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MATTHEW D. PHAM (BAR NO. 287704)
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7 Attorneys for Receiver
8 STEPHEN J. DONELL

9 UNITED STATES DISTRICT COURT
10 CENTRAL DISTRICT OF CALIFORNIA
11

12 FEDERAL TRADE COMMISSION,
13 Plaintiff,
14 v.
15 ASCEND CAPVENTURES INC., et al.,
16 Defendants.

Case No. 2:24-CV-07660-SPG-JPR

**DECLARATION OF JOSHUA A.
DEL CASTILLO IN SUPPORT OF
AMENDED FIRST INTERIM
APPLICATION FOR PAYMENT OF
FEES OF RECEIVER, STEPHEN J.
DONELL, AND HIS
PROFESSIONALS**

[Application for Payment of Fees;
Memorandum of Points and Authorities;
Declaration of Stephen J. Donell;
Declaration of Brian J. Landau;
Declaration of Alan R. Rosenberg;
Declaration of Frances A. Smith; and
[Proposed] Order submitted concurrently
herewith]

Date: April 23, 2025
Time: 1:30 pm
Ctm: 5C
Judge Hon. Sherilyn Peace Garnett

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1 I, Joshua A. del Castillo, declare as follows:

2 1. I submit this Declaration in support of the concurrently filed *Amended*
3 *First Interim Application for Payment of Fees of Receiver, Stephen J. Donell, and*
4 *his Professionals* (the "Application"). I have personal knowledge of the facts set
5 forth in this Declaration and, if called as a witness, could and would testify
6 competently to such facts, under oath.

7 2. I am a partner at the law firm Allen Matkins Leck Gamble Mallory &
8 Natsis LLP ("Allen Matkins"), having been employed at Allen Matkins since 2006.
9 I am a California attorney and have represented federal equity receivers appointed in
10 government enforcement actions for nearly nineteen (19) years. In my opinion,
11 Allen Matkins has been a fixture in the receivership community for decades, and
12 maintains one of the most prolific and wide-ranging receiverships practices on the
13 west coast of the United States, having served as lead receivership counsel in dozens
14 of federal equity receivership matters, including the above-entitled action. At
15 present, Allen Matkins serves as lead receivership or monitorship counsel in at least
16 seven (7) pending enforcement actions brought by the U.S. Securities and Exchange
17 Commission and Federal Trade Commission, in addition to numerous state court
18 receivership actions.

19 3. Allen Matkins serves as lead receivership counsel in the above-entitled
20 action. In that capacity, and it has endeavored to perform services for the Receiver
21 as expeditiously and efficiently as possible. In addition, and in order to ensure that
22 fees were minimized to the degree possible, Allen Matkins has agreed to apply an
23 across-the-board discount of 10% to all standard receivership rates for all of its
24 attorney timekeepers in this matter, reflecting a discount of over 35% of its national
25 rates for some attorneys. As an accommodation to the receivership estate (the
26 "Estate") established in the above-entitled action, Allen Matkins also applied a one-
27 time write off of an additional \$15,000 from its fees requested in the Application,
28 further reducing the cost to the Estate.

1 4. I am a member of the National Association of Federal Equity Receivers
2 ("NAFER"), a leading national association comprised of professionals working in
3 the areas of receivership, insolvency, bankruptcy, restructuring, and asset recovery.
4 I am a regular speaker at NAFER events, having produced and served as a panelist
5 at several of NAFER's most recent annual conferences, in addition to serving as a
6 co-author for other speakers' presentations. I have, at various times, been a member
7 of the California Receivers Forum and the Financial Lawyers Conference.¹ I also
8 regularly publish on developments in receivership law, and, with Stephen J. Donell
9 (the "Receiver") – the Court-appointed receiver in the above-entitled action – I co-
10 authored a number of articles, including an oft-cited analysis of a receiver's
11 authority to sell assets of a receivership estate, originally published by the California
12 Receivers Forum. A true and correct copy of my Allen Matkins firm biography is
13 attached hereto as Exhibit A. True and correct copies of Allen Matkins firm
14 biographies for attorneys Matthew Pham and Alphamorlai Kebeh – the other
15 attorneys principally staffed on the above-entitled receivership – are attached hereto
16 as Exhibits B and C, respectively.

17 5. I am familiar with the prevailing rates for similarly qualified and
18 experienced attorneys in receivership matters pending in the United States District
19 Courts for each of the Districts in California. The rates charged by Allen Matkins in
20 the above-entitled receivership matter are consistent with the hourly rates charged
21 by the firm in other federal receivership and fiduciary engagements, as well as
22 consistent with, or below, rates charged by other firms in federal receivership
23 matters. Attached hereto collectively as Exhibit D are true and correct copies of
24 employment motions from other firms providing federal receivership representation
25 in matters pending in the United States District Court for the Eastern District of
26

27 ¹ I am informed and believe that other members of the Allen Matkins team staffed
28 in the above-entitled matter are members of NAFER, the American Bankruptcy
Institute, and the California Bankruptcy Forum, among other relevant
organizations.

1 California, in which Allen Matkins represents non-receiver parties, reflecting hourly
2 rates consistent with, but also as high as nearly double the average rate charged by
3 Allen Matkins in with the above-entitled action. Each of the employment
4 applications attached hereto as part of Exhibit D was granted in its respective
5 receivership.²

6 6. I declare under penalty of perjury that the foregoing is true and correct.
7 Executed on March 13, 2025, at Los Angeles, California.

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11 Joshua A. del Castillo
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24 ² Allen Matkins is sensitive to the Court's apparent concern regarding the
25 Receiver's and his professionals' original request for payment in an amount in
26 excess of the funds then available in the receivership estate. While that is no
27 longer an issue for the Application, given the Receiver's subsequent recoveries,
28 Allen Matkins notes that requests of this nature are occasionally necessary, and
approved by presiding courts. By way of example, attached hereto as Exhibit E
is a true and correct copy of an order from the United States District Court for the
District of Maryland granting a receiver's and his attorney's fee application in a
Federal Trade Commission engagement, specifically authorizing fees in excess
of the then-available amount held by the receiver, to be paid *pro rata* as funds
were recovered.

EXHIBIT A



Joshua A. del Castillo

PARTNER | LOS ANGELES

T (213) 955-5591

E jdelcastillo@allenmatkins.com

Institutional lenders, commercial litigants, and receivers look to Joshua for inventive answers to complex creditors' rights, receivership, and regulatory questions. His depth of experience and creativity in the areas of creditors' rights litigation and bankruptcy, the unique relationships he has cultivated in the receiverships space, and his familiarity with up-to-the-minute regulatory developments, enable him to develop innovative strategies that mitigate client risks and improve client results.

Creditors' Rights, Litigation, and Regulatory Counsel

Joshua is a key member of the firm's Restructuring, Insolvency & Bankruptcy practice, and routinely serves as counsel for institutional lenders or other creditors in bankruptcy and commercial litigation proceedings throughout California, in both state and federal courts, in addition to providing oversight to local counsel nationwide. Joshua likewise regularly represents clients in state and federal appellate matters. He is often called upon to provide proactive regulatory counsel, dispensing compliance advice and developing and deploying troubleshooting strategies, many derived from his extensive experience in serving as defense counsel to financial institutions in regulatory matters. In this capacity, Joshua assists clients in effectively satisfying their regulatory obligations while seeking to avoid potentially costly litigation or penalties.

A Pioneer in Receivership Solutions

As a member of the firm's premier Receiverships, Lenders & Special Creditor Remedies practice, Joshua has been recognized for pioneering new legal solutions for receivers in state and federal matters, and has developed significant practical experience in creditors' rights, bankruptcy, and commercial

EDUCATION

J.D., USC Gould School of Law

M.A., University of Michigan

B.A., *cum laude*, University of Southern California

SERVICES

Restructuring, Insolvency & Bankruptcy

Litigation & Counseling

Receiverships, Lenders & Special Creditor Remedies

Commercial Finance

INDUSTRIES

Financial Services

Residential & Multifamily

litigation, including in the receivership context. This experience has taught him how to leverage new developments in the law to find innovative solutions to both age-old and novel problems.

Joshua bolsters his ability to solve multi-faceted client problems with broad access to critical resources at Allen Matkins—including lawyers with unique knowledge and relationships across a spectrum of environmental, real estate, securities, labor, and related issues—and regularly works with an extensive network of outside professionals, including forensic accountants, tax accountants, private investigators, property managers, and brokers. Joshua endeavors to staff matters leanly so that his clients become familiar with all of the lawyers working on their matters, and receive accountable and responsive service.

In the Community

While helping his clients thrive, Joshua works to help the broader community prosper. In addition to his commitment to *pro bono* service, he currently serves on the Advisory Board of the Wage Justice Center, which works to advance low-income workers' rights, educate workers, and advocate for the collection of unpaid wages.

MEMBERSHIPS

- Financial Lawyers Conference
- California Receivers Forum
- Hispanic National Bar Association
- National Association of Federal Equity Receivers

ACCOLADES

- *Pro Bono* Award, Wage Justice Center, 2009

BAR ADMISSIONS

- California

COURT ADMISSIONS

- All California state courts
- U.S. District Court, Northern District of California (including Bankruptcy Court)
- U.S. District Court, Eastern District of California (including Bankruptcy Court)
- U.S. District Court, Central District of California (including Bankruptcy Court)
- U.S. District Court, Southern District of California (including Bankruptcy Court)
- U.S. Court of Appeals for the Ninth Circuit
- Bankruptcy Appellate Panel of the Ninth Circuit
- Supreme Court of the United States

Matters

LITIGATION AND BANKRUPTCY

- **Commercial Lenders.** Large bankruptcy and breach of contract dispute, in both state and federal courts.
- **Developers.** Preferential transfer claims brought by bankruptcy trustees.
- **Law Firms.** Bankruptcy of a large client.
- **Mortgage Lenders.** Multiple commercial litigation matters, in both state and federal courts, including courts of appeal.
- **Non-Profit Organizations.** *Pro bono* assistance to a non-profit organization representing indigent and low-income workers in employment disputes.

