

1 ALLEN MATKINS LECK GAMBLE
MALLORY & NATSIS LLP
2 DAVID R. ZARO (BAR NO. 124334)
TIM C. HSU (BAR NO. 279208)
3 865 South Figueroa Street, Suite 2800
Los Angeles, California 90017-2543
4 Phone: (213) 622-5555
Fax: (213) 620-8816
5 E-Mail: dzaro@allenmatkins.com
thsu@allenmatkins.com

NOTE: CHANGES MADE BY THE COURT

6 ALLEN MATKINS LECK GAMBLE
MALLORY & NATSIS LLP
7 EDWARD G. FATES (BAR NO. 227809)
8 One America Plaza
600 West Broadway, 27th Floor
9 San Diego, California 92101-0903
Phone: (619) 233-1155
10 Fax: (619) 233-1158
E-Mail: tfates@allenmatkins.com

11 Attorneys for Receiver
12 Thomas A. Seaman

13 **UNITED STATES DISTRICT COURT**
14 **CENTRAL DISTRICT OF CALIFORNIA**
15 **WESTERN DIVISION**

16 SECURITIES AND EXCHANGE
COMMISSION,

17 Plaintiff,

18 v.

19 STEVE CHEN, USFIA, INC.,
20 ALLIANCE FINANCIAL
GROUP, INC., AMAUCTION, INC.,
21 ABORELL MGMT I, LLC, ABORELL
22 ADVISORS I, LLC, ABORELL
REIT II, LLC, AHOME REAL
23 ESTATE, LLC, ALLIANCE
NGN, INC., APOLLO REIT I, INC.,
24 APOLLO REIT II, LLC, AMKEY, INC.,
25 US CHINA CONSULTATION
ASSOCIATION, and QUAIL RANCH
26 GOLF COURSE, LLC,

27 Defendants.
28

Case No. 2:15-cv-07425 RGK PLA

**AMENDED [~~PROPOSED~~] ORDER
(A) APPROVING SALE OF
RESIDENTIAL REAL PROPERTY
(ALHAMBRA GARDENS
PROPERTY), AND
(B) AUTHORIZING PAYMENT OF
BROKER'S COMMISSION**

Date: July 10, 2017
Time: 9:00 a.m.
Ctrm.: 850
Judge: Hon. R. Gary Klausner

1 The Court having received and read the Motion for (A) Approval of Sale of
2 Residential Real Property (Alhambra Gardens Property), and (B) Authority to Pay
3 Broker's Commission ("Motion") of Thomas A. Seaman ("Receiver"), the Court-
4 appointed receiver for Defendants USFIA, Inc., Alliance Financial Group, Inc.,
5 Amauction, Inc., Aborell Mgmt I, LLC, Aborell Advisors I, LLC, Aborell
6 REIT II, LLC, Ahome Real Estate, LLC, Alliance NGN, Inc., Apollo REIT I, Inc.,
7 Apollo REIT II, LLC, Amkey, Inc., US China Consultation Association, Quail
8 Ranch Golf Course, LLC, and their subsidiaries and affiliates (collectively,
9 "Receivership Entities"), including any supporting declarations and objections filed
10 therein, and being so advised in the matter and finding good cause, orders as follows:

11 **IT IS ORDERED:**

- 12 1. The Motion is granted.
- 13 2. The sale of the property known as Alhambra Gardens ("Property"), as
14 described in the Residential Income Property Purchase Agreement and Joint Escrow
15 Instructions and Addendum attached as Exhibit A to the Declaration of Thomas A.
16 Seaman ("Winstar PSA"), as modified by the First Amendment to Residential
17 Income Property Purchase Agreement and Joint Escrow Instructions attached to the
18 Notice of Results of Auction of Residential Real Property (Alhambra Gardens
19 Property) and Lodgment of Amended Proposed Order ("Notice of Results") as
20 Exhibit A ("First Amendment"), by Thomas A. Seaman, as receiver, to Winstar
21 Properties, Inc. ("Buyer") is confirmed and approved;
- 22 3. The Winstar PSA, including the First Amendment, is approved;
- 23 4. The purchase price of \$8,410,000 for the Property is confirmed and
24 approved;
- 25 5. In the event Winstar Properties fails to close the sale transaction
26 pursuant to the Winstar PSA, the Residential Income Property Purchase Agreement
27 and Joint Escrow Instructions with Overbidder Landmark Properties attached to the
28

1 Notice of Results as Exhibit B, including the purchase price of \$8,380,000 for the
2 Property, is approved;

3 6. The Receiver is immediately authorized to complete the sale transaction,
4 including executing any and all documents as may be necessary and appropriate to
5 do so;

6 7. The Receiver is authorized to immediately pay, upon closing of the sale,
7 a commission of 3.5% of \$7,906,000 to broker Secured Properties, Inc.

8
9 Dated: July 12, 2017



Hon. R. Gary Klausner
Judge, United States District Court

10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28