

<p>Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address</p> <p>Todd C. Ringstad (State Bar No. 973045) todd@ringstadlaw.com</p> <p>Ashley M. Teesdale (State Bar No. 289919) ashley@ringstadlaw.com</p> <p>RINGSTAD & SANDERS LLP 4910 Birch Street, Suite 120 Newport Beach, CA 92660 Telephone: 949-851-7450 Facsimile: 949-851-6926</p> <p><input type="checkbox"/> Individual appearing without attorney <input checked="" type="checkbox"/> Attorney for: Karen Sue Naylor, Chapter 7 Trustee</p>	<p>FOR COURT USE ONLY</p>
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**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA DIVISION**

<p>In re: ELITE AEROSPACE GROUP, INC., a Delaware corporation and related entities</p> <p style="text-align: right;">Debtor(s).</p>	<p>CASE NO.: 21-BK-12231-TA CHAPTER: 7</p> <p style="text-align: center;">NOTICE OF SALE OF ESTATE PROPERTY</p>
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<p>Sale Date: 10/04/2022</p>	<p>Time: 11:00 am</p>
<p>Location: Courtroom 5B (Via ZoomGov) 411 West Fourth Street, Santa Ana, CA 92701</p>	

Type of Sale: Public Private **Last date to file objections:** 09/20/2022

Description of property to be sold:
Two DMG Mori Machining Centers: (i) a 2019 DMG MORI DMU 50GEN3_PR Universal Milling Center, Serial No. 4505767834; and (ii) a 2019 DMG MORI DMU 50GEN3_PR Universal Milling Center, Serial No. 14505770734. The Machines have been inspected and tested by DMG Mori and are in excellent working condition, with low operating hours. Copies of the DMG Mori Service Reports are attached to this Notice. Video and inspection available upon request.

Terms and conditions of sale:
Initial sale price is \$297,500 per Machine, with \$45,000 deposit. Sale is subject to overbids and Court approval. Trustee must receive full purchase price within 5 business days of order approving sale and Buyer must take possession of Machines or assume payment of storage fees in Santa Fe Springs, CA within 5 business days of payment. Broker commission 7%. See the Purchase Agreement attached to the Motion as Exhibit 2 for full terms and conditions of sale.

Proposed sale price: \$ 595,000.00

Overbid procedure (if any):

Minimum \$305,000 initial overbid per machine & \$5,000 bidding increments. Overbidder may purchase one or both Machines. Overbidder must remit non-refundable \$45,000 deposit to the Trustee at least 3 business days before the hearing. Deposit only refundable if not the successful bidder. See attached for full Overbid Procedures.

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

October 4, 2022 at 11:00 a.m., United States Bankruptcy Court, 411 West Fourth Street, Courtroom 5B, Santa Ana, CA 92701. The hearing will be conducted via ZoomGov; please see separate notice of Zoom hearing filed concurrently herewith.

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

Todd C. Ringstad
todd@ringstadlaw.com
RINGSTAD & SANDERS LLP
4910 Birch Street, Suite 120
Newport Beach, CA 92660
Telephone: 949-851-7450
Facsimile: 949-851-6926

To request videos or schedule an inspection, contact Bryan McAleer of Tartan American Machinery Corp., at bryan@tartanmachinery.com, 586-940-0210 (call or text).

Date: 09/08/2022

PROPOSED OVERBID PROCEDURES

A. If the Trustee receives qualifying overbids and bid deposits from one or more third parties, an auction to allow additional bidding by all qualifying overbidders and by the Proposed Buyer will be conducted at the Sale Hearing.