FEDERAL EQUITY RECEIVERSHIPS

- ***Securities and Exchange Commission v. Plus Money, Inc., et al.***, (U.S. District Court, Southern District of California). Represented a receiver in an enforcement action alleging a \$45 million Ponzi-like investment scheme based on purported covered-call option trading. Receiver marshaled assets and distributed funds to defrauded investors.
- ***Securities and Exchange Commission v. Pacheco, et al.***, (U.S. District Court, Southern District of California). Represented a receiver in an enforcement action alleging a \$15 million Ponzi-like investment scheme based on purported covered-call option trading. Receiver marshaled assets and distributed funds to defrauded investors.
- ***Securities and Exchange Commission v. Medical Capital Holding, et al.***, (U.S. District Court, Central District of California). Represented a receiver in an enforcement action alleging a Ponzi-like investment scheme which raised over \$1 billion, ostensibly to purchase medical receivables.
- ***Securities and Exchange Commission v. Global Online Direct, Inc., et al.***, (U.S. District Court, Northern District of Georgia). Represented a receiver in an enforcement action alleging that the defendant entities raised over \$45 million through the sale of unregistered securities.
- ***Securities and Exchange Commission v. Trabulse, et al.***, (U.S. District Court, Northern District of California). Represented a receiver appointed to monitor a hedge fund, at the request of the Securities and Exchange Commission.
- ***Federal Trade Commission v. Consumer Advocates Group, LLC, et al.***, (U.S. District Court, Southern District of California). Represented a receiver in an enforcement action alleging deceptive and fraudulent mortgage modification practices.

REAL PROPERTY RECEIVERSHIPS

- **Wachovia Bank, NA v. Downtown Sunnyvale Residential, LLC, et al.**, (Superior Court of California, County of Santa Clara). Represented a real property receiver appointed over a large-scale commercial development in connection with successfully securing trial court approval of the receiver's administration and improvement of the development, as well as approval of the receiver's compensation and discharge request.
- **First Citizens Bank & Trust Co. v. NDustrial Drive LLC, et al.**, (Superior Court of California, County of San Joaquin). Represented a real property receiver appointed to administer receivership estate substantially comprised of abandoned recycling facility. Assisted receiver with site clean-up, marketing, and sale efforts.
- **Hana Small Business Lending, Inc. v. Rock Petroleum, Inc., et al.**, (Superior Court of California, County of Riverside). Represented a real property receiver appointed to administer, and ultimately sell, receivership estate comprised of multiple service stations, convenience stores, and attendant contracts and permits.
- **Excel National Bank v. Tolosa Sison Family Corp., et al.**, (Superior Court of California, County of San Mateo). Represented a real property receiver appointed to administer receivership estate substantially comprised of service station and convenience store assets.

REGULATORY COMPLIANCE

- **Real Property Brokerage.** Represented one of the Southwest's largest real property brokerages in litigation alleging a violation of federal consumer protection statutes.
- **Lenders and Institutional Investors.** Litigation alleging systematic violations of the Fair Credit Reporting Act. Represented national institutional investor in connection with revision of internal policies and procedures for compliance with new or revised consumer protection statutes. Represented lender in connection with action implicating Bank Secrecy Act and Gramm-Leach-Bliley-Act matters.
- **Telecommunications Business.** Policies and procedures for compliance with new or revised consumer protection statutes.
- **Public Interest Organizations.** Provided analysis of applicability of provisions of Dodd-Frank Act to highly publicized business practices of so-called buy-here / pay-here automobile dealerships.

EXHIBIT B



Matthew D. Pham

ASSOCIATE | LOS ANGELES

T (213) 955-5526

E mpham@allenmatkins.com

Matthew is an associate in the Los Angeles office where he is a member of the Receiverships, Lenders & Special Creditor Remedies and the Restructuring, Insolvency & Bankruptcy practice.

Across a range of bankruptcy and insolvency-related proceedings, such as chapter 11 cases, receiverships, assignments for the benefit of creditors, and out-of-court workouts, Matt has represented a variety of constituents, including operating debtors, creditors' committees, secured and unsecured creditors, shopping center landlords, utility companies, and defendants in avoidance actions.

Following law school, Matt served in two clerkships. From 2011 to 2014, he was a rotating law clerk to the Honorable Fredrick E. Clement, W. Richard Lee (retired), and Whitney Rimel (retired) of the U.S. Bankruptcy Court, Eastern District of California. Then, from 2014 to 2015, he clerked for the Honorable Scott H. Yun of the U.S. Bankruptcy Court, Central District of California. Prior to joining Allen Matkins, Matt was in private practice at two mid-sized firms in Southern California

EDUCATION

J.D., *cum laude*, UC Hastings College of the Law
B.S.C., *summa cum laude*, Santa Clara University

SERVICES

Receiverships, Lenders & Special Creditor Remedies
Restructuring, Insolvency & Bankruptcy

MEMBERSHIPS

- California Lawyers Association's Business Law Section, Insolvency Law Committee (current chair of the Constituency, Outreach, and Website Subcommittee)
- Financial Lawyers Conference
- American Bankruptcy Institute

BAR ADMISSIONS

- California

COURT ADMISSIONS

- U.S. District Court, Central District of California
- U.S. District Court, Eastern District of California

- U.S. District Court, Northern District of California
- U.S. District Court, Southern District of California

EXHIBIT C



ALPHAMORLAI "MO" L. KEBEH

ASSOCIATE | LOS ANGELES

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E mkebeh@allenmatkins.com

EDUCATION

J.D., UCLA School of Law
B.A., University of
Massachusetts, Amherst

SERVICES

Restructuring, Insolvency &
Bankruptcy

INDUSTRIES

Financial Services
Real Estate

Mo is an associate in the Los Angeles office, focusing on bankruptcy transactional and litigation matters. He represents debtors, trustees, and creditors across industries in Chapter 7 and Chapter 11 actions and in other insolvency issues. Mo has extensive experience drafting and analyzing documents for adversarial bankruptcy and related proceedings in federal and state court, including pleadings, settlements, and reorganization and liquidation plans.

During law school, Mo served as a mentor for the Black Law Students Association and the UCLA Law Fellows Program. He also completed legal internships with the Wasserman Group and SAG-AFTRA.

BAR ADMISSIONS

- California

MEMBERSHIPS

- Los Angeles Bankruptcy Forum- Diversity, Equity, and Inclusion Committee, Co-Chair
- National Conference of Bankruptcy Judges- Former Blackshear Presidential Fellow
- Beverly Hills Bar Association – Entertainment Law Section, Member; Bankruptcy Section, Former Committee Chair
- Langston Bar Association, Member
- American Bankruptcy Institute, Member

EXHIBIT D

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terence.banich@katten.com
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3 Chicago, IL 60661-3693
Telephone: (312) 902-5200
4 Facsimile: (312) 902-1061

5 John E. Mitchell (*pro hac vice*)
Michaela C. Crocker (*pro hac vice*)
6 **KATTEN MUCHIN ROSENMAN LLP**
2121 North Pearl St., Ste. 1100
7 Dallas, TX 75201-2591
Telephone: (214) 765-3600
8 Facsimile: (214) 765-3602

9 *Proposed Attorneys for the Receiver*
Lance Miller

11 **UNITED STATES DISTRICT COURT**
12 **EASTERN DISTRICT OF CALIFORNIA**

13 THE PRUDENTIAL INSURANCE
14 COMPANY OF AMERICA, et al.,

15 Plaintiffs,

16 v.

17 ACDF, LLC, et al.

18 Defendants.

) No. 1:24-cv-01102-KES-SAB
)
) **NOTICE OF MOTION AND**
) **UNOPPOSED MOTION OF**
) **RECEIVER LANCE MILLER FOR**
) **ORDER AUTHORIZING**
) **EMPLOYMENT OF KATTEN**
) **MUCHIN ROSENMAN LLP AS**
) **COUNSEL *NUNC PRO TUNC*;**
) **MEMORANDUM OF POINTS AND**
) **AUTHORITIES IN SUPPORT**
) **THEREOF**

)
) Hearing Date: January 6, 2025
) Hearing Time: 1:30 p.m. PT
) Location: Courtroom 6, 7th floor
)

HONORABLE KIRK E. SHERRIFF

28 ¹ Designated as counsel for service pursuant to L.R. 182(c)(1).

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1 TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

2 PLEASE TAKE NOTICE THAT, on January 6, 2025, at 1:30 p.m. PT, or as soon thereafter
3 as the matter may be heard in Courtroom 6, located at the United States Courthouse, 2500 Tulare
4 Street, Fresno, California 93721, Lance Miller, not individually but solely in his capacity as the duly
5 appointed receiver (the “**Receiver**”), will and hereby does move the Court for entry of an order
6 authorizing him to employ Katten Muchin Rosenman LLP as his counsel (the “**Motion**”).

7 This Motion is made following the conference of counsel pursuant to Section I.C. of this
8 Court’s *Standing Order in Civil Cases* which took place on November 20, 2024, with Mr. DeJonker
9 and Mr. Marcus on behalf of Prudential Insurance Company of America and with Mr. Hurst and
10 Mr. Nadel on behalf of the Farming Defendants. **No party objects to the Motion or requests a**
11 **hearing.**

12 Dated: November 22, 2024

13 Respectfully submitted,

14 **KATTEN MUCHIN ROSENMAN LLP**

15 By: /s/ Terence G. Banich
16 Terence G. Banich

17 *Proposed Attorneys for the Receiver*
18 Lance Miller

Lance Miller, solely in his capacity as Court-appointed receiver (the “**Receiver**”) in the above-captioned case, hereby requests authority to employ Katten Muchin Rosenman LLP (“**Katten**”) as his general counsel *nunc pro tunc* to September 25, 2024 (the date the Receiver was first appointed) and respectfully states the following:

BACKGROUND

On September 16, 2024, The Prudential Insurance Company of America and PGIM Real Estate Finance, LLC (together, the “**Prudential Lenders**”) filed a *Complaint for Breach of Contract, Appointment of Receiver, Accounting and Specific Performance of Rents and Profits Clause; and Injunctive Relief* [Dkt. No. 1] initiating the above-captioned case (the “**Case**”), and on September 18, 2024, an *Ex Parte Application Regarding Motion for Order Appointing Receiver and for Preliminary Injunction* [Dkt. No. 12].

