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10 Counsel for the Rev Op Group

11 **IN THE UNITED STATES BANKRUPTCY COURT**  
12 **FOR THE DISTRICT OF ARIZONA**

13 In re:

14 MORTGAGES LTD.,

15 Debtor.

16 Chapter 11

17 Case No. 2:08-bk-07465-RJH

18 **STATEMENT OF ISSUES ON APPEAL OF**  
19 **SALE ORDERS AND DESIGNATION OF**  
20 **RECORD**

21 Pursuant to Federal Rule of Bankruptcy Procedure 8006, (i) Bear Tooth Mountain  
22 Holdings, LLP ("Bear Tooth"), Queen Creek XVIII, L.L.C. ("Queen Creek"), and Morley  
23 Rosenfield, M.D. P.C. Restated Profit Sharing Plan ("MR Plan") with respect to the *Order*  
24 *Approving Motion to Sell Real Property Free and Clear of Liens, Claims, Encumbrances, and*  
25 *Interests* [DE #2887] (the "CITLO Order"); and (ii) Queen Creek and Pueblo Sereno Mobile  
26 Home Park L.L.C. ("Pueblo Sereno") with respect to the *Order Approving Motion to Sell Real*  
27 *Property Free and Clear of Liens, Claims, Encumbrances, and Interests* [DE #2892] (the "ZDC  
28 Order"), by and through their duly authorized counsel, having appealed from the CITLO Order  
and the ZDC Order (collectively, the "Sale Orders"), hereby submit their designation of items to  
be included in the record on appeal and their statement of the issues to be presented on appeal.  
Bear Tooth, Queen Creek, MR Plan, and Pueblo Sereno are collectively referred to herein as  
Appellants.

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**I. DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD.**

Appellants designate the items set forth in Exhibit A, attached hereto, for inclusion in the record on appeal.

**II. STATEMENT OF ISSUES TO BE PRESENTED ON APPEAL.**

Appellants present the following issues on appeal:

1. Whether the Bankruptcy Court erred in entering the Sale Orders.
2. Whether the Bankruptcy Court erred in finding that it had jurisdiction to approve the sales as requested by appellee ML Manager LLC (“ML Manager”).
3. Whether the Bankruptcy Court erred in ruling that ML Manager, as agent for the Appellants, has authority to sell the subject properties and to execute any and all documents on behalf of Appellants needed to consummate the sales.
4. Whether the Bankruptcy Court erred in failing to consider the revocation of ML Manager’s asserted agency authority following foreclosure of the relevant real property.
5. Whether the Bankruptcy Court erred in ruling that the sale and transfer of the relevant property shall be free and clear of all liens, claims, encumbrances and interests.
6. Whether the Bankruptcy Court erred in approving the sales without considering ML Manager’s failure to fulfill its fiduciary obligations to Appellants.
7. Whether the Bankruptcy Court erred in ruling how the net sale proceeds attributable to the ownership percentage for the Appellants may be used and distributed by ML Manager.

RESPECTFULLY SUBMITTED this 14<sup>th</sup> day of September, 2010.

**BRYAN CAVE LLP**

By: /s/ BAS, #022721  
Robert J. Miller  
Bryce A. Suzuki  
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Counsel for the Rev Op Group

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COPY of the foregoing served via email  
this 14<sup>th</sup> day of September, 2010, upon:

Cathy Reece, Esq.  
Keith Hendricks, Esq.  
Fennemore Craig, P.C.  
3003 North Central Avenue, Suite 2600  
Phoenix, Arizona 85012-2913  
Counsel for Appellee, ML Manager, LLC  
[creece@fclaw.com](mailto:creece@fclaw.com)  
[khendricks@fclaw.com](mailto:khendricks@fclaw.com)

