HIL CONTRERAS  
12220 EL CAMINO REAL, SUITE 100  
SAN DIEGO, CA 92130

**SCHEDULE F**

TOTTEN TUBES INC  
ATTN PRESIDENT OR MANAGER AGENT  
500 DANLEE STREET  
AZUSA, CA 91702

**SCHEDULE F**

TRILOGY CONTRACTORS INC  
ATTN PRESIDENT OR MANAGER AGENT  
425 W RIDER  
SUITE C-4  
PERRIS, CA 92571

**SCHEDULE F**

TRUE LINE  
ATTN PRESIDENT OR MANAGER AGENT  
1651 MARKET STREET #B  
CORONA, CA 92880

**SCHEDULE F**

VALENCIA SHEET METAL  
ATTN PRESIDENT OR MANAGER AGENT  
10576 ILEX AVENUE  
PACOIMA, CA 91331

**SCHEDULE F**

UPS - UNITED PARCEL SERVICE  
C/O RECEIVABLE MANAGEMENT SERVICES  
(RMS)  
PO BOX 4396  
TIMONIUM, MD 21094

**SCHEDULE F**

USA SHADE & FABRIC STRUCTURES  
ATTN PRESIDENT OR MANAGER AGENT  
8505 CHANCELLOR ROW  
DALLAS, TX 75347

**SCHEDULE F**

VECTOR RESOURCES ENTERPRISE  
ATTN PRESIDENT OR MANAGER AGENT  
8647 NINTH STREET  
RANCHO CUCAMONGA, CA 91730

**SCHEDULE F**

VERIZON  
ATTN BANKRUPTCY UNIT  
PO BOX 920041  
DALLAS, TX 75392-0041

**SCHEDULE F**

WALL PANEL SYSTEMS INC  
ATTN PRESIDENT OR MANAGER AGENT  
421 BUSINESS CENTER COURT  
REDLANDS, CA 92509

**SCHEDULE F**

WATERPARK CONSTRUCTION INC  
ATTN PRESIDENT OR MANAGER AGENT  
3050 HOLME AVE  
PHILADELPHIA, PA 19136

**SCHEDULE F**

WATERPROOFING EXPERTS INC  
ATTN PRESIDENT OR MANAGER AGENT  
7736 DEERING AVENUE  
CANOGA PARK, CA 91304

**SCHEDULE F**

WATERWORKS INDUSTRIES INC  
ATTN PRESIDENT OR MANAGER AGENT  
930 SHILOH RD, BLDG 38, SUITE D  
WINDSOR, CA 95492

WATERWORKS INDUSTRIES INC  
(PROOF OF CLAIM ADDRESS)  
C/O R DALE GINTER  
DOWNEY BRAND LLP  
621 CAPITOL MALL, 18TH FLOOR  
SACRAMENTO, CA 95814

**SCHEDULE F - ATTORNEY FOR  
WATERWORKS INDUSTRIES, INC.**

WATERWORKS INDUSTRIES INC  
C/O LAW OFFICE OF ERIC J PHILLIPS  
4115 BLACKHAWK PLAZA CIRCLE  
SUITE 100  
DANVILLE, CA 94506

**SCHEDULE F**

WESCO DISTRIBUTION INC  
C/O POINTDEXTER & DOUTRE  
624 S GRAND AVENUE  
SUITE 2420  
LOS ANGELES, CA 90017

**SCHEDULE F**

WESTMARK PRODUCTS INC  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 44040  
TACOMA, WA 98448

**SCHEDULE F**

YOUNGER & ASSOCIATES  
ATTN PRESIDENT OR MANAGER AGENT  
10681 FOOTHILL BLVD SUITE 280  
RANCHO CUCAMONGA, CA 91730

**SCHEDULE F**

ZEP SALES & SERVICE  
ATTN PRESIDENT OR MANAGER AGENT  
FILE 50188  
LOS ANGELES, CA 90074-0188

**SCHEDULE F**

ZIONS FIRST NATIONAL BANK  
ATTN PRESIDENT OR MANAGER AGENT  
1 S MAIN STREET  
SUITE 14TH FLOOR  
SALT LAKE CITY, UT 84133-1109