On September 25, 2024, after notice and hearing, the Court entered the *Agreed Order Appointing Receiver with Limited Authority* [Dkt. No. 51] (as amended by Dkt. No. 107, the “**Initial Receivership Order**”) appointing Receiver and directing him to, among other things:

From the date of entry of this Order until November 1, 2024, or such other date as agreed to in writing among the Plaintiffs and Defendants and filed with the Court, the Receiver shall monitor the harvest and business operations of the Farming Defendants and make Crop Financing advances as determined by the Receiver in his reasonable discretion, and as provided for herein.

Initial Receivership Order ¶ 5. The Initial Receivership Order authorizes the Receiver:

To employ a law firm as Receiver’s legal counsel (“Receiver’s Counsel”) in this matter, as reasonably necessary to accomplish the purposes of this Order, and pay the reasonable fees and expense of such Receiver’s Counsel for services rendered in preparation of and during the receivership. Receiver’s Counsel shall be entitled to reimbursement of all reasonable costs and expenses incurred on behalf of the Receivership estate and in preparing for the Receiver’s appointment.

Id. ¶ 35; *see also id.* ¶ 39 (authorizing payment of fees).

On October 11, 2024, Plaintiffs filed their *Motion in Support of Continuation of Receivership* [Dkt. No. 59] requesting that the Court expand the scope of Receiver's duties. On October 30, 2024, the Court entered the *Order Amending Order Appointing Receiver with Limited Authority* [Dkt. No. 107] and on November 7, 2024, entered the *Order Expanding Receivership and for Preliminary Injunction* [Dkt. No. 120] (the "**Receivership Order**"), appointing the Receiver as general receiver over the Receivership Property (as defined in the Receivership Order) and expanding his power and duties.²

In anticipation of his potential selection as receiver, Mr. Miller considered several potential law firms to be his counsel in this matter before choosing Katten Muchin Rosenman LLP ("**Katten**") as the firm best suited to meet his needs in this Case. *See Declaration of Lance Miller*, attached hereto as Exhibit A, (the "**Miller Declaration**") ¶¶ 7-8. Katten began performing diligence for and providing advice to Mr. Miller in mid-July 2024³ and the parties signed an engagement letter dated August 28, 2024. *Id.* ¶ 9; *Declaration of John Mitchell*, attached hereto as Exhibit B, (the "**Mitchell Declaration**") ¶ 9.

REASON FOR SELECTION

Katten is a law firm that employs approximately 700 attorneys worldwide and maintains offices for the practice of law in New York, New York; Chicago, Illinois; Dallas, Texas; Washington, D.C.; Charlotte, North Carolina; Los Angeles, California; London, England; and Shanghai, P.R. China. Katten is a full-service law firm that employs attorneys skilled in real estate, mergers and acquisitions, corporate law, insolvency, litigation, and commercial transactions, among

² Capitalized terms used but not defined in this Motion shall have the meanings ascribed in the Receivership Order.

³ Although the Receiver seeks to employ Katten *nunc pro tunc* to the date of his appointment, Katten will be seeking compensation for the period of July 31, 2024, forward pursuant to the terms of the Receivership Order. Receivership Order ¶ 3(p) (stating that the Receiver's counsel "shall be entitled to reimbursement of all reasonable costs and expenses incurred on behalf of the Receivership estate and in preparing for the Receiver's appointment"). Katten, however, has agreed to waive all fees for time incurred prior to July 31, 2024.

1 other practices. Katten has substantial knowledge and experience in these areas, as well as federal
2 receiverships generally, that will enable cost-effective administration of this Case.

3 Katten's Insolvency and Restructuring practice has in-depth experience representing
4 different constituencies and in all types of in-court and out-of-court restructurings and workouts,
5 bankruptcy and bankruptcy litigation, transactions under section 363 of the Bankruptcy Code, and
6 other M&A transactions involving distressed companies. *See* Mitchell Decl. ¶ 11. In addition,
7 Katten regularly represents corporate debtors, official and unofficial creditors' committees, secured
8 lenders, trade creditors, administrative agents, federal and state receivers, indenture trustees and
9 equity sponsors. *Id.*

10
11 **SERVICES TO BE PROVIDED**

12 The services to be performed by Katten are appropriate and necessary to enable the Receiver
13 to fulfill his duties and to prosecute this Case. Pursuant to the Engagement Agreement, Katten and
14 the Receiver agreed that Katten would provide the Receiver with the following specialized
15 professional services:

- 16
17 a. Advise the Receiver with respect to his rights, duties, and responsibilities
18 under the Receivership Order and applicable law, and with regard to the
19 administration of the receivership estate;
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21 b. Assist the Receiver in his investigation of the acts, transactions, conduct,
22 assets, liabilities, and financial condition of the Farming Defendants⁴ and their
23 affiliates;

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26 ⁴ The "**Farming Defendants**" are comprised of ACDF, LLC, Assemi and Sons, Inc., Bear Flag
27 Farms, LLC, C & A Farms, LLC, Cantua Orchards, LLC, Favier Ranch, LLC, Gradon Farms, LLC,
28 Granville Farms, LLC, Lincoln Grantor Farms, LLC, Maricopa Orchards, LLC, Panoche Pistachios,
LLC and Sageberry Farms, LLC.

- c. Assist the Receiver in obtaining custody and control over Receivership Property;
- d. Assist and advise the Receiver with respect to sales of Receivership Property;
- e. Assist and advise the Receiver in his investigation and pursuit of litigation;
- f. Prepare on behalf of the Receiver any applications, motions, pleadings, orders, reports, agreements and other legal documents to be filed in this Case;
- g. Confer with parties in interest and their counsel;
- h. Appear in court for hearings in this Case and any related litigation;
- i. Enforce the injunction imposed by the Receivership Order;
- j. Assist the Receiver in identifying, and retaining and appointing, any other professional persons;
- k. Advise the Receiver regarding proposing a claims process and formulating a plan of distribution; and
- l. Perform such other legal services (but not including tax law services) as may be necessary, or that the Receiver may request from time to time.

It is necessary for the Receiver to employ attorneys to render the foregoing professional services and Katten has stated its desire and willingness to act in this Case and render the necessary professional services as counsel for the Receiver.

Katten's attorneys have been working with the Receiver and his team since approximately mid-July 2024 to advise the Receiver and assist him in performing diligence in preparation for his role as receiver and, as such, are familiar with the facts, issues, and parties in this Case, as well as the related cases pending before the Court. Accordingly, the Receiver seeks Katten's appointment *nunc pro tunc* to September 25, 2024 (the date the Receiver was first appointed). The Receiver's

employment of counsel is necessary considering the size and complexity of this Case, which involves significant assets, sophisticated parties, and multiple matters requiring legal attention.

DISINTERESTEDNESS

Katten has advised the Receiver that it has conducted conflict of interest searches of Plaintiffs and Defendants, and neither holds nor represents any adverse interest in connection with the matters upon which Katten is to be employed by the Receiver. Mitchell Decl. ¶ 12.

COMPENSATION

The Katten attorneys who may work on this matter from time to time, as appropriate, include:

Name	Practice (Office)	Title	Class	Rate
John Mitchell	Insolvency & Restructuring (Dallas)	Partner	1996	\$1,250
Michaela Crocker	Insolvency & Restructuring (Dallas)	Partner	2001	\$1,155
Terence Banich	Insolvency & Restructuring (Chicago)	Partner	1999	\$1,220
Yelena Archiyan	Insolvency & Reorganization (Dallas)	Partner	2016	\$1,030
Ethan Trotz	Insolvency & Restructuring (Chicago)	Associate	2018	\$930
Ny'esha Young	Insolvency & Restructuring (Dallas)	Associate	2024	\$650
Janice Brooks-Patton	Insolvency & Restructuring (Dallas)	Paralegal	n/a	\$475
William Rivers	Mergers/Acquisitions/Private Equity (Dallas)	Partner	1988	\$1,310
Mark Solomon	Mergers/Acquisitions/Private Equity (Dallas)	Partner	1985	\$1,510
Weston Love	Mergers/Acquisitions/Private Equity (Dallas)	Associate	2015	\$1,030
Kelsey McKeag	Mergers/Acquisitions/Private Equity (Dallas)	Associate	2020	\$855

The fees charged by Katten in this proceeding are consistent with the fees and costs charged by Katten to its other clients on comparable matters. Mitchell Decl. ¶ 14. The Receiver reviewed

1 and considered the above staffing model, as well as Katten’s hourly rates, and found them to be
2 reasonable and appropriate considering the scope of this receivership and the complexity of this
3 Case. Miller Decl. ¶ 13. The Receiver may in the future determine that present needs warrant the
4 assignment of different or additional Katten personnel. *Id.*

5 Since Terence Banich is licensed to practice in the State of California and is admitted to the
6 bar of the Eastern District of California, the Receiver will not incur the additional cost of local
7 counsel. Moreover, the Receiver will be filing a motion to employ Cutts Law, PC as special counsel
8 to assist in water rights and sale-related matters at a rate of approximately \$450 per hour (and under
9 for associates and paraprofessionals). Each of these items will help lower the costs payable in
10 relation to this Case. Furthermore, at least one other lender has informed the Receiver that it intends
11 to seek a receivership proceeding with Mr. Miller to act as receiver, as well, thus sharing legal costs
12 across a broader pool of collateral.