\_\_\_\_\_  
/s/ Sally Erwin

**EXHIBIT "A"**

**From Adversary Proceeding No. 2:10-ap-00430-RJH (Consolidated with Adversary Proceeding No. 2:10-ap-00717)**

<b>Date</b>	<b>Adv. Docket No.</b>	<b>Document Description.</b>
03/18/2010	1	Complaint
03/18/2010	2	Application for Order to Show Cause Requiring Defendants to Appear and Show Cause Why Declaratory Judgment Should Not Be Entered Against Them On The Issue of The Enforceability of the Agency Agreements filed by ML Manager LLC
03/18/2010	3	Notice of Lodging Proposed Order Requiring Defendants to Appear and Show Cause Why Declaratory Judgment Should Not Be Entered Against Them On the Issue of the Enforceability of the Agency Agreements filed by ML Manager LLC
03/18/2010	4	Affidavit of Service filed by ML Manager LLC
03/19/2010	5	Request for Issuance of Summons filed by ML Manager LLC
03/19/2010	6	Summons Issued
03/19/2010	7	Notice of Hearing Requiring Defendants to Appear and Show Cause Why Declaratory Judgment Should Not Be Entered Against Them On the Issue Of The Enforceability Of The Agency Agreements filed by ML Manager LLC
03/19/2010	8	Certificate of Service filed by ML Manager LLC
03/19/2010	9	Affidavit of Service filed by ML Manager LLC
03/19/2010	10	ORDER Requiring Defendants to Appear and Show Cause why Declaratory Judgment Should Not be Entered Against Them on the Issue of the Enforceability of the Agency Agreements signed on 3/19/2010
03/22/2010	12	BNC Certificate of Notice - PDF Document (related document(s) <u>10</u> Order to Show Cause)
03/24/2010	11	Affidavit of Service filed by ML Manager LLC (related document(s) <u>1</u> Complaint, <u>2</u> Application for Order to Show Cause, <u>3</u> Notice of Lodging Proposed Order, <u>6</u> Summons Issued, <u>7</u> Notice of Hearing, <u>10</u> Order to Show Cause)
03/31/2010	13	Motion to Quash REGARDING ORDER TO SHOW CAUSE WITH RESPECT TO CERTAIN DEFENDANTS (related document(s) <u>10</u> Order to Show Cause)
03/31/2010	17	Objection and Response filed by Sheldon H. Sternberg, as Trustee of the Sternberg Enterprises Profit Sharing Plan, dated December

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		30, 1991 (related document(s) <u>2</u> Application for Order to Show Cause)
04/01/2010	14	Minutes of Hearing held on: 04/01/2010 Subject: ORDER TO SHOW CAUSE WHY DECLARATORY JUDGMENT SHOULD NOT BE ENTERED AGAINST THE DEFENDANTS ON THE ISSUE OF ENFORCEABILITY OF THE AGENCY AGREEMENT.
04/02/2010	15	Notice of Lodging Proposed Order GRANTING MOTION TO QUASH REGARDING ORDER TO SHOW CAUSE WITH RESPECT TO CERTAIN DEFENDANTS AND QUASHING ORDER TO SHOW CAUSE
04/05/2010	16	ORDER Granting Motion to Quash Regarding Order to Show Cause with Respect to Certain Defendants and Quashing Order to Show Cause (Related Doc # <u>13</u> ) signed on 4/5/2010
04/19/2010	18	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of William L. Hawkins as Trustee of the Cornerstone Realty and Development, Inc., Defined Benefit Plan and Trust, dated January 1, 2004 (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	19	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of RONALD L KOHNER (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	20	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Morley Rosenfield, as Trustee of Morley Rosenfield, M.D. P.C. Restated Profit Sharing Plan (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	21	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Weksler-Casselmann Investments (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	22	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Michael Johnson Investments II, L.L.C. (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	23	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Evertson Oil Company, Inc. (related document(s) <u>1</u> Complaint)

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		(Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	24	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of BRETT M. MCFADDEN (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	25	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Mirit Caine, Yuval Caine (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Errata A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	26	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Trine Holdings, L.L.C. (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE)
04/19/2010	27	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of AJ Chandler 25 Acres, L.L.C. (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	28	Answer to Complaint filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Louis B. Murphey (related document(s) <u>1</u> Complaint). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	29	Answer to Complaint filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of LONNIE JOEL KRUEGER, TRUSTEE OF THE LONNIE JOEL KRUEGER FAMILY TRUST AGREEMENT DATED JANUARY 24, 1991 (related document(s) <u>1</u> Complaint). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	30	Answer to Complaint filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of JAMES C. SCHNECK, TRUSTEE OF THE JAMES C. SCHNECK REVOCABLE TRUST DATED OCTOBER 1, 1999 (related document(s) <u>1</u> Complaint). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	31	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Bear Tooth Mountain Holdings, L.L.P. (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	32	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Cornerstone Realty & Development, Inc. (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE)

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		(Entered: 04/19/2010)
04/19/2010	33	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of PUEBLO SERENO MOBILE HOME PARK, LLC (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	34	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Queen Creek XVIII, LLC (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/19/2010	35	Answer to Complaint, Counterclaim against ML Manager LLC filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of William L. Hawkins Family L.L.P. (related document(s) <u>1</u> Complaint) (Attachments: # <u>1</u> Exhibit A-E). (SUZUKI, BRYCE) (Entered: 04/19/2010)
04/23/2010	36	ORDER Setting Pre-Trial Status Conference
04/23/2010	37	BNC Certificate of Notice (related document(s) <u>36</u> Order Setting Pre-Trial Status Conference)
04/30/2010	38	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of BRETT M. MCFADDEN (related document(s) <u>24</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit Exhibits A-E). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	39	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Evertson Oil Company, Inc. (related document(s) <u>23</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit Exhibits A-E). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	40	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Michael Johnson Investments II, L.L.C. (related document(s) <u>22</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit Exhibits A-E). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	41	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Morley Rosenfield, as Trustee of Morley Rosenfield, M.D. P.C. Restated Profit Sharing Plan (related document(s) <u>20</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit Exhibits A-E). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	42	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of RONALD L KOHNER (related document(s) <u>19</u> Answer to Complaint, Counterclaim)