**SCHEDULE F**

ZIONS FIRST NATIONAL BANK  
ATTN PRESIDENT OR MANAGER AGENT  
NATIONAL REAL ESTATE DEPARTMENT  
PO BOX 26304  
SALT LAKE CITY, UT 84126

**SCHEDULE F**

DAN SAWYER  
73331 PINEVALLEY DRIVE  
THOUSAND PALMS, CA 92276

**ATTORNEY FOR DAN SAWYER**

DAN SAWYER C/O  
D MICHAEL CARUTHERS ESQ  
LAW OFFICES OF D MICHAEL CARUTHERS  
431 SOUTH PALM CANYON DRIVE  
SUITE 204  
PALM SPRINGS, CA 92262

**ATTORNEY FOR TRAVELERS INDEMNITY  
COMPANY OF CT**

HEATHER L HIRSCH ESQ  
SANDRA QUEZADA ESQ  
ATTN PRESIDENT OR MANAGER AGENT  
RE CLAIM #152 CB ELW2255A  
PO BOX 6510  
DIAMOND BAR, CA 91765

**SCHEDULE F**

TRAVELERS INSURANCE  
ATTN ARMIN DELARMENTE  
PO BOX 6510  
DIAMOND BAR, CA 91765-8519

**SCHEDULE F**

MED LEGAL PHOTOCOPY COVINA  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 1288  
WEST COVINA, CA 91793

**SCHEDULE F**

ARS LEGAL  
ATTN PRESIDENT OR MANAGER AGENT  
13926 WHITTIER BLVD  
WHITTIER, CA 90605

**SCHEDULE F**

GALLAGHER BASSETT  
ATTN PRESIDENT OR MANAGER AGENT  
RE POLICY #003WK05021  
PO BOX 4040  
SACRAMENTO, CA 95812-4040

**SCHEDULE F**

SPARTA INSURANCE  
ATTN PRESIDENT OR MANAGER AGENT  
185 ASYLUM STREET  
HARTFORD, CT 06103

**SCHEDULE F**

APPALACHIAN UNDERWRITERS  
WORKERS COMP CLAIMS DIVISION  
800 OAK RIDGE TURNPIKE SUITE A-1000  
OAK RIDGE, TN 37830

**PROOF OF CLAIM FILED**

OLD REPUBLIC CONSTRUCTION PROGRAM  
GROUP  
C/O CRFSOLUTIONS  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 1389  
SIMI VALLEY, CA 93062

**PROOF OF CLAIM FILED**

OLD REPUBLIC CONSTRUCTION INSURANCE  
AGENCY, INC.  
OLD REPUBLIC CONSTRUCTION PROGRAM  
GROUP  
ATTN TROY GROENEWEG  
225 S LAKE AVE SUITE 900  
PASADENA, CA 91101

**SCHEDULE F**

APPLE VALLEY COMMUNICATIONS INC  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 787  
APPLE VALLEY, CA 92307

**PROOF OF CLAIM FILED**

BORRMANN METAL CENTER  
ROBERT PERSSON, PRESIDENT  
110 W OLIVE AVE  
BURBANK, CA 91502

**NOTICE PURPOSES**

CASTON INC  
ATTN PRESIDENT OR MANAGER AGENT  
354 S ALLEN STREET  
SAN BERNARDINO, CA 92408

**ATTORNEYS FOR CASTON, INC.**

RANDALL J PITRE ESQ  
PATRICIA A TEUNISSE  
PITRE & TEUNISSE, INC.  
921 W CIENEGA AVE  
SAN DIMAS, CA 91773-0186

**PROOF OF CLAIM FILED/ATTORNEYS FOR  
BMO HARRIS BANK NA (DINERS CLUB  
NORTH AMERICA)**

BMO HARRIS BANK NA  
C/OBECKET AND LEE LLP  
POB 3001  
MALVERN, PA 19355-0701

**PROOF OF CLAIM FILED**

RDO EQUIPMENT CO  
ATTN D HOVEN  
PO BOX 7160  
FARGO, ND 58106

**PROOF OF CLAIM FILED**

ACE AMERICAN INSURANCE COMPANY  
C/O SAVERIO M ROCCA, ESQ  
ACE GROUP - 436 WALNUT STREET, WA04K  
PHILADELPHIA, CA 19106