13 Katten will also seek reimbursement of its out-of-pocket expenses, which include items such
14 as consultants, experts, filing fees, court reporting fees, travel costs, overnight or other special mail
15 services, messenger services, photocopies, outgoing faxes, research service charges (*e.g.*, Westlaw),
16 secretarial and other staff overtime charges (when required to meet the needs of the matter), and
17 other special services such as document imaging. *Id.* ¶ 12; Mitchell Decl. ¶ 15. Katten typically
18 advances those costs on its client’s behalf and includes them in its monthly bills. Mitchell Decl.
19 ¶ 15.

20 Katten has acknowledged that the sole source of its compensation in this Case will be funds
21 in the receivership estate, including the carve-outs contained in the Receivership Order, and that
22 final allowance of its fees and expenses will be subject to Court order.

23 **LEGAL STANDARD**

24 District courts have “extremely broad” power and “wide discretion” in overseeing the
25 administration of a receivership. *Sec. & Exch. Comm’n v. Hardy*, 803 F.2d 1034, 1037 (9th Cir.
26 1986). That broad authority to oversee the administration of a receivership extends to the
27 employment and compensation of a receiver’s professionals. In an equity receivership, “[t]he court
28

1 appointing the receiver has full power to fix the compensation of such receiver and the compensation
2 of the receiver's attorney or attorneys," such that the approval of an employment motion "is left
3 entirely to the determination of the appointing court." *Drilling & Expl. Corp. v. Webster*, 69 F.2d
4 416, 418 (9th Cir. 1934); *accord Sec. & Exch. Comm'n v. Durmaz*, No. 2:10-CV-01689-JLS-AJW,
5 2018 WL 10798893, at *2 (C.D. Cal. Sept. 19, 2018) (applying *Webster*).

6 **RELIEF REQUESTED**

7 The Court should grant the Motion and authorize the Receiver to employ Katten as his
8 counsel on the terms proposed. As a preliminary matter, the Court has already empowered the
9 Receiver to "retain" and "employ" attorneys of her choice. Receivership Order ¶ 3(p). The Receiver
10 considered several law firms before deciding to engage Katten, primarily because of its experience
11 in federal court and insolvency cases, and Katten's experience in federal courts and the agricultural
12 arena. Miller Decl. ¶¶ 7-8. Courts generally defer to the business judgment of receivers and similar
13 fiduciaries as to matters of estate administration. *See, e.g., Bennett v. Williams*, 892 F.2d 822, 824
14 (9th Cir. 1989) ("we are deferential to the business management decisions of a bankruptcy
15 trustee...").

16 The Receiver believes it is essential that Katten be employed to provide the services
17 described above and that Katten be permitted to bill on an hourly basis, subject to the requirements
18 imposed by this Court.

19 **WHEREFORE**, based on the foregoing, the Receiver requests that this Court enter an Order
20 authorizing his employment of Katten Muchin Rosenman LLP *nunc pro tunc* to September 25,
21 2024, and granting such other and further relief the Court may deem proper in the circumstances.

22 Dated: November 22, 2024

23 Respectfully submitted by:

24 **KATTEN MUCHIN ROSENMAN LLP**

25
26 By: /s/ Terence G. Banich
27 Terence G. Banich
28 *Proposed Attorneys for the Receiver*
Lance Miller

PROOF OF SERVICE

STATE OF ILLINOIS, COUNTY OF COOK

At the time of service, I was over 18 years of age and not a party to this action. I am employed in the County of Cook, State of Illinois. My business address is 525 W. Monroe St., Chicago, Illinois 60661. On November 22, 2024, I served the following document(s) described as:

UNOPPOSED MOTION OF THE RECEIVER TO EMPLOY KATTEN MUCHIN ROSENMAN LLP AS COUNSEL TO THE RECEIVER LANCE MILLER NUNC PRO TUNC

as follows:

[] BY MAIL: I enclosed the document(s) in a sealed envelope or package addressed to the persons at the addresses listed above and placed the envelope for collection and mailing, following our ordinary business practices. I am readily familiar with Katten Muchin Rosenman LLP practice for collecting and processing correspondence for mailing. On the same day that the correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid.

[] BY E-MAIL OR ELECTRONIC TRANSMISSION: I caused the document(s) to be sent from e-mail address terence.banich@katten.com to the persons at the e-mail address(es) listed below. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

[] BY OVERNIGHT MAIL (FedEx): I enclosed said document(s) in an envelope or package provided by FEDEX and addressed to the persons at the addresses listed above. I placed the envelope or package for collection and overnight delivery at an office or a regularly utilized drop box of FEDEX or delivered such document(s) to a courier or driver authorized by FEDEX to receive documents.

[] BY PERSONAL SERVICE: I caused said document to be personally delivered the document(s) to the person at the addresses listed above by leaving the documents in an envelope or package clearly labeled to identify the attorney being served with a receptionist or an individual in charge of the office.

[X] E-FILING: By causing the document to be electronically filed via the Court's CM/ECF system, which effects electronic service on counsel who are registered with the CM/ECF system.

I declare under penalty of perjury under the laws of the State of Illinois that the foregoing is true and correct.

Executed on November 22, 2024, at Winnetka, Illinois.

/s/Terence G. Banich
Terence G. Banich

1 ZEV SHECHTMAN (BAR NO. 266280)
Zev.Shechtman@saul.com
2 CAROL CHOW (BAR NO. 169299)
carol.chow@saul.com
3 RYAN COY (BAR NO. 324939)
ryan.coy@saul.com
4 SAUL EWING LLP
1888 Century Park East, Suite 1500
5 Los Angeles, California 90067
Telephone: (310) 255-6100
6 Facsimile: (310) 255-6200

7 Proposed Attorneys for Phillip Christensen, as
Receiver

8
9 **UNITED STATES DISTRICT COURT**

10 **EASTERN DISTRICT OF CALIFORNIA, FRESNO DIVISION**

11 METROPOLITAN LIFE INSURANCE
12 COMPANY, a New York corporation,

13 Plaintiff,

14 vs.

15 ACDF, LLC, a California limited liability
company, et al.,

16 Defendants.
17

Lead Case No. 1:24-cv-01261-KES-SAB

Consolidated with Case Nos:
1:24-cv-01226; 1:24-cv-01230; 1:24-cv-
01231; 1:24-cv-01232; 1:24-cv-01233; 1:24-
cv-01235; and 1:24-cv-01241

**NOTICE OF APPLICATION AND
APPLICATION OF RECEIVER FOR
ORDER APPROVING EMPLOYMENT
OF SAUL EWING LLP AS LEAD
RECEIVERSHIP COUNSEL IN JOINTLY
ADMINISTERED CASES AND FOR
MONTHLY COMPENSATION;
MEMORANDUM OF POINTS AND
AUTHORITIES AND DECLARATIONS
OF PHILLIP CHRISTENSEN AND ZEV
SHECHTMAN IN SUPPORT THEREOF**

[No Hearing Required Unless Requested
Pursuant to Appointment Order]

- 18 ☒ Affects All Cases
19 ☐ Affects Metropolitan Life Ins. Co. v.
ACDF, LLC, et al., 1:24-cv-01261
20 ☐ Affects Metropolitan Life Ins. Co. v.
FNF Farms, LLC, et al., 1:24-cv-01226
21 ☐ Affects Metropolitan Life Ins. Co. v. C
& A Farms, LLC, et al., 1:24-cv-01230
22 ☐ Affects Metropolitan Life Ins. Co. v.
23 Maricopa Orchards, LLC, et al., 1:24-
cv-01231
24 ☐ Affects Brighthouse Life Ins. Co. v.
Kamm South, LLC, et al., 1:24-cv-
25 01232
26 ☐ Affects Brighthouse Life Ins. Co. v.
Manning Avenue Pistachios, LLC, et
27 al., 1:24-cv-01233 Case No. 1:24-cv-
01233
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NOTICE OF APPLICATION AND APPLICATION OF RECEIVER FOR ORDER APPROVING EMPLOYMENT
OF SAUL EWING LLP AS LEAD RECEIVERSHIP COUNSEL

SAUL EWING LLP
1888 CENTURY PARK EAST, SUITE 1500
LOS ANGELES, CALIFORNIA 90067
(310) 255-6100

- ☐ Affects Brighthouse Life Ins. Co. v. ACDF, LLC, et al., 1:24-cv-01235
- ☐ Affects MetLife Real Estate Lending, LLC v. Panoche Pistachios, LLC, et al., 1:24-cv-01241

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NOTICE OF APPLICATION AND APPLICATION OF RECEIVER FOR ORDER APPROVING EMPLOYMENT
OF SAUL EWING LLP AS LEAD RECEIVERSHIP COUNSEL

1 TO THE HONORABLE KIRK E. SHERRIFF, UNITED STATES DISTRICT COURT JUDGE,
2 AND INTERESTED PARTIES:

3 PLEASE TAKE NOTICE that Phillip Christensen, as Receiver (the “Receiver”) in these
4 eight administratively consolidated cases, hereby applies to the Court for an order approving the
5 employment of Saul Ewing LLP (the “Firm”) as lead receivership counsel, effective as of
6 November 7, 2024, and for approval of procedures for monthly compensation of the Firm during
7 the pendency of this receivership (the “Application”). The Receiver will be filing additional
8 applications for approval in related pending receivership cases before this Court and a motion for
9 joint administration of this and other related receivership estates has been filed.

10 The Receiver’s request for approval of the employment of the Firm is made pursuant to the
11 November 7, 2024 Order Granting Motion for Order Appointing Receiver and for Preliminary
12 Injunction (the “Appointment Order”) and Local Rule 232. The Receiver requests that Applicant
13 be compensated on a monthly basis in accordance with the terms of the Appointment Order and the
14 below Application.

15 This Application is based upon this Notice and Application, the accompanying
16 Memorandum of Points and Authorities, the Declarations of Phillip Christensen and Zev Shechtman
17 and upon such other evidence as may properly be presented to the Court.

18 PLEASE TAKE FURTHER NOTICE that, pursuant to Paragraph 50 of the Appointment
19 Order, any response or objection to the Application must be filed and served within seven days after
20 service hereof. Absent timely objection, the Receiver will submit the order approving this
21 Application for entry by the Court with a declaration attesting that no objection has been filed.
22

23 DATED: December 12, 2024

SAUL EWING LLP

24
25 By: 

26 ZEV SHECHTMAN
27 Proposed Attorneys for Receiver Phillip
28 Christensen

MEMORANDUM OF POINTS AND AUTHORITIES

I.