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		(Attachments: # <u>1</u> Exhibit Exhibits A-E). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	43	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Trine Holdings, L.L.C. (related document(s) <u>26</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit Exhibits A-E). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	44	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Weksler-Casselmann Investments (related document(s) <u>21</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit Exhibits A-E). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	45	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Mirit Caine, Yuval Caine (related document(s) <u>25</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit Exhibits A-E). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	46	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Queen Creek XVIII, LLC (related document(s) <u>34</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit A-F). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	47	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of PUEBLO SERENO MOBILE HOME PARK, LLC (related document(s) <u>33</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit s A-F)
04/30/2010	48	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of William L. Hawkins Family L.L.P. (related document(s) <u>35</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit s A-F). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	49	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Cornerstone Realty & Development, Inc. (related document(s) <u>32</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit s A-F). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	50	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of Bear Tooth Mountain Holdings, L.L.P. (related document(s) <u>31</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit s A-F). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	51	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of AJ Chandler 25 Acres, L.L.C. (related document(s) <u>27</u> Answer to Complaint, Counterclaim)

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		(Attachments: # <u>1</u> Exhibit s A-F). (SUZUKI, BRYCE) (Entered: 04/30/2010)
04/30/2010	52	Counterclaim against filed by BRYCE A. SUZUKI of BRYAN CAVE LLP on behalf of William L. Hawkins as Trustee of the Cornerstone Realty and Development, Inc., Defined Benefit Plan and Trust, dated January 1, 2004 (related document(s) <u>18</u> Answer to Complaint, Counterclaim) (Attachments: # <u>1</u> Exhibit s A-F). (SUZUKI, BRYCE) (Entered: 04/30/2010)
05/03/2010	53	Notice of Dismissal of Defendant Sheldon H. Sternberg, as Trustee of the Sternberg Enterprises Profit Sharing Plan, dated December 30, 1991, and any amendments thereto Without Prejudice filed by ML Manager LLC
05/05/2010	54	Motion to Consolidate Adversary Proceedings THE REV OP GROUP DEFENDANTS' MOTION TO CONSOLIDATE ADVERSARY PROCEEDINGS
05/05/2010	55	Motion to Accelerate/Expedite MOTION FOR EXPEDITED HEARING ON THE REV OP GROUP DEFENDANTS' MOTION TO CONSOLIDATE ADVERSARY PROCEEDINGS
05/05/2010	56	ORDER Granting Motion for Expedited Hearing on the Rev Op Group Defendants' Motion to Consolidate Adversary Proceedings (Related Doc # <u>55</u> , <u>54</u> ) signed on 5/5/2010
05/06/2010	57	Certificate of Service OF ORDER GRANTING MOTION FOR EXPEDITED HEARING
05/07/2010	58	Motion for Partial Summary Judgment COUNTERCLAIMANTS' MOTION FOR PARTIAL SUMMARY JUDGMENT
05/07/2010	59	Statement of Facts SEPARATE STATEMENT OF FACTS IN SUPPORT OF COUNTERCLAIMANTS' MOTION FOR PARTIAL SUMMARY JUDGMENT
05/07/2010	60	Answer to Amended Counterclaim filed by Yuval Caine and Mirit Caine(Related Doc # <u>45</u> ) filed by ML Manager LLC
05/07/2010	61	Answer to Amended Counterclaim filed by Weksler-Casselmann Investments(Related Doc # <u>44</u> ) filed by ML Manager LLC.
05/07/2010	62	Answer to Amended Counterclaim filed by ML Manager LLC
05/07/2010	63	Answer to Amended Counterclaim filed by Queen Creek XVIII, LLC (Related Doc # <u>34</u> ) filed by ML Manager LLC
05/07/2010	64	Answer to Amended Counterclaim filed by Ronald Kohner (Related Doc # <u>42</u> ) filed by ML Manager LLC
05/07/2010	65	Answer to Amended Counterclaim filed by Pueblo Sereno Mobile Home Park, LLC (Related Doc # <u>33</u> ) filed by ML Manager LLC
05/07/2010	66	Answer to Amended Counterclaim filed by Morley Rosenfield, as Trustee of Morley Rosenfield, M.D.P.C. Restated Profit Sharing