**NOTICE PURPOSES**

DEPARTMENT OF INDUSTRIAL RELATIONS  
DIVISION OF LABOR STANDARDS  
ENFORCEMENT  
[DLSE CASE NO. 44-34032/404]  
ATTN MAX D NORRIS ESQ  
300 OCEANGATE SUITE 850  
LONG BEACH, CA 90802-4339

**NOTICE PURPOSES**

DEPARTMENT OF INDUSTRIAL RELATIONS  
DIVISION OF LABOR STANDARDS  
ENFORCEMENT  
[DLSE CASE NO. 44-34032/404]  
TONY EGUAVOEN, DEPUTY LABOR  
COMMISSIONER I  
464 W FOURTH STREET ROOM 348  
SAN BERNARDINO, CA 92401

**PROOF OF CLAIM FILED**

GENUINE PARTS COMPANY  
RAKISHA MOORE, CREDIT ANALYST  
4625 RIVER GREEN PARKWAY  
DULUTH, GA 30096

**SCHEDULE F**

MARKEL INSURANCE COMPANY  
C/O AMERICAN FINANCIAL MANAGEMENT,  
INC.  
BARRY I ROSEN, PRESIDENT  
3715 VENTURA DRIVE  
ARLINGTON HEIGHTS, IL 60004

**SCHEDULE F**

IMPERIAL SPRINKLER SUPPLY  
ATTN PRESIDENT OR MANAGER AGENT  
ATTN KARLA MORLACCHI, ACCOUNTS  
RECEIVABLE  
1485 N MANASSERO ST  
ANAHEIM, CA 92807

**SCHEDULE F**

TRI-STATE MATERIALS INC  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 555  
NUEVO, CA 92567

RETURNED MAIL

**RETURNED 10/21/13; MOVED, LEFT NO  
ADDRESS; UNABLE TO FORWARD  
SCHEDULE F**

REAL GOODS SOLAR INC  
ATTN PRESIDENT OR MANAGER AGENT  
DEPT 2247  
DENVER, CO 80291

**RETURNED 10/2/2013, SEE ADDRESS FOR  
STEVEN R BANGERTER FROM CA  
SECRETARY OF STATE  
SCHEDULE D**

GOTTE ELECTRIC INC  
ATTN PRESIDENT OR MANAGER AGENT  
27525 ENTERPRISE CIRCLE WEST  
SUITE 101-A  
TEMECULA, CA 92590

**RETURNED 10/7/2013, SEE NEW ADDRESS  
FROM CA SECRETARY OF STATE  
SCHEDULE D - ADDITIONAL NOTICE FOR  
GOTTE ELECTRIC INC**

GOTTE ELECTRIC INC  
C/O STEVEN R BANGERTER ESQ  
BANGERTER SHEPPARD PC  
3655 TORRANCE BLVD  
THIRD FLOOR  
TORRANCE, CA 90503

**RETURNED 10/18/2013, UNDELIVERABLE;  
SEE ADDRESS FOR COUNSEL FOR  
WATERWORKS INDUSTRIES INC  
SCHEDULE F**

WATERWORKS INDUSTRIES INC  
ATTN PRESIDENT OR MANAGER AGENT  
8733 LAKEWOOD DRIVE  
SUITE 205  
WINDSOR, CA 95492

**SEE NEW ADDRESS PER POSTAL SERVICE  
FORWARDING  
SCHEDULE F**

PROTECTION ONE  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 5714  
CAROL STREAM, IL 60197-5714

**SEE UPDATED ADDRESS PER TELEPHONE  
CALL 10/23/2013  
SCHEDULE D - ADDITIONAL NOTICE FOR  
BERKLEY REGIONAL INSURANCE  
COMPANY**

BERKLEY REGIONAL INSURANCE COMPANY  
C/O RICHARD W TROPP  
BENCHMARK CONSULTING SERVICES LLC  
2 VENTURE SUITE 200  
IRVINE, CA 92618

**SEE UPDATED SUITE # PER TELEPHONE  
CALL 11/4/2013  
SCHEDULE F**

ZIONS FIRST NATIONAL BANK  
ATTN PRESIDENT OR MANAGER AGENT  
1 S MAIN STREET  
SUITE 700  
SALT LAKE CITY, UT 84133-1109