INTRODUCTION

Phillip Christensen, as Receiver (the “Receiver”), requires the assistance of counsel to discharge his duties on behalf of the receivership estate pursuant to the Appointment Order. The Receiver has selected as lead receivership counsel Saul Ewing LLP (the “Firm”), a firm experienced in receivership, insolvency, debtor-creditor law, and related litigation and transactions. The Receiver respectfully requests that the Court approve the employment and terms of compensation of the Firm. The proposed order approving this Application is attached hereto as Exhibit “1.”

II.

FACTUAL BACKGROUND

A. Appointment of the Receiver

The Receiver was appointed by the Court’s Order Granting Motion for Order Appointing Receiver and for Preliminary Injunction (the “Appointment Order”). The Appointment Order provides, inter alia, that the Receiver is awarded exclusive possession and control over the “MetLife Receivership Property” defined in the Appointment Order.

The Appointment Order describes the Receiver’s powers and duties including, inter alia, taking possession, managing, controlling, and collecting MetLife Receivership Property. The Receiver is further authorized to market and sell the MetLife Receivership Property, subject to Court approval, among the other responsibilities detailed in the Appointment Order.

B. Employment of Professionals

The Receiver may employ professionals, including counsel, as necessary to discharge his duties pursuant to the Appointment Order. See Appointment Order at Paragraph 8. To fulfill the Receiver’s duties in this case, the Receiver requires the assistance of qualified counsel as his lead receivership counsel. The Receiver will require additional professionals, whose employment will be the subject of separate applications, such as water counsel, accountants, and potentially others.

III.

RELIEF REQUESTED

A. Services to be Provided by the Firm

The Receiver seeks the approval of the employment of the Firm as his lead receivership counsel, effective as of November 7, 2024, to assist and advise the Receiver with respect to legal issues regarding, including without limitation, the following:

- a. collecting and marshaling of property of the receivership estate;
- b. disbursing property pursuant to Court order;
- c. the employment and compensation of professionals of the receivership estate;
- d. legal issues arising in the day-to-day business operations of the receivership estate;
- e. obtaining books and records and other documents and information needed for the administration of the receivership estate;
- f. resolution of disputes among parties involved in the action;
- g. communication with other parties or their professionals;
- h. the procedural requirements of the Court;
- i. to prosecute or defend any litigation that the Receiver believes to be necessary or appropriate;
- j. actions necessary to preserve and/or prevent the dissipation of the value of the Receivership Property and to prevent any improper disposition of same;
- k. preparation of pleadings and papers for filing with the Court concerning the administration of the receivership estate and requests of the Receiver for relief before this Court;
- l. the fulfillment and discharge of the Receiver's duties, responsibilities, and rights under the Appointment Order and other applicable law;
- m. the management, sale, or other action or disposition of the Receivership Property;
- n. any legal services relating to the sale or disposition of the Receivership Property;
- o. general business, corporate, real estate, litigation, or other necessary or appropriate legal services that the Receiver may require in the discharge of his duties; and

p. such other legal matters as may arise in the administration of the receivership estate.

The Firm will be employed in all eight of the administratively consolidated cases described in the caption of this Application.

B. The Firm's Professionals and Rates

The professionals primarily responsible for representing the Receiver in this matter, and their 2024 and 2025 hourly rates, are:

<u>Name</u>	<u>Title</u>	<u>2024 Hourly Rate</u>	<u>2025 Hourly Rate</u>
Zev Shechtman	Partner	\$725.00	\$785.00
Kermit Nash	Partner	\$690.00	\$745.00
Barry Chatz	Partner	\$955.00	\$1,030.00
Carol Chow	Partner	\$640.00	\$690.00
Ryan Coy	Associate	\$385.00	\$440.00
Shelly Guise	Paralegal	\$345.00	\$360.00
Hannah Richmond	Clerical Staff	\$175.00	\$190.00

The biographical information for the professionals mentioned above is attached hereto as Exhibit "2."

In addition, other attorneys and paralegals will be involved as necessary and appropriate to represent the Receiver, and Saul Ewing's hourly rates for other attorneys and professionals are as follows:

<u>Billing Category</u>	<u>Range</u>
Partners	\$655 - \$1,260
Special Counsel	\$585 - \$1,200
Associates	\$345 - \$620
Paraprofessionals and Clerical Staff	\$175 - \$395

These hourly rates are subject to periodic adjustment (typically in January or July of each year) to reflect economic and other conditions. Pursuant to the Appointment Order (Paragraph 45),

1 Saul Ewing's blended hourly rate will not exceed \$800. Saul Ewing will maintain detailed records
2 of actual and necessary costs and expenses incurred in connection with the legal services described
3 above. Saul Ewing charges its clients for all other expenses incurred in connection with the
4 client's case.

5 **C. Compensation Arrangements**

6 The Receiver requests authority to pay the Firm every month during the pendency of this
7 receivership pursuant to these procedures:

8 (a) within 10 days after each month the Firm will submit the invoice for the prior
9 month's legal services to the Receiver with a copy to the plaintiff;

10 (b) within 14 days after receipt of the invoice, the plaintiff shall notify the Firm and the
11 Receiver if plaintiff has objections to any of the Firm's fees;

12 (c) if there are no unresolved objections, the Receiver may immediately pay the Firm
13 and/or seek plaintiff's payment thereof;

14 (d) if there are any unresolved objections with respect to monthly payments, the parties
15 shall have the dispute promptly heard by the Court unless the parties agree that the dispute be
16 heard at the time of the hearing on the Receiver's final report and/or the hearing on final approval
17 of the fees of the Firm;

18 (e) any hearing on objections shall only pertain to the specific fees or expenses which
19 are the subject of the objection and any other fees or expenses shall be paid immediately;

20 (f) such monthly payments shall be without prejudice to the rights of a party to be
21 heard with respect to the final approval of the fees of the Firm.

22 **IV.**

23 **Disclosures of the Firm**

24 The Firm discloses the following relationships of which the Firm is aware:

25 The Firm represents Agriglobe, LLC in corporate and business matters. Phillip
26 Christensen is the principal of Agriglobe, LLC.

27 The Firm represents a third-party business involved in pistachio farming and processing,
28 which: (a) may be a prospective purchaser of assets from Touchstone Pistachio Company, LLC,

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NOTICE OF APPLICATION AND APPLICATION OF RECEIVER FOR ORDER APPROVING EMPLOYMENT
OF SAUL EWING LLP AS LEAD RECEIVERSHIP COUNSEL

SAUL EWING LLP
1888 CENTURY PARK EAST, SUITE 1500
LOS ANGELES, CALIFORNIA 90067
(310) 255-6100

1 whereas Touchstone Pistachio Company, LLC has the same or related owners as the defendants
2 herein and is a defendant in a separate receivership action before this Court; and (b) has been a
3 purchaser of crop grown by the defendants in this action and/or their affiliates.

4 The Firm represents insurance companies from time-to-time, which may include insurance
5 companies or their affiliates who are lenders to the defendants or their affiliates.

6 The Firm has disclosed this information out of abundance of caution, but is not aware of an
7 actual conflict arising from these relationships. In the event of an unforeseen actual conflict, the
8 Receiver may need to hire conflict counsel to address such conflict or the Firm will take other
9 appropriate action in the circumstances.

10 V.

11 **CONCLUSION**

12 **WHEREFORE**, the Receiver in the above-captioned administratively consolidated cases
13 requests that the Court enter an order authorizing him to employ Saul Ewing LLP as his lead
14 receivership counsel, effective as of November 7, 2024, to compensate the Firm pursuant to the
15 terms hereof, and for such other and further relief as may be determined just and proper.

16
17 DATED: December 12, 2024

SAUL EWING LLP

18
19 By: 

20 ZEV SHECHTMAN

21 Attorneys for Phillip Christensen, as Receiver
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DECLARATION OF PHILIP CHRISTENSEN, AS RECEIVER

I, Philip Christensen, as Receiver, declare as follows:

1. I am the receiver in the above-entitled actions. I have personal knowledge of the facts set forth in this Declaration and, if called as a witness, could and would competently testify to such facts under oath.

2. I have reviewed the above Application and believe that the facts stated in the Application are true and correct.

3. I have determined that it is necessary and appropriate to retain Saul Ewing LLP (the "Firm") as my lead receivership counsel and believe that doing so is a reasonable exercise of my business judgment and that it is consistent with, and will aid me in discharge of my duties pursuant to, the Court's Appointment Order by which I was appointed as the receiver in these administratively consolidated cases.

4. I respectfully request that the Court approve the Firm's employment and compensation on the terms set forth above.

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

Executed on this 12 day of December, 2024, at Los Angeles, California.



Philip Christensen, as Receiver

SAUL EWING LLP
1888 CENTURY PARK EAST, SUITE 1500
LOS ANGELES, CALIFORNIA 90067
(310) 255-6100

DECLARATION OF ZEV SHECHTMAN

I, Zev Shechtman, declare and state as follows:

1. I am a partner of Saul Ewing, LLP (the "Firm"), proposed counsel for Phillip Christensen, as Receiver in this matter. I am duly admitted to practice in the State of California and before the above-entitled Court.

2. I have personal knowledge of all of the facts in this declaration and, if called as a witness, could competently testify to these facts.

3. The Firm has conducted a conflicts check and I am aware of the following relationships:

(a) The Firm represents Agriglobe, LLC in corporate and business matters. Phillip Christensen is the principal of Agriglobe, LLC.

(b) The Firm represents a third-party business involved in pistachio farming and processing, which: (i) may be a prospective purchaser of assets from Touchstone Pistachio Company, LLC, which has the same or related owners as the defendants in this action and is a defendant in a separate receivership action; and (ii) has been a purchaser of pistachios grown by the defendants in this action and/or their affiliates.