B. In order to qualify to participate at the Sale Hearing, a proposed overbidder must provide to the Trustee within three (3) business days before the Sale Hearing (i) a written overbid at an initial price not less than \$305,000 for one Machine or \$305,000 each for two Machines; (ii) a minimum initial deposit of \$45,000.00 via received cashier's check or a confirmed received wire transfer, (iii) evidence satisfactory to the Trustee in her sole discretion as to the ability of the proposed overbidder to successfully complete a purchase of at least one of the Machines, (iv) a signed purchase agreement with terms not materially different (except for the initial bid) than the Purchase Agreement attached to the Naylor Declaration as Exhibit "2" as determined by the Trustee in her sole discretion.

C. Each qualified and approved bidder, including the Proposed Buyer, must appear at the hearing either via CourtCall or Zoom. Instructions for appearing at the hearing shall be provided via separate notice. Each bid will be for one machine only, although both machines will be sold in a single auction. The Minimum Initial Overbid is \$305,000, which is \$7,500 more than the Proposed Buyer's proposed Purchase Price, and on terms that are similar to the other terms set forth herein for the Proposed Buyer's purchase. Subsequent bids shall be in increments of no less than \$5,000.

D. The prevailing bidder, whose bid is accepted by the Trustee at the Sale Hearing as the highest and best bid (the amount of which is referred to herein as the "Prevailing Bid Price"), and approved by the Court in the Sale Order, whether from the Proposed Buyer or a competing bidder, is referred to herein as the "Successful Bidder." The Successful Bidder shall, at the time of the auction and upon determination of the prevailing bid, have the option of purchasing one machine or both machines, each at the Prevailing Bid Price. The Prevailing Bid Price shall be deemed to include any applicable sales taxes, payment of which shall be the sole responsibility of the Estates.

E. If the Successful Bidder decides to purchase only one of the two machines, the Successful Bidder shall have its choice as to the which of the two machines it purchases. The second machine will then be offered to all qualified bidders, including Buyer, at the Prevailing Bid Price. If more than one qualified bidder agrees to purchase the second machine at the Prevailing Bid Price, then bidding will begin again between the qualified bidders for the second machine. If no qualified bidders offer to purchase the second machine at the Prevailing Bid Price, then the Trustee will offer the second machine to the second highest bidder at the second highest bid price, subject to overbids. If the second highest bidder declines to purchase the second machine at the second highest bid price, then the Trustee will offer the second machine to the third highest bidder at the third highest bid price, subject to overbids, and so on, subject to overbids, until the highest price is received for the second machine.

F. The Trustee reserves the right, in her exercise of reasonable business discretion, to determine the most favorable bid considering all factors, and shall recommend confirmation of the most favorable bid by the Court. All overbids must be on the same terms and conditions as set forth herein, or such other terms and conditions as the Trustee in her sole discretion may determine are no less favorable to the Estate. The balance of any purchase price must be received

by the Trustee within five business days of the entry of the Bankruptcy Court Order approving this Agreement and the sale of Machine No. 1 and Machine No. 2 to a Successful Bidder(s).

G. The obligation of any Successful Bidder(s) to purchase the Machine(s) is subject to (i) entry of an Order of the Bankruptcy Court approving a sale of the Machine to the Successful Bidder; (ii) a finding by the Bankruptcy Court that the Proposed Buyer is a good faith purchaser entitled to the protections of Section 363(m); and (iii) no order staying the sale has been entered by any Court prior to the closing. Payment in full shall be due at the closing and the closing shall occur within five business days following entry of the order of the Bankruptcy Court approving the sale, unless an order has been entered staying the sale.

H. In the event of default by the Successful Bidder, the Successful Bidder's deposit shall become non-refundable and the Trustee shall retain the Deposit as an asset of the Estate, and as liquidated damages being a reasonable estimate of the fair market value of the damages caused to Seller as a result of the Purchaser's failure to close.

I. All payments shall be made by cashier's check or wire unless otherwise agreed in advance by the Trustee. The machines will be sold as-is, where-is, with all faults and without warranty.

J. The Successful Bidder will be required by the Order approving the Sale to take possession of the Machine and remove it from its current location within five business days following timely payment of the balance of the purchase price. Alternatively, the Successful Bidder may arrange to pay storage fees if the machines are to remain in their current location for more than five business days after payment of the balance of the purchase price.