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		Plan (Related Doc # <u>41</u> ) filed by ML Manager LLC
05/07/2010	67	Answer to Amended Counterclaim filed by Michael Johnson Investments, II, LLC (Related Doc # <u>40</u> ) filed by ML Manager LLC
05/07/2010	68	Answer to Amended Counterclaim filed by Evertson Oil Company, Inc. (Related Doc # <u>39</u> ) filed by ML Manager LLC
05/07/2010	69	Answer to Amended Counterclaim filed by Cornerstone Realty and Development, Inc. (Related Doc # <u>32</u> ) filed by ML Manager LLC
05/07/2010	70	Answer to Amended Counterclaim Filed by AJ Chandler 25 Acres, LLC(Related Doc # <u>27</u> ) filed by ML Manager LLC
05/07/2010	71	Answer to Amended Counterclaim Filed by Bear Tooth Mountain Holdings, LLP (Related Doc # <u>50</u> ) filed by ML Manager LLC
05/07/2010	72	Answer to Amended Counterclaim Filed by Brett M. McFadden (Related Doc # <u>38</u> ) filed by ML Manager LLC
05/07/2010	73	Answer to Amended Counterclaim Filed by William L Hawkins Family LLP (Related Doc # <u>35</u> ) filed by ML Manager LLC
05/07/2010	74	Answer to Amended Counterclaim Filed by Cornerstone Realty and Development, Inc. Defined Benefit Plan and Trust (Related Doc # <u>52</u> ) filed by ML Manager LLC
05/10/2010	75	Minutes of Hearing held on: 05/10/2010 Subject: STATUS HEARING ON COMPLAINT AND STATUS HEARING ON COMPLAINT AND EXPEDITED HEARING ON PLAINTIFF'S MOTION TO CONSOLIDATE ADVERSARY 10-430 & ADVERSARY 10 -717.
05/10/2010	76	Motion to Intervene filed by Sheldon H. Sternberg, as Trustee of the Sternberg Enterprises Profit Sharing Plan, dated December 30, 1991.
05/12/2010	77	Notice of Lodging Proposed Order GRANTING MOTION TO CONSOLIDATE ADVERSARY PROCEEDINGS AND CONSOLIDATING ADVERSARY PROCEEDING 2:10-ap-00717 WITH AND INTO ADVERSARY PROCEEDING 2:10-ap-00430
05/12/2010	78	ORDER Granting Motion to Consolidate Adversary Proceedings and Consolidating Adversary proceeding 2:10-ap-00717 with and into Adversary Proceeding 2:10-ap-430 (Related Doc # <u>54</u> ) signed on 5/12/2010
05/13/2010	82	BNC Certificate of Notice - PDF Document (related document(s) <u>78</u> Order on Motion to Consolidate Adversary Proceedings)
05/14/2010	79	Response to Motion/Application to Intervene filed by Shelton Sternberg (related to motions(s) <u>76</u> ) filed by ML Manager LLC

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05/14/2010	80	Response to Motion/Application for Partial Summary Judgment (related to motions(s) <u>58</u> ) filed by ML Manager LLC.
05/14/2010	81	Statement of Facts in Response to Defendants/Counterclaimants' Separate Statement of Facts in Support of their Motion for Summary Judgment filed by ML Manager LLC. (related document(s) <u>58</u> Motion for Partial Summary Judgment)
05/17/2010	83	Reply to ML Manager's Response to Motion to Intervene (related to docket number(s) <u>79</u> , <u>76</u> ) filed by Sheldon H. Sternberg, as Trustee of the Sternberg Enterprises Profit Sharing Plan, dated December 30, 1991
05/21/2010	84	Reply to Motion/Application COUNTERCLAIMANTS' REPLY IN SUPPORT OF MOTION FOR PARTIAL SUMMARY JUDGMENT (related to motions(s) <u>58</u> )
05/25/2010	85	Minutes of Hearing held on: 05/25/2010 Subject: COUNTERCLAIMANT'S MOTION FOR PARTIAL SUMMARY JUDGMENT
05/25/2010	86	Motion for Judgment on Pleadings on Count II of the Rev-Op Group's Counterclaims, and ML Manager's Declaratory Judgment Claim against the Rev-Op Group filed by ML Manager LLC
05/25/2010	87	Motion to Exceed Page Limit Regarding ML Manager LLC's Motion for Judgment on the Pleadings filed by ML Manager LLC
05/25/2010	88	Notice of Lodging Proposed Order for ML Manager's Motion to Exceed Page Limit for its Motion for Judgment on the Pleadings filed by ML Manager LLC
05/25/2010	89	ORDER Denying Sternberg's Motion to Intervene (Related Doc # <u>76</u> ) signed on 5/25/2010
05/26/2010	90	Minutes of Hearing held on: 05/26/2010 Subject: COUNTERCLAIMANT'S MOTION FOR PARTIAL SUMMARY JUDGMENT
05/26/2010	91	ORDER Granting Motion to Exceed Page Limit for ML Manager's Motion for Judgment on the Pleadings (Related Doc # <u>86</u> ) signed on 5/26/2010
06/14/2010	92	Transcript of Hearing or Trial (Ruling Only) on, 5/26/2010, and Notice of Filing Transcript and Opportunity to Request Redaction of Personal Data Identifiers. Pursuant to Judicial Conference Policy, the transcript will not be electronically available for 90 days from the date of filing of the transcript.
06/21/2010	93	Application for Ex Parte Relief Ex Parte Request for Extension of Deadline to Respond to ML Manager's Motion for Judgment on the Pleadings
06/22/2010	94	ORDER Granting Application for Ex Parte Relief (Related Doc #