(c) The Firm represents insurance companies from time-to-time, which may include insurance companies or their affiliates who are lenders to the defendants or their affiliates.

4. Attached as Exhibit "1" hereto is the proposed order approving this application.

5. Attached as Exhibit "2" is biographical information for the Firm's professionals who I expect to be involved. There are other professionals who may be involved from time-to-time. Although there are partners who may be involved whose rates exceed \$800/hour, we will limit our fee requests to a blended rate of \$800/hour in this action.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on this 12th day of December, 2024, at Los Angeles, California.



Zev Shechtman

EXHIBIT 1

SAUL EWING LLP
1888 CENTURY PARK EAST, SUITE 1500
LOS ANGELES, CALIFORNIA 90067
(310) 255-6100

1 ZEV SHECHTMAN (BAR NO. 266280)
Zev.Shechtman@saul.com
2 CAROL CHOW (BAR NO. 169299)
carol.chow@saul.com
3 RYAN COY (BAR NO. 324939)
ryan.coy@saul.com
4 SAUL EWING LLP
1888 Century Park East, Suite 1500
5 Los Angeles, California 90067
Telephone: (310) 255-6100
6 Facsimile: (310) 255-6200

7 Attorneys for Phillip Christensen, as Receiver

8 **UNITED STATES DISTRICT COURT**
9 **EASTERN DISTRICT OF CALIFORNIA, FRESNO DIVISION**
10

11 METROPOLITAN LIFE INSURANCE
COMPANY, a New York corporation,

12 Plaintiff,

13 vs.

14 ACDF, LLC, a California limited liability
15 company, et al.,

16 Defendants.

Lead Case No. 1:24-cv-01261-KES-SAB

Consolidated with Case Nos:
1:24-cv-01226; 1:24-cv-01230; 1:24-cv-
01231; 1:24-cv-01232; 1:24-cv-01233; 1:24-
cv-01235; and 1:24-cv-01241

**ORDER APPROVING EMPLOYMENT
OF SAUL EWING LLP AS LEAD
RECEIVERSHIP COUNSEL IN JOINTLY
ADMINISTERED CASES AND FOR
MONTHLY COMPENSATION**

- 17 ☒ Affects All Cases
18 ☐ Affects Metropolitan Life Ins. Co. v.
19 ACDF, LLC, et al., 1:24-cv-01261
20 ☐ Affects Metropolitan Life Ins. Co. v.
FNF Farms, LLC, et al., 1:24-cv-01226
21 ☐ Affects Metropolitan Life Ins. Co. v. C
& A Farms, LLC, et al., 1:24-cv-01230
22 ☐ Affects Metropolitan Life Ins. Co. v.
23 Maricopa Orchards, LLC, et al., 1:24-
cv-01231
24 ☐ Affects Brighthouse Life Ins. Co. v.
Kamm South, LLC, et al., 1:24-cv-
25 01232
26 ☐ Affects Brighthouse Life Ins. Co. v.
Manning Avenue Pistachios, LLC, et
27 al., 1:24-cv-01233 Case No. 1:24-cv-
01233
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SAUL EWING LLP
1888 CENTURY PARK EAST, SUITE 1500
LOS ANGELES, CALIFORNIA 90067
(310) 255-6100

- ☐ Affects Brighthouse Life Ins. Co. v. ACDF, LLC, et al., 1:24-cv-01235
- ☐ Affects MetLife Real Estate Lending, LLC v. Panoche Pistachios, LLC, et al., 1:24-cv-01241

Phillip Christensen, Receiver (the “Receiver”) in the above-captioned proceeding has filed his *Application of Receiver for Order Approving Employment of Saul Ewing LLP as Lead Receivership Counsel* (the “Application”). It appears that due and proper notice of the Application was given. No objections or requests for hearing with respect to the Application have been filed, or if any objections have been filed, such objections have been overruled. It further appearing that good cause exists,

IT IS HEREBY ORDERED THAT:

1. The Application is granted.
2. The Receiver is authorized to employ Saul Ewing LLP (the “Firm”) as his lead receivership counsel, effective as of November 7, 2024 in each of the above-referenced cases.
3. The Receiver is authorized to pay the Firm every month during the pendency of this receivership pursuant to these procedures:
 - (a) within 10 days after each month the Firm will submit the invoice for the prior month’s legal services to the Receiver with a copy to the plaintiff;
 - (b) within 14 days after receipt of the invoice, the plaintiff shall notify the Firm and the Receiver if plaintiff has objections to any of the Firm’s fees;
 - (c) if there are no unresolved objections, the Receiver may immediately pay the Firm and/or seek plaintiff’s payment thereof;
 - (d) if there are any unresolved objections with respect to monthly payments, the parties shall have the dispute promptly heard by the Court unless the parties agree that the dispute be heard at the time of the hearing on the Receiver’s final report and/or the hearing on final approval of the fees of the Firm;
 - (e) any hearing on objections shall only pertain to the specific fees or expenses which are the subject of the objection and any other fees or expenses shall be paid

SAUL EWING LLP
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LOS ANGELES, CALIFORNIA 90067
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1 immediately; and
2 (f) such monthly payments shall be without prejudice to the rights of a party to
3 be heard with respect to the final approval of the fees of the Firm.
4

5 IT IS SO ORDERED.

6 Dated: _____
7 United States District Court Judge
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EXHIBIT 2



SAUL EWING
LLP

ZEV M. SHECHTMAN
Partner
zev.shechtman@saul.com
(310) 255-6130

 **Primary Office**
Los Angeles

Overview

Zev Shechtman represents clients in complex business bankruptcy, restructuring and insolvency matters in and out of court. His experience includes representing debtors in regular chapter 11 and subchapter V bankruptcy reorganization cases, assisting debtors in settlement negotiations and counseling regarding insolvency concerns. Zev also represents creditors, trustees, buyers of distressed assets, equity holders and contract parties in bankruptcy.

Clients and their professional teams from a variety of industries rely on Zev's counsel regarding bankruptcy and restructuring matters. Zev's broad experience includes cases involving real estate, energy, food, health care, hospitality, e-commerce, transportation, telecommunications, retail, software, media and entertainment.

Zev's work on restructuring and insolvency matters includes representations of assignees and assignors in assignments for the benefit of creditors, as well as court-appointed fiduciaries.

Zev regularly collaborates with legal teams who need guidance on bankruptcy law in the course of their work on corporate transactions or litigation.

Zev is a member of the mediation panels for the U.S. District Court for the Central District of California and all bankruptcy courts in California. His mediation training includes completion of a 40-hour course entitled "Mediating the Litigated Case," a mediation training program at the Pepperdine University School of Law's Straus Institute for Dispute Resolution.

Services

Bankruptcy &
Restructuring
Bankruptcy Litigation



Zev was named one of "America's Leading Lawyers in Bankruptcy/Restructuring" by Chambers USA in 2024.

Experience

Debtor Representations

- A chapter 11 debtor e-commerce company.
- A subchapter V chapter 11 debtor health care records technology company.
- A chapter 11 debtor real estate developer.
- A subchapter V chapter 11 debtor construction contractor.
- A chapter 11 debtor real estate holding company.
- A chapter 11 debtor van rental business.
- A chapter 11 debtor specializing in airline film distribution.
- Fifty-six different chapter 11 debtors who were collectively the largest non-government landowner in downtown Los Angeles.

Buyer Representations and Bankruptcy-Related Sales

- A buyer of real estate in a chapter 11 case.
- The buyer of e-commerce and intellectual property assets in a subchapter V chapter 11 bankruptcy sale.
- The buyer of a commercial real estate lease of a chapter 11 debtor.
- The buyer of Alaska's largest regional airline in a chapter 11 bankruptcy sale.

Secured Creditors and Creditors' Committee Representations

- The official committee of unsecured creditors in chapter 11 case of intermodal trucking company.
- A secured creditor in a subchapter V chapter 11 of an entertainment technology company.
- The creditors' committee in a chapter 11 case involving a port trucking company.

Trustee Representations

- A chapter 11 trustee for the operator of approximately 1,000 oil and gas wells in California.

- A chapter 11 trustee for Roscoe's Chicken 'N' Waffles restaurants.
- Chapter 11 trustees for real estate and financial businesses.
- Chapter 11 trustees for a record label and its owner.

Credentials & Accolades

Degrees

- J.D., University of Southern California, Gould School of Law, 2009
- M.A., New York University, 2006
- B.A., University of California, Santa Cruz, 2003

Honors & Awards

- Named one of "America's Leading Lawyers in Bankruptcy/Restructuring" by Chambers USA, 2024

Bar Admissions

- California

Court Admissions

- U.S. District Court for the Central District of California
- U.S. District Court for the Eastern District of California
- U.S. District Court for the Northern District of California
- U.S. District Court for the Southern District of California
- U.S. Court of Appeals for the Ninth Circuit
- U.S. Supreme Court

Outside the Firm

Professional Involvement

- Chair, Ad Hoc Complex Chapter 11 Task Force (C.D. Cal. Bankr.), 2021-2024
- Member, American Bankruptcy Institute, 2021 to present
- Member, American Bar Association Forum on Entertainment & Sports Industries, 2023 to present
- Board Member, California Bankruptcy Forum, 2020 to present
- Editor, California Bankruptcy Journal, 2008 to present
- Editorial Vice Chair, California Lawyers Association – Business Law News, 2021 to present

- Volunteer, CARE (Credit Abuse Resistance Education) Los Angeles, 2023 to present
- Los Angeles Bankruptcy Forum, 2009 to present
 - President, 2021-22
 - Co-Founder, Diversity, Equity & Inclusion Committee, 2021 to present
- Board Member, Turnaround Management Association of Southern California, 2023 to present
- Chair, Beverly Hills Bar Association Bankruptcy Section, 2014-15

Community Connections

- Board Member, Pacific Southwest Region, Anti-Defamation League, 2017 to present.