**LETTERS RECEIVED 11/8/2013 AND 11/21/2013,  
WILL NOT ACCEPT SERVICE ON BEHALF  
SPARTA INSURANCE COMPANY WHICH  
WITHDREW TO DO BUSINESS IN CA ON  
3/23/2009**

**SCHEDULE F**  
NANCY FLORES, AGENT FOR SERVICE RE  
SPARTA INSURANCE  
C/O CT CORPORATION SYSTEM  
818 WEST SEVENTH STREET  
LOS ANGELES, CA 90017

**RETURNED 11/6/2013, UNDELIVERABLE  
SCHEDULE F**

SOUTH WEST INSURANCE GROUP INC  
KURT BARSOTTI  
5500 EAST ATHERTON STREET SUITE 404  
LONG BEACH, CA 90815-4023

**RETURNED 11/7/2013, UNDELIVERABLE  
SCHEDULE F**

SOUTH WEST INSURANCE GROUP INC  
ATTN PRESIDENT OR MANAGER AGENT  
4067 HARDWICK  
LAKEWOOD, CA 90712

**RETURNED 11/6/2013, UNDELIVERABLE  
SCHEDULE F**

SOUTH WEST INSURANCE GROUP INC  
ATTN PRESIDENT OR MANAGER AGENT  
5005 EAST ATHERTON SUITE 404  
LONG BEACH, CA 90815

**RETURNED 11/6/2013, UNDELIVERABLE  
SCHEDULE F**

THE OFFICES OF MONTGOMERY &  
MEYERS PA  
ATTN PRESIDENT OR MANAGER AGENT  
2029 CENTURY PARK EAST #1400  
LOS ANGELES, CA 90067

**RETURNED 11/7/2013, UNDELIVERABLE  
SCHEDULE F**

THE OFFICES OF MONTGOMERY &  
MEYERS PA  
ATTN PRESIDENT OR MANAGER AGENT  
501 W BROADWAY  
SAN DIEGO, CA 92101

**SEE PROOF OF CLAIM ADDRESS  
SCHEDULE F**

UPS - UNITED PARCEL SERVICE  
ATTN BANKRUPTCY UNIT  
PO BOX 894820  
LOS ANGELES, CA 90189-4820

**RETURNED 12/26/2013/ 12/6/2013; SEE  
ADDRESS FROM TELEPHONE CALL  
12/26/2013**

**SCHEDULE F**  
THYSSENKRUPP ELEVATOR  
ATTN PRESIDENT OR MANAGER AGENT  
11040 MAIN STREET  
SUITE 280  
BELLEVUE, WA 98006

**RETURNED 11/18/2013, SEE POSSIBLE NEW  
ADDRESS****SCHEDULE F**

THE HARTFORD  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 2907  
HARTFORD, CT 06104-2907

**RETURNED 12/23/2013, SEE POSSIBLE NEW  
ADDRESS FROM THE INTERNET****SCHEDULE F**

WATERPARK CONSTRUCTION INC  
ATTN PRESIDENT OR MANAGER AGENT  
1950 STREET RAOD #319  
BENSALEM, PA 19020

**RETURNED 12/13/2013, SEE POSSIBLE NEW  
ADDRESS FROM THE INTERNET****SCHEDULE F**

GRANITE CONSTRUCTION COMPANY  
ATTN PRESIDENT OR MANAGER AGENT  
FILE 73523  
PO BOX 60000  
SAN FRANCISCO, CA 94160-3523

**RETURNED 12/13/2013, SEE POSSIBLE NEW  
ADDRESS FROM THE CA SECRETARY OF  
STATE****SCHEDULE F**

GLOBE TECH INC  
ATTN PRESIDENT OR MANAGER AGENT  
17309 VANOWEN ST  
LAKE BALBOA, CA 91406

**RETURNED 12/19/2013, SEE POSSIBLE NEW  
ADDRESS FROM THE CA SECRETARY OF  
STATE****SCHEDULE F**

SCOUTLITE CORPORATION  
ATTN PRESIDENT OR MANAGER AGENT  
1091 7TH ST  
UNIT C  
CALIMESA, CA 92320

**RETURNED 12/30/2013, UNDELIVERABLE; SEE  
POSSIBLE NEW ADDRESS FROM THE CA  
SECRETARY OF STATE****SCHEDULE F**

MCKENDRY DOOR SALES  
ATTN PRESIDENT OR MANAGER AGENT  
16026 CARMENITA ROAD  
CERRITOS, CA 90703

**RETURNED 1/6/2014, 1/27/2014,  
UNDELIVERABLE, FORWARDING  
EXPIRED****SCHEDULE F**

AETNA  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 6040  
ARTESIA, CA 90702