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		<u>93</u> ) signed on 6/22/2010
06/29/2010	95	RESPONSE IN OPPOSITION TO ML MANAGER'S MOTION FOR JUDGMENT ON THE PLEADINGS ON COUNT II OF THE REV-OP GROUP'S COUNTERCLAIMS, AND ML MANAGER'S DECLARATORY JUDGMENT CLAIM AGAINST THE REV-OP GROUP
07/13/2010	96	Reply to Motion/Application ML Manager's Reply in Support of its Motion for Judgment on the Pleadings on Count II of the Rev-Op Group's Counterclaims, and ML Manager's Declaratory Judgment Claim Against the Rev-Op Group (related to motions(s) <u>95</u> ) filed by ML Manager LLC
07/15/2010	99	Minutes of Hearing held on: 07/15/2010 Subject: ORAL ARGUMENT ON THE REMAINING ISSUES OF THE CROSS DECLARATORY JUDGMENT AND ORDER TO SHOW CAUSE WHY DECLARATORY JUDGMENT SHOULD NOT BE ENTERED AGAINST KEVIN T. O'HALLORAN, TRUSTEE OF THE ML LIQUIDATING TRUST.
07/23/2010	102	Supplemental Brief <i>ML MANAGER'S SUPPLEMENTAL BRIEF IN SUPPORT OF ITS MOTION FOR JUDGMENT ON THE PLEADINGS ON COUNT II OF THE REV-OP GROUP'S COUNTER-CLAIMS, AND ML MANAGER'S DECLARATORY JUDGMENT CLAIM AGAINST THE REV-OP GROUP</i> filed by ML Manager LLC
07/23/2010	103	Supplemental Objection to Motion/Application <i>LEGAL MEMORANDUM IN OPPOSITION TO ML MANAGER'S MOTION FOR JUDGMENT ON THE PLEADINGS</i> (related to motions(s) <u>95</u> )
07/27/2010	104	Memorandum Decision on Application of Twombly and Iqbal Standards signed on 7/27/2010 (related document(s) <u>86</u> Motion for Judgment on Pleadings))
07/27/2010	105	Declaratory Judgment signed on 7/27/2010 (related document(s) <u>102</u> Brief)
07/28/2010	106	OBJECTION TO ML MANAGER'S PROPOSED FORM OF JUDGMENT ON THE PLEADINGS
08/10/2010	107	Notice of Appeal
08/10/2010		Receipt of Notice of Appeal
08/10/2010	108	Response to Motion/Application <i>ML Manager's Response to the Rev-Op Group's Rule 59 Motion and Response to Objection to ML Manager's Proposed Form of Judgment on the Pleadings</i> (related to motions(s) <u>106</u> ) filed by ML Manager LLC
08/10/2010	109	Application for Attorney Fees filed by KEITH L. HENDRICKS