Overview

Kermit Nash counsels domestic and international clients on legal issues connected with their business operations, governance, strategy and investments. Privately held domestic and international corporations rely on Kermit to advise them on transactions ranging from mergers and acquisitions and sales development to distribution, licensing and financing. In his 22 years of practice, he has represented both acquirers and investors, including private equity funds and venture capital firms, hedge funds and wealth funds. Kermit often leads transactions including building a team of professional advisors, starting years in advance to maximize exits for clients. He has also represented cooperatives on leasing negotiations. This breadth of experience, together with the hundreds of deals he has led, positions him to handle complex transactions involving multiple jurisdictions.

Kermit advises offshore companies on their U.S. market-entry, including providing counsel on compliance, operational requirements and corporate strategies. He, in turn, works with U.S.-based companies on their offshore investments and relationships with non-U.S. partners.

Kermit is outside counsel to companies in industries including agribusiness, biotechnology, energy, life sciences, engineering, food processing, manufacturing, software and e-commerce. Many of these industries are highly regulated, which demonstrates Kermit's ability to guide clients through difficult legal environments. Kermit spends a significant amount of time with boards and in addition to serving

Services

Corporate
Mergers & Acquisitions
General Corporate
Securities, Regulatory &
Transactional
Corporate Governance
Private Equity
Venture Capital

Industries

Food & Beverage
Energy
Life Sciences
Technology &
Manufacturing
Agribusiness
Hydrogen

on boards, he often leads board strategy sessions, succession planning, risk management and transaction modeling for boards when considering decision-making for their company.

In addition to representing companies through strategic growth and transactions, Kermit advises privately held companies on succession planning matters, including advising multi-generational family offices, creating new family offices to facilitate succession planning from generation to generation, and navigating complex business and family considerations.

Kermit's understanding of issues affecting businesses and their deals is also informed by several experiences beyond his law practice, including his studies in ethics and comparative international law at Rothberg International School, Hebrew University, in Jerusalem, Israel and his service on for profit and non-profit boards.

Experience

Corporate Transactions and Strategic Counseling

- An international company with its investment and ultimate sale of a value-added food company with a three-digit multiple in value.
- An investment and ultimate sale of a fintech/software company to a large, multinational fund.
- An international fund on multi-million-dollar investments in production agriculture.
- An international precision manufacturing company on expansion into the U.S.
- An international detection system on U.S. market entry, expansion, equity financing and commercialization strategy.
- A U.S. agriculture conglomerate on re-organization strategy, alignment, governance and restructuring.
- A U.S.-based private family office on multiple investments into the value added technology and biotech industries for rapid growth in the U.S.
- A national engineering firm on governance, mergers, acquisition strategy and ESOP compliance.
- A U.S.-based food company on finance strategy, growth and expansion into international markets.
- A U.S.-based venture capital firm on formation, fund raising, investment and successful exits of portfolio companies.
- A U.S.-based AI software platform on funding strategy, financing, compliance and commercial agreement structuring.
- A U.S.-based value added food and grain company on domestic and international expansion and acquisitions.

Credentials & Accolades

Firm Involvement

- Co-Chair, Agribusiness Practice

Degrees

- J.D., Hamline University School of Law
- Hebrew University, Rothberg International School
- B.A., *summa cum laude*, Northwestern College
 - Association Free Lutheran Bible School, with honors

Honors & Awards

- Named to the "40 Under Forty" list, Minneapolis/St. Paul Business Journal, 2012
- Prior Special Assistant Attorney General, State of North Dakota

Teaching Experience

Kermit has taught business law, contracts, and business ethics as an adjunct professor at the University of Northwestern (formerly Northwestern College, St. Paul).

Bar Admissions

- Minnesota
- Nebraska
- North Dakota

Court Admissions

- U.S. Court of Appeals for the Eighth Circuit
- U.S. District Court for the District of Minnesota
- U.S. Tax Court

Outside the Firm

Professional Involvement

- American Bar Association
- Hennepin County Bar Association

- Minnesota State Bar Association
- Board Member, North Dakota Trade Office
- Board of Directors, Norwegian-American Chamber of Commerce, Upper Midwest Chapter, 2007 to present

SAUL EWING

LLP

BARRY A. CHATZ

He/His

Partner

barry.chatz@saul.com
(312) 876-6670



Primary Office Secondary Office
Chicago New York



Overview

Barry Chatz counsels businesses and individual parties in companies facing complex legal issues due to financial distress and significant operational challenges. His advice is informed by his more than 30 years of experience representing lenders, unsecured creditors and corporate debtors in bankruptcy cases around the country. The bankruptcy matters he has handled span a range of industries including, but not limited to, agriculture, food retailers and real estate.

Barry brings additional insight to these engagements from his own experience at Saul Ewing as a former member of the Executive Committee.

Services

Bankruptcy &
Restructuring
Litigation

Industries

Agribusiness
Food & Beverage



Barry has been named to the Illinois Super Lawyers since 2005.

Credentials & Accolades

Firm Involvement

- Member, Executive Committee, 2006–2021
- Member, Benefits Committee

Degrees

- J.D., DePaul University College of Law, 1987
- B.A., University of Wisconsin, 1984

Honors & Awards

- Named to *The Best Lawyers in America* list, Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law, 2025
- Named to the Illinois Super Lawyers list since 2005

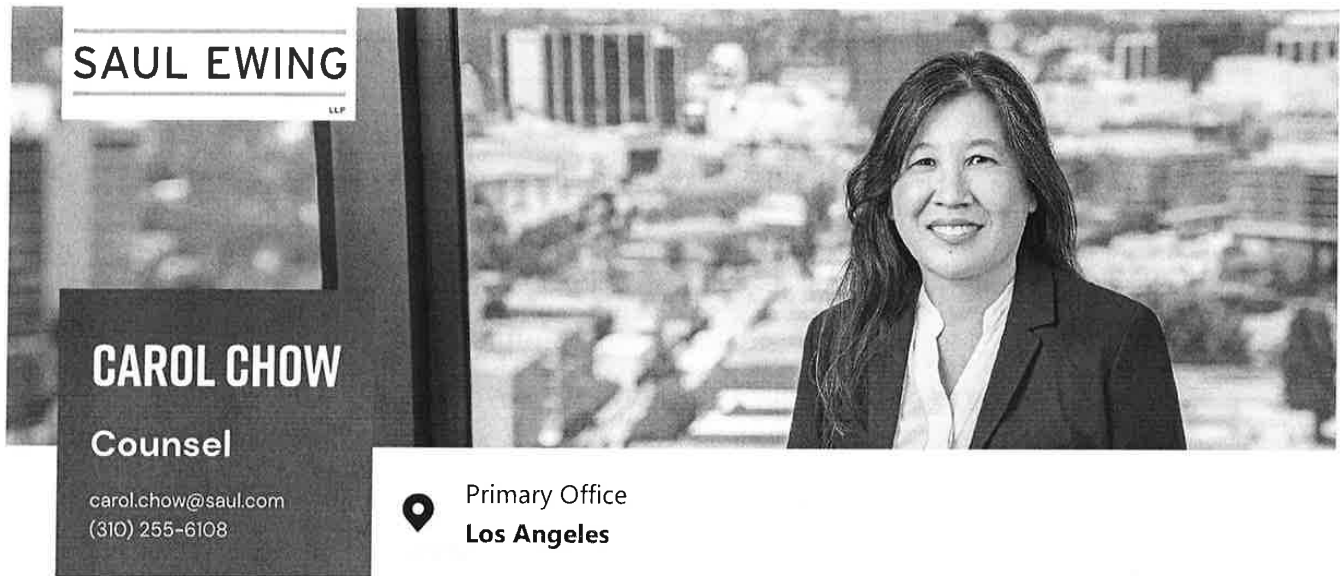
Bar Admissions

- California
- Illinois
- New York

Outside the Firm

Professional Involvement

- Former President and Board Member, Chicago Low-Income Housing Trust Fund, 2021
- Honorary Member and Past Chair, DePaul University College of Law Dean's Council
- Illinois Bar Association
- California Bar Association
- American Bar Association
- American Bankruptcy Institute
- Turnaround Management Association
- New York Bar Association
- Served with the Office of the U.S. Trustee for the Central District of California through the U.S. Attorney General's Honors Program, 1987–1990
- Community Connections
- Past President, Bryn Mawr Country Club, 2018–2019



Overview

Carol Chow handles business and commercial litigation, as well as litigation pertaining to bankruptcies and other insolvency events. She is highly experienced in the preparation and trying of cases under the time pressures often found in complicated bankruptcy litigation.

Carol represents clients on a wide range of disputes, including breach of contract, fraud, breach of fiduciary duty, negligence, unfair business practices, and declaratory relief. She also has extensive experience litigating bankruptcy disputes, including avoidance actions, plan confirmation, claims objections, and debt recharacterization. With a bachelor's degree in mathematics and computer science, Carol brings a deep understanding of finance and technology to her cases.

Carol represents debtors, trustees and creditors across various industries, including real estate, automotive, banking, manufacturing, and entertainment. She represents clients at both the trial and appellate levels.

Services

Bankruptcy &
Restructuring
Bankruptcy Litigation
Litigation

Industries

Real Estate
Technology &
Manufacturing
Entertainment, Music &
the Arts

Credentials & Accolades

Degrees

- J.D., Stanford University, 1993
- B.S., University of California Los Angeles, 1990

Bar Admissions

- California

Court Admissions

- U.S. Court of Appeals for the Ninth Circuit
- U.S. District Court for the Central District of California
- U.S. District Court for the Northern District of California
- U.S. District Court for the Southern District of California

Outside the Firm

Professional Involvement

- Los Angeles County Bar Association

SAUL EWING
LLP

RYAN COY
Associate
ryan.coy@saul.com
(310) 255-6168

Primary Office
Los Angeles

Overview

As a member of the firm's Bankruptcy and Restructuring Practice, Ryan Coy represents debtors, fiduciaries and creditors in bankruptcy cases, adversary proceedings and out-of-court restructurings. He has experience working on federal litigation related to chapter 11 and 7 cases in U.S. Bankruptcy Courts, U.S. district courts and federal appellate courts. Additionally, Ryan has experience working on general commercial litigation matters in California state courts. Ryan also advises clients and attorneys regarding bankruptcy, federal, and California law to make litigation recommendations and decisions, and he negotiates with opposing parties in dispute resolution.