**RETURNED 1/8/2014, AND 1/17/2014, SEE NEW  
ADDRESS****SCHEDULE F**

STANLEY SECURITY SYSTEMS  
ATTN PRESIDENT OR MANAGER AGENT  
783 PALMYRITA AVENUE  
UNIT E  
RIVERSIDE, CA 92507

**SEE NEW ADDRESS PER LETTER RECEIVED  
1/13/2014****SCHEDULE F**

AUTOMATED GATE SERVICES INC  
C/O BEARD HOBBS ATTORNEY AT LAW  
7844 LA MESA BLVD  
LA MESA, CA 91941

**SERVICE FOR U.S. TELEPACIFIC CORP  
TO BE SENT TO ATTORNEY JOHN  
BOVITZ PER EMAIL 1/15/2014****SCHEDULE F**

TELEPACIFIC COMMUNICATIONS  
ATTN PRESIDENT OR MANAGER AGENT  
515 S FLOWER ST  
47TH FLOOR  
LOS ANGELES, CA 90071-2201

**SEE PROOF OF CLAIM ADDRESS****SCHEDULE F**

PETERSON HYDRAULICS INC  
ATTN PRESIDENT OR MANAGER AGENT  
1653 E EL SEGUNDO BLD  
GARDENA, CA 90249

**SERVICE FOR U.S. TELEPACIFIC CORP TO  
BE SENT TO ATTORNEY JOHN BOVITZ PER  
EMAIL 1/15/2014****SCHEDULE F**

U.S. TELEPACIFIC CORP  
OFFICE OF GENERAL COUNSEL  
515 S FLOWER ST  
47TH FLOOR  
LOS ANGELES, CA 90071-2201

**SEE PROOF OF CLAIM ADDRESS****SCHEDULE F**

APPLE VALLEY COMMUNICATIONS INC  
LARRY CUSACK AGENT FOR SERVICE  
21845 US HIGHWAY 18  
APPLE VALLEY, CA 92307

**SCHEDULE F - ADDITIONAL NOTICE FOR  
APPLE VALLEY COMMUNICATIONS INC**

THE OFFICES OF MONTGOMERY &  
MEYERS PA  
ATTN LEGALZOOM.COM, INC., AGENT FOR  
SERVICE OF PROCESS  
100 WEST BROADWAY SUITE 100  
GLENDALE, CA 91210

**SEE PROOF OF CLAIM ADDRESS****SCHEDULE F**

GE CAPITAL  
GENERAL ELECTRIC CAPITAL CORPORATION  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 310010273  
PASADENA, CA 91110-0273

**SEE PROOF OF CLAIM ADDRESS****SCHEDULE F**

FIRST INSURANCE FUNDING CORP  
ATTN PRESIDENT OR MANAGER AGENT  
450 SKOKIE BLVD SUITE 1000  
PO BOX 3306  
NORTHBROOK, IL 60065-3306

**SEE PROOF OF CLAIM ADDRESS****SCHEDULE F**

DE LAGE LANDEN FINANCIAL SERVICES INC  
ATTN PRESIDENT OR MANAGER AGENT  
PO BOX 41602  
PHILADELPHIA, PA 19101-1602

**RETURNED 2/18/2014, UNDELIVERABLE****ATTORNEY FOR TRAVELERS INDEMNITY  
COMPANY OF CT**

HEATHER L HIRSCH ESQ  
SANDRA QUEZADA ESQ  
ATTN PRESIDENT OR MANAGER AGENT  
RE CLAIM #152 CB ELW2255A  
PO BOX 6610  
DIAMOND BAR, CA 91765