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		of FENNEMORE CRAIG PC on behalf of ML Manager LLC (Attachments: # <u>1</u> Exhibit A - Declaration of Keith L. Hendricks in Support of ML Manager's Application for Award of Attorneys' Fees# <u>2</u> Exhibit B - Proposed Judgment for Fees).
08/12/2010	110	Notice of Referral of Appeal and Transmittal to Bankruptcy Appellate Panel
08/17/2010	111	Acknowledgment of Appeal by BAP. (related document(s) <u>107</u> Notice of Appeal
08/23/2010	112	Notice of Hearing <i>NOTICE OF HEARING RE: ML MANAGER'S APPLICATION FOR AWARD OF ATTORNEYS' FEES</i> filed by CATHY L. REECE of FENNEMORE CRAIG on behalf of ML Manager LLC (related document(s) <u>109</u> Application for Attorney Fees) Hearing set for 9/28/2010 at 02:30 PM at 230 N. First Ave., 6th Floor, Courtroom 603, Phoenix, AZ (RJH ). (REECE, CATHY) (Entered: 08/23/2010)
08/30/2010	116	Motion for Stay Pending Appeal of Orders Approving Sales of Real Property
08/30/2010	117	Motion for Expedited Hearing on Motion for Stay of Judgment Pending Appeal
09/01/2010	119	Order Granting Motion for Expedited Hearing on Motion for Stay of Judgment Pending Appeal and Setting Hearing Thereon
09/01/2010	120	Notice of Hearing on Motion for Stay Pending Appeal
09/07/2010	121	ML Manager's Response to the Rev-Op Group's Motion for Stay Pending Appeal of the Declaratory Judgment
09/08/2010		Transcript of September 8, 2010 Hearing on Motions for Stay Pending Appeal
09/10/2010	125	Order Denying Motion for Stay Pending Appeal in the Adversary Proceeding
09/13/2010	127	Certificate that Record on Appeal is Complete to the United States District court
09/13/2010	128	Appellee's Designation of Additional Items to be Included on the Record on Appeal
--	--	Transcripts of hearings which have not been added to the docket yet and/or to the extent necessary where only partial transcripts have been filed
--	--	Email communications regarding Court's direction on objection to form of judgment

**From Bankruptcy Case No. 2:08-bk-07465-RJH**

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DOCKET NO.	DATE ENTERED	DOCUMENT DESCRIPTION
--	--	Copy of Bankruptcy Court Docket
1297	01/21/2009	Chapter 11 Plan The Official Committee of Investors' Plan of Reorganization Dated January 21, 2009 filed by Official Committee of Investors
1298	01/21/2009	Disclosure Statement in Support of The Official Committee of Investors' Plan of Reorganization Dated January 21, 2009
1466	03/12/2009	Notice of Filing of New or Changed Exhibits to the Investors Committee's Amended Disclosure Statement
1467	03/13/2009	Notice of Filing Redline Version of Investors Committee's First Amended Plan of Reorganization
1468	03/13/2009	First Amended Chapter 11 Plan The Official Committee of Investors' First Amended Plan of Reorganization dated March 12, 2009
1469	03/13/2009	Notice of Filing Redline Version of Investors Committee's Amended Disclosure Statement
1471	03/13/2009	Amended Disclosure Statement in Support of the Official Committee of Investors' First Amended Plan of Reorganization Dated March 12, 2009 Without Exhibits
1474	03/13/2009	Notice of Filing Exhibit 1 to Investors Committee's First Amended Plan of Reorganization and Exhibit E to Investors Committee's Amended Disclosure Statement
1527	04/03/2009	ORDER Approving Disclosure Statement and Setting Confirmation Hearing signed on 4/3/2009
1531	04/06/2009	Amended Disclosure Statement In Support of The Official Committee of Investors' First Amended Plan of Reorganization Dated March 12, 2009
1532	04/06/2009	The Official Committee of Investors' First Amended Plan of Reorganization Dated March 12, 2009
1649	05/05/2009	Joint Objection to OIC Chapter 11 Plan of Liquidation filed by Rev Op Group and Lewis Trust
1677	05/08/2009	Report of Ballots on Official Committee of Investors' First Amended Plan of Reorganization Dated March 12, 2009
1691	05/11/2009	Rev Op Group's Supplemental Plan Objection
1696	05/11/2009	Brief in Support of Official Committee of Investors' First Amended Plan of Reorganization and Reply to Objections
1713	05/12/2009	Debtor's Objection to Ballot Report of Voting on Official