DMG MORI Los Angeles
 5740 Warland Dr.
 Cypress CA 90630

Customer: GCM, United States, Addison	Customer No: AC0463249	Machine Model: DMU 50	Control: SINUMERIK 840 D solutionline (Operate) CELOS
Street: 1005 South Westgate Street		Serial Number: 14505770734	Work Order: 22-621-235533-001
City: Addison	State: Illinois	Machine Hours: 6,403	Technician: Mattox Jr., Raymond
ZIP/Postal Code: 60101	Country: United States	Spindle Hours: 2,234	Officer in Charge:
Contact Person: Arcari, Neoma	Email:	Area Sales Manager: Chicago 02	Purchase Order:
Phone:	Fax:	Installation Date: 05/17/2019	

Problem Description:
Check accuracy and condition of the Machine.

Work Performed:
 - Performed basic startup & accuracy checks as per factory spec for secondary customer auction.
 - Accuracy checks are as follows
 Test bar A - 0 to .001µm, B - 0 to .006µm
 Test bar T.I.R.
 A 0 to .004µm, B - 0 to .006µm
 X-Y .002µm, X-Z .009µm,
 Y-X .010µm, Y-Z .012µm,
 Flatness in C Max .015µm

Remarks:

Work Hours

Start Time	End Time	Duration
08/23/2022 14:00	08/23/2022 16:00	2.00
08/29/2022 09:45	08/29/2022 12:45	3.00
TOTAL WORK TIME:		5.00

Status at visit:	Operational	after visit:	Operational	Follow-up service:	No
Follow-up notes:					

Please confirm all working hours performed in execution of authorized work. The costs and conditions are subject to the rates prevailing at the time work took place.

8/31/2022

Date

No contact on site



Mattox Jr., Raymond

DMG MORI Los Angeles
 5740 Warland Dr.
 Cypress CA 90630

Customer: GCM, United States, Addison	Customer No: AC0463249	Machine Model: DMU 50	Control: SINUMERIK 840 D solutionline (Operate) CELOS
Street: 1005 South Westgate Street		Serial Number: 14505767834	Work Order: 22-621-235403-001
City: Addison	State: Illinois	Machine Hours: 3,130	Technician: Mattox Jr., Raymond
ZIP/Postal Code: 60101	Country: United States	Spindle Hours: 1,909	Officer in Charge:
Contact Person: Arcari, Neoma	Email:	Area Sales Manager Chicago 02	Purchase Order:
Phone:	Fax:	Installation Date: 05/17/2019	

Problem Description:
 Need to check accuracy and machine condition. Machines are at So Cal Machinery Movers.
 Mike,
 Mike,
 The Address for the machines is:
 Ohio Transfer Inc.
 dba. So-Cal Machinery Movers
 9510 Ann St.
 Santa Fe Springs, CA 90670
 - Bryan McAleer
 (586) 940 - 0210

Work Performed:
 - Performed basic startup & accuracy checks as per factory spec for secondary customer auction.
 - Accuracy checks are as follows
 Test bar A - 0 to .006µm, B - 0 to .006µm
 Test bar T.I.R.
 A 0 to .003µm, B - 0 to .006µm
 X-Y .003µm, X-Z .005µm,
 Y-X .014µm, Y-Z .007µm,
 Flatness in C Max .012µm

Remarks:

Work Hours

Start Time	End Time	Duration
08/29/2022 12:45	08/29/2022 17:15	4.50
TOTAL WORK TIME:		4.50

Status at visit:	Operational	after visit:	Operational	Follow-up service:	Yes
Follow-up notes:					

Please confirm all working hours performed in execution of authorized work. The costs and conditions are subject to the rates prevailing at the time work took place.