**SEE PROOF OF CLAIM ADDRESS****SCHEDULE F**

HERITAGE WIND COVERING OF AZ  
ATTN PRESIDENT OR MANAGER AGENT  
17461 APEX CIRCLE #3  
HUNTINGTON BEACH, CA 92647

**LETTER RECEIVED 3/10/2014, REQUESTING  
TO BE TAKEN OFF OF THE SERVICE LIST****SCHEDULE F**

AUTOMATED GATE SERVICES INC  
C/O BEARD HOBBS ATTORNEY AT LAW  
1014 BROADWAY SUITE A  
EL CAJON, CA 92021

**RETURNED 4/9/2014, SEE NEW ADDRESS IN  
WILDOMAR****SCHEDULE F**

AGUA MANSA INVESTMENT PARTNERS LLC  
ATTN PRESIDENT OR MANAGER AGENT  
5230 WILSON ST  
RIVERSIDE, CA 92509

**ATTORNEY FOR FEDERAL INSURANCE  
COMPANY**

JONATHAN J DUNN ESQ  
ANDREW C HARRIS ESQ  
SEDWICK LLP  
3 PARK PLAZA  
17TH FLOOR  
IRVINE, CA 92614-8540

**4/14/2014, SEE CHANGE OF ADDRESS AND  
PROOF OF CLAIM****NOTICE FOR DINERS CLUB NORTH****AMERICA**

BMO FINANCIAL GROUP  
STEPHANIE DEPAOLA-NG ACCOUNT  
MANAGER  
2465 ARGENTIA ROAD  
7TH FLOOR - DINERS CLUB AMU  
MISSISSAUGA, ON L5N 0B4

**LETTER RECEIVED 4/22/2104 REQUESTING  
TO BE REMOVED FROM THE MAILING LIST.  
SCHEDULE F**

CDC SMALL BUSINESS FINANCE  
ATTN MARIE LONDON LIQUIDATION  
ASSOCIATE  
1545 RIVER PARK DRIVE  
SUITE 530  
SACRAMENTO, CA 95815

**LETTER RECEIVED 4/22/2104  
REQUESTING TO BE REMOVED FROM  
THE MAILING LIST.  
SCHEDULE F**

CDC SMALL BUSINESS FINANCE C/O  
WELLS FARGO CORPORATE TRUST  
SERVICES  
ATTN PRESIDENT OR MANAGER AGENT  
420 MONTGOMERY ST  
SAN FRANCISCO, CA 94104

**LETTER RECEIVED 4/22/2104 REQUESTING  
TO BE REMOVED FROM THE MAILING LIST.  
SCHEDULE F**

CDC SMALL BUSINESS FINANCE C/O  
WELLS FARGO CORPORATE TRUST SERVICES  
ATTN PRESIDENT OR MANAGER AGENT  
NW 6441  
PO BOX 1450  
MINNEAPOLIS, MN 55485

**LETTER RECEIVED 4/22/2104 REQUESTING  
TO BE REMOVED FROM THE MAILING LIST.  
ATTORNEY FOR CDC SMALL BUSINESS  
FINANCE**

CDC SMALL BUSINESS FINANCE CORP  
TODD E KOBERNICK ESQ  
LAW OFFICES OF TODD E KOBERNICK  
2448 HISTORIC DECATUR ROAD  
SUITE 220  
SAN DIEGO, CA 92106

**NOTICE OF WITHDRAWAL OF REQUEST  
FOR NOTICE RECEIVED JUNE 9, 2014  
(DOCKET 282)****CLAIM FILED - ATTORNEY FOR REGENTS  
OF UNIVERSITY OF CALIFORNIA**

REGENTS OF UNIVERSITY OF CALIFORNIA  
JOHN P BEVAN SENIOR COUNSEL  
OFFICE OF THE GENERAL COUNSEL  
1111 FRANKLIN STREET  
8TH FLOOR  
OAKLAND, CA 94607-5200

**RETURNED 7/14/2014, SEE NEW ADDRESS  
SCHEDULE F**

AIR EXCHANGE CLEAN AIR SPEC  
ATTN PRESIDENT OR MANAGER AGENT  
1185 SAN MATEO AVE  
SAN BRUNO, CA 94066