DOCKET NO.	DATE ENTERED	DOCUMENT DESCRIPTION
		Committee of Investors' First Amended Plan of Reorganization Dated March 12, 2009
1719	05/12/2009	Minutes of Hearing held on 05/12/2009, Subject: PRETRIAL CONFERENCE ON CONFIRMATION OF INVESTORS COMMITTEE'S PLAN
1721	05/13/2009	Minutes of Hearing held on 05/13/2009, Subject: EVIDENTIARY HEARING ON CONFIRMATION OF INVESTORS COMMITTEE'S PLAN
1744	05/18/2009	Minutes of Hearing held on 05/18/2009, Subject: CONTINUED HEARING ON PLAN CONFIRMATION
1750	05/19/2009	Minutes of Hearing held on 05/19/2009, Subject: CONTINUED HEARING ON PLAN CONFIRMATION
1755	05/21/2009	Order Confirming Investors Committee's First Amended Plan of Reorganization Dated March 12, 2009
1807	06/16/2009	Notice of Filing Notice of Effective Date of Investors Committee's First Amended Plan of Reorganization Dated March 12, 2009 and Notice of Administrative Claims Bar Date
2050	08/06/2009	Emergency Motion to Extend Deadline for Pass-Through Investors to Transfer Their Fractional Interests in ML Notes and Deeds of Trust into Loan LLCs
2055	08/07/2009	Order Approving an Extension of the Deadline for Pass-Through Investors to Transfer Their Fractional Interests in Notes and Deeds of Trust Into the Loan LLCs
2136	08/27/2009	Transcript of Hearing or Trial on 5/18/2009
2158	09/08/2009	Transcript of Hearing or Trial on 5/19/2009
2168	09/14/2009	Rev Op Group's Emergency Motion for Entry of Order: (I) Clarifying Chapter 11 Plan, Confirmation Order, and Other Matters Relevant to Transfer Decision of Pass-Through Investors; and (II) Extending the Transfer Decision Deadline
2197	09/21/09	Order Approving an Extension of the Deadline for Pass-Through Investors to Transfer Their Fractional Interests in Notes and Deeds of Trust Into the Loan LLCs and Setting Hearing
2219	09/25/2009	Notice of Filing Notice of Filing Rev Op Group's Appendix of Mortgages Ltd. Investment Documents
2229	09/28/2009	Transcript of Hearing or Trial on 5/13/2009
2260	10/02/2009	The Lewis and Underwood Trusts' Joinder in Emergency Motion for Entry of Order Clarifying Chapter 11 Plan, Confirmation Order, and Other Matters Relevant to Transfer Decision of Pass-

DOCKET NO.	DATE ENTERED	DOCUMENT DESCRIPTION
		Through Investors
2265	10/02/2009	Response and Objection to Rev-Op Group's Emergency Motion for Entry of Order: (I) Clarifying Chapter 11 Plan, Confirmation Order, and Other Matters Relevant to Transfer Decisions of Pass-Through Investors; and (II) Extending the Transfer Decision
2269	10/07/2009	Response to Motion/Application Filed by the Lewis Trust, Underwood Trust and Sternberg, and ML Manager's Supplement to the Response to the Objection to Rev Op Group's Emergency Motion
2275	10/09/2009	Sternberg Enterprises Profit Sharing Plan's Joinder in Rev Op Groups Emergency Motion for Order Clarifying Chapter 11 Plan
2277	10/09/2009	Robert Furst's Response to Rev-Op Group's Emergency Motion for Entry of Order: (I) Clarifying Chapter 11 Plan, Confirmation Order, and Other Matters Relevant to Transfer Decision of Pass-Through Investors; and (II) Extending the Transfer Decision
2279	10/08/2009	Minutes of Hearing held on 10/08/2009, Subject: HEARING ON THE REV OP GROUP'S MOTION FOR ENTRY OF ORDER CLARIFYING CHAPTER 11 PLAN, CONFIRMATION ORDER
2313	10/14/2009	Emergency Motion to Extend Deadline for Pass-Through Investors to Transfer Their Fractional Interests in ML Notes and Deeds of Trust into Loan LLCs through October 31, 2009 filed by ML Manager LLC
2318	10/14/2009	ORDER Granting Motion to Extend (Related Doc # 2313 ) signed on 10/14/2009
2323	10/22/2009	Memorandum Decision
2327	10/22/2009	ML Manager LLC's Emergency Motion to Amend the Court's October 21, 2009 Memorandum Decision
2338	10/28/2009	Order Granting ML Manager LLC's Emergency Motion and Amending the Court's October 21, 2009 Memorandum Decision
2343	10/28/2009	Robert Furst's Response to ML Manager LLC's Emergency Motion to Amend the Court's October 21, 2009 Memorandum Decision
2345	10/29/2009	Order Regarding Motion to Clarify
2352	10/30/2009	The Rev Op Group's Motion to Reconsider Amended Memorandum Decision and Order
2353	10/30/2009	Notice of Filing Declaration of Louis B. Murphey in Support of Motion to Reconsider Amended Decision and Order