8/31/2022

Date

No contact on site



Mattox Jr., Raymond

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:
4910 Birch Street, Suite 120, Newport Beach, CA 92660

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 September 8, 2022, 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:

- **Bernard D Bollinger** bbollinger@buchalter.com, IFS_filing@buchalter.com;smartin@buchalter.com
- **Kathryn M.S. Catherwood** kcatherwood@grsm.com, mbrookman@grsm.com;sdurazo@grsm.com;jswanson@grams.com
- **Carol Chow** carol.chow@ffslaw.com, easter.santamaria@ffslaw.com
- **Leslie A Cohen** leslie@lesliecohenlaw.com, jaime@lesliecohenlaw.com;jessica@lesliecohenlaw.com
- **Nathan E Delman** ndelman@hmbllaw.com
- **Leon Friedberg** lfriedberg@cpmlaw.com
- **Amir Gamliel** amir-gamliel-9554@ecf.pacerpro.com, cmallahi@perkinscoie.com;DocketLA@perkinscoie.com
- **Karen L Grant** kgrant@silcom.com
- **Michael S Greger** mgreger@allenmatkins.com, kpreston@allenmatkins.com
- **Julian I Gurule** jgurule@buchalter.com, smartin@buchalter.com;docket@buchalter.com
- **Garrick A Hollander** ghollander@wghlawyers.com, jmartinez@wghlawyers.com;svillegas@wghlawyers.com
- **Nicolino Iezza** niezza@spiwakandiezza.com
- **Michael Jones** mike@mjonessoc.com, 2651971420@filings.docketbird.com
- **Darren Krattli** dkrattli@eisenhowerlaw.com
- **Matthew F Kye** mkye@kyelaw.com
- **Michael B Lubic** michael.lubic@klgates.com, jonathan.randolph@klgates.com
- **Krikor J Meshefejian** kjm@lnbyg.com
- **Christopher Minier** becky@ringstadlaw.com, arlene@ringstadlaw.com
- **Karen S Naylor (TR)** alane@ringstadlaw.com, knaylor@IQ7technology.com;ecf.alert+Naylor@titlexi.com
- **David L. Neale** dln@lnbyg.com
- **Queenie K Ng** queenie.k.ng@usdoj.gov
- **Holly J Nolan** holly@sglwlaw.com, missy@sglwlaw.com
- **Lorenzo Nunez** CSBK@GMFINANCIAL.COM
- **Ryan D O'Dea** rodea@shulmanbastian.com, lgauthier@shulmanbastian.com

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

- **Juliet Y. Oh** jyo@lnbyg.com, jyo@lnbyb.com
- **Raymond A Policar** policarlaw@att.net
- **Eric S Rein** rrein@hmbllaw.com
- **Todd C. Ringstad** becky@ringstadlaw.com, arlene@ringstadlaw.com
- **Lindsey L Smith** , lls@ecf.inforuptcy.com
- **Richard A Solomon** richard@sgswlaw.com
- **Richard P Steelman** rps@lnbyg.com, john@lnbyb.com
- **Corey E Taylor** corey@taylorlawoc.com
- **Ashley M Teesdale** ashley@ringstadlaw.com,
becky@ringstadlaw.com; arlene@ringstadlaw.com
- **Josh B Tran** jtran@justicelawcorp.com
- **United States Trustee (SA)** ustpreion16.sa.ecf@usdoj.gov

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On September 8, 2022, 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.

GCM Medical and OEM, Inc.
Attn: James F. Meager Jr., President
1005 Westgate Drive
Addison, IL 60101

California Dept of Tax and Fee Admin.
Acct Info Group, MIC:29
P.O. Box 942879
Sacramento, CA 94279

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 September 8, 2022, 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.

THE REQUIREMENT OF LBR 5005-2(d) TO PROVIDE JUDGES COPIES TO JUDGE ALBERT IS SUSPENDED AT THIS TIME

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.

September 8, 2022

Date

Becky Metzner

Printed Name

/s/ Becky Metzner

Signature