DOCKET NO.	DATE ENTERED	DOCUMENT DESCRIPTION
2355	10/30/2009	Declaration Of Sheldon H Sternberg filed by STERNBERG ENTERPRISES PROFIT SHARING PLAN
2356	11/02/2009	Sternberg Enterprises Profit Sharing Plan's Motion to Reconsider the Courts October 21, 2009 Memorandum Decision [sic] as Amended
2369	11/05/2009	Order Denying Sternberg and Rev Op Group's Motions to Reconsider memorandum Decisions and Orders of October 21 and October 27
2401	11/13/2009	Notice of Appeal on behalf of REV OP GROUP and STERNBERG ENTERPRISES PROFIT SHARING PLAN
2415	11/18/2009	Motion for Damages for Creditor Misconduct (Attorneys' Fees and Costs Re Rev Op Group's Motion for Clarification and Related Joinders) filed by ML Manager LLC
2416	11/18/2009	Declaration in Support of Motion for Attorneys' Fees and Costs Re Rev Op Group's Motion for Clarification and Related Joinders filed ML Manager LLC
2461	11/25/2009	Emergency Motion to Remove Professional (OR FOR ORDER CONCERNING REMOVAL OF WILLIAM HAWKINS FROM THE BOARD OF MANAGERS) filed by ML Manager LLC
2468	11/30/2009	Response to Motion/Application RESPONSE TO ML MANAGER'S MOTION FOR FEES AND COSTS (related to motions(s) 2415 ) filed by Rev Op Group and STERNBERG ENTERPRISES PROFIT SHARING PLAN
2480	12/03/2009	ORDER Denying ML Manager's Motion For Sanctions Against Rev Op Group
2547	01/04/2010	Response to Motion/Application RESPONSE TO THE MOTION TO REMOVE WILLIAM HAWKINS FROM THE BOARD OF THE ML MANAGER LLC on behalf of Rev Op Group
2859	07/30/2010	Motion to Sell Real Property Free and Clear of Liens, Claims, Encumbrances, and Interests
2867	08/05/2010	Motion to Sell Real Property Free and Clear of Liens, Claims, Encumbrances, and Interests
2878	08/18/2010	Response to ML Manager's Motion to Approve Sale of Real Property
2881	08/19/2010	Response to ML Manager's Motion to Approve Sale of Real Property
2882	08/25/2010	Reply in Support of Motion to Sell Real Property Free and Clear of Liens, Claims, Encumbrances, and Interests (CITLO)

DOCKET NO.	DATE ENTERED	DOCUMENT DESCRIPTION
2883	08/25/2010	Blackeye Capital, L.L.C.'s Response to Motion to Sell Real Property Free and Clear of all Liens, Claims, Encumbrances and Interests
2884	08/25/2010	Minutes of Hearing Held on August 25, 2010
2886	08/25/2010	Reply in Support of Motion to Sell Real Property Free and Clear of Liens, Claims, Encumbrances, and Interests
2887	08/25/2010	Order Approving Motion to Sell Real Property Free and Clear of Liens, Claims, Encumbrances, and Interests
2888	08/26/2010	Blackeye Capital, L.L.C.'s Response to Motion to Sell Real Property Free and Clear of Liens, Claims, Encumbrances and Interests
2892	08/27/2010	Order Approving Motion to Sell Real Property Free and Clear of Liens, Claims, Encumbrances, and Interests
2905	08/31/2010	Notice of Appeal
2907	08/31/2010	Motion for Stay Pending Appeal of Orders Approving Sales of Real Property
2908	08/31/2010	Motion for (I) Expedited Hearing on Motion for Stay Pending Appeal of Orders Approving Sale of Real Property; and (II) Consolidation of Hearing with Expedited Hearing on Motion for Stay Pending Appeal in the Adversary Proceeding
2910	08/31/2010	Order Granting (I) Motion for Expedited Hearing on Motion for Stay Pending Appeal of Orders Approving Sale of Real Property; (II) Consolidating Hearing with Expedited Hearing on Motion for Stay Pending Appeal in the Adversary Proceeding; and (III) Setting Hearing Thereon
2911	09/01/2010	Emergency Ex Parte Motion for Administrative Stay Pending September 8, 2010 Hearing
2912	09/01/2010	Notice of Hearing on Motion for Stay Pending Appeal of Orders Approving Sale of Real Property
2927	09/07/2010	ML Manager's Response to the Rev-Op Group's Motion for Stay Pending Appeal Relating to the Appeal of the MDC Order and the CITLO Order
	09/08/2010	Transcript of September 8, 2010 Hearing on Motions for Stay Pending Appeal
2934	09/10/2010	Order Denying Motion for Stay Pending Appeal of Orders Approving Sale of Real Property
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DOCKET NO.	DATE ENTERED	DOCUMENT DESCRIPTION
		have been filed
--	--	Any other docket entries as necessary

**From Claims Register for Bankruptcy Case No. 2:08-bk-07465-RJH**

CLAIM NO.	DATE ENTERED	DOCUMENT DESCRIPTION
878	11/19/2008	Bear Tooth Mountain Holdings, L.L.P.'s Proof of Claim
893	11/19/2008	Pueblo Sereno Mobile Home Park, L.L.C.'s Proof of Claim
894	11/19/2008	Queen Creek XVIII, L.L.C.'s Proof of Claim
895	11/19/2008	Morley Rosenfield, M.D. P.C. Restated Profit Sharing Plan's Proof of Claim
896	11/19/2008	Morley Rosenfield, M.D. P.C. Restated Profit Sharing Plan's Proof of Claim