Services

Bankruptcy &
Restructuring
Bankruptcy Litigation
Litigation

Ryan was a law clerk for two judges in U.S. Bankruptcy Court for the Central District of California, the Honorable Deborah J. Saltzman and the Honorable Scott H. Yun. While in law school, he was an intern for the Honorable Paul L. Maloney in U.S. District Court for the Western District of Michigan and an extern for the Honorable Scott W. Dales in U.S. Bankruptcy Court for the Western District of Michigan.

Experience

Trustee Representations

- A liquidating trustee of a bankrupt large national law firm, handling and managing more than 40 litigation matters, which included serving as first-chair in a three-day bench trial before a U.S. District Court judge.

- A chapter 7 trustee pursuing litigation against a fraudulent transferee, including a two-day trial, and related federal appeals. Obtained affirmations of the trial judgment for the trustee in a published decision by the Bankruptcy Appellate Panel for the Ninth Circuit, and successfully defended the judgment before the Ninth Circuit.
- A chapter 7 trustee for a bankrupt general contracting company, pursuing dozens of fraudulent transfer and preferential transfer claims.
- Many chapter 7 trustees in pursuing sales of real properties in bankruptcy court, including related litigation like turnover of property.
- Many chapter 7 trustees in investigating, preparing, and filing complaints in bankruptcy court to avoid and recover claims on behalf of bankruptcy estates.
- Several trustees in pursuing claims against directors and officers of bankrupt companies for breach of fiduciary duty and other related professional conduct claims.
- Many chapter 7 trustees in pursuing turnover of property in bankruptcy cases and adversary proceedings.

Debtor and Creditor Representations

- A debtor in handling litigation with class action creditors related to employment claims.
- A debtor is resolving disputes and an investigation by a trustee related to property of the bankruptcy estate.
- The largest secured creditor of a chapter 11 bankruptcy case in pursuing purchase of assets from the estate, objecting to administrative expenses and claims, and resolving other claim disputes with the plan trustee.
- The largest secured creditor of a chapter 7 bankruptcy case in pursuing litigation claims against a debtor and related third parties and objecting to claims in the case.
- Multiple creditors in pursuing claims in bankruptcy proceedings.

Civil Litigation

- A business and individual from being sued by an ex-business partner in state court regarding a breach of contract, including assisting clients in bringing cross-claims and obtaining a favorable settlement.
- A business in a state court case against a large international insurance company for breach of contract, obtaining a high settlement for client.
- An international business in defending against a breach of contract lawsuit. Obtained a settlement and dismissal of the case.
- A cryptocurrency business in pursuing a breach of contract lawsuit in federal court. Obtained a settlement for the client.
- An assignee for the benefit of creditors of an insolvent business pursuing state court litigation against former directors and officers for breach of fiduciary duty and self-dealing.

Credentials & Accolades

Degrees

- J.D., *magna cum laude*, Michigan State University College of Law, 2018
 - Associate Editor, Michigan State Law Review
- B.S., Central Michigan University, 2015
 - Chapter President, Sigma Alpha Epsilon

Honors & Awards

- Selected as a Rising Star in Bankruptcy by California Super Lawyers, 2023 to present
- Named to *The Best Lawyers in America*: Ones to Watch list in Bankruptcy and Creditor Debtor Rights / Insolvency and Reorganization Law and Commercial Litigation, 2024 to present
- Named to *The Best Lawyers in America*: Ones to Watch list in Litigation – Bankruptcy, 2024

Clerkships

- Judge Deborah J. Saltzman, U.S. Bankruptcy Court for the Central District of California
- Judge Scott H. Yun, U.S. Bankruptcy Court for the Central District of California

Bar Admissions

- California

Court Admissions

- U.S. District Court for the Central District of California
- U.S. District Court for the Northern District of California
- U.S. District Court for the Southern District of California
- U.S. Court of Appeals for the Ninth Circuit

Outside the Firm

Professional Involvement

- Member, American Bankruptcy Institute (ABI)
- Member, Los Angeles Bankruptcy Forum (LABF)
- Member, Beverly Hills Bar Association (BHBA)

After Work

Ryan enjoys traveling, golfing, watching and attending sporting events, trying new food places, and spending time outdoors with his wife and two dogs.

Paralegals

Aracelli (Shelly) Guise is a bankruptcy paralegal with Saul Ewing LLP. She received her Bachelor of Arts degree from the University of California at Los Angeles in 1992 and her paralegal certificate from the University of California at Los Angeles' Extension Program in 1994. Ms. Guise worked for 30 years at a boutique bankruptcy firm assisting in house Chapter 7 Trustees.

Clerical Staff

Hannah Richmond serves as a Practice Assistant within the Bankruptcy Team at Saul Ewing LLP. Ms. Richmond is pursuing her Associate of Arts degree in Paralegal Studies at Coastline College, with an anticipated Spring 2025 graduation date. Her prior experience includes serving as the sole assistant to four partners in a distinguished litigation and insolvency boutique, which represented debtors, creditors, committees, and trustees in chapter 11 and chapter 7 bankruptcy and other high-stakes insolvency proceedings.

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: **Saul Ewing 1888 Century Park East, Suite 1500, Los Angeles, CA 90067.**

A true and correct copy of the document entitled: **Notice of Application and Application of Receiver for Order Approving Employment of Saul Ewing LLP as Lead Receivership Counsel in Jointly Administered Cases and for Monthly Compensation; Memorandum of Points and Authorities and Declarations of Phillip Christensen and Zev Shechtman in Support Thereof** 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 **December 13, 2024**, 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:

☒ Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On _____ 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 _____, 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.

☐ 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.

December 13, 2024	Hannah Richmond	/s/ Hannah Richmond
Date	Printed Name	Signature

SAUL EWING LLP
1888 CENTURY PARK EAST, SUITE 1500
LOS ANGELES, CALIFORNIA 90067
(310) 255-6100

1 **1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING**
2 **(NEF):**

- 3 • **Mark Anishchenko**
markanishchenko@dwt.com,rosalindcook@dwt.com
- 4 • **Robert Cullen Barton**
rbarton@mwe.com,acorona@mwe.com,abeasley@mwe.com,mnadel@mwe.com
- 5 • **Michael Barrett Brown**
michael.brown@stoel.com,docketclerk@stoel.com,rebecca.lerma@stoel.com,jill.kehnen
6 @stoel.com,ha.nguyen@stoel.com
- 7 • **John D. Freed**
jakefreed@dwt.com,kimberlysimmonsgrune@dwt.com
- 8 • **Michael S. Nadel , PHV**
mnadel@mwe.com
- 9 • **Zev M. Shechtman**
Zev.Shechtman@saul.com,Shelly.Guise@saul.com,hannah.richmond@saul.com,Litigation
10 Docketing@saul.com
- 11 • **Marshall Craig Whitney**
mwhitney@wtjlaw.com,sgomez@wtjlaw.com,abroome@wtjlaw.com
- 12 • **Thomas Andrew Woods**
thomas.woods@stoel.com,docketclerk@stoel.com,dalila.tobin@stoel.com,1261239420@fi
13 lings.docketbird.com,rebecca.lerma@stoel.com

SAUL EWING LLP
1888 CENTURY PARK EAST, SUITE 1500
LOS ANGELES, CALIFORNIA 90067
(310) 255-6100

EXHIBIT E

Case 1:18-cv-03309-PJM Document 400-4 Filed 04/05/19 Page 1 of 2

UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND
SOUTHERN DIVISION

FILED
LOGGED
ENTERED
RECEIVED

APR 25 2019

AT GREENBELT
CLERK, U.S. DISTRICT COURT
DISTRICT OF MARYLAND

DEPUTY

In re SANCTUARY BELIZE LITIGATION

No: 18-cv-3309-PJM BY

**ORDER GRANTING MOTION FOR ORDER APPROVING AND
AUTHORIZING PAYMENT OF TEMPORARY RECEIVER'S AND PROFESSIONAL'S
FEES AND COSTS FROM INCEPTION OF THE RECEIVERSHIP ESTATE
THROUGH JANUARY 31, 2019**

The Motion for Order Approving and Authorizing Payment of Temporary Receiver's and Professional's Fees and Costs From Inception of the Receivership Estate Through January 31, 2019 ("Motion") filed by the temporary receiver, Robb Evans & Associates LLC ("Receiver") came before this Court for determination pursuant to regularly noticed motion. The Court, having read and considered the Motion and all pleadings and evidence filed in support thereof, and opposition to the Motion, if any, and good cause appearing therefore, it is

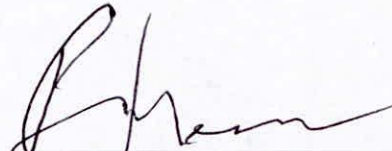
ORDERED that:

1. The Motion and all relief sought therein is granted in its entirety;
2. Without limiting the generality of the foregoing, the following fees and costs incurred from the inception of the receivership estate through January 31, 2019 ("Initial Expense Period") are hereby approved and authorized to be paid from the assets of the receivership estate:
 - A. The fees of the Receiver, including the Receiver's members and staff, of \$609,337.20 and Receiver's costs of \$15,484.15, for a total of \$624,821.35; and
 - B. The fees of the Receiver's counsel, Barnes & Thornburg LLP ("Barnes & Thornburg") of \$104,986.35 and costs of \$4,277.32, for a total of \$109,263.67.

3. The Receiver is authorized to pay the fees and costs approved pursuant to this Order only as funds become available and only to the extent the Receiver deems prudent and appropriate after taking into consideration all cash needs of the receivership estate. In the event funds become available to pay some but not all of the allowed fees and costs approved pursuant to this Order, such payment shall be made on a pro rata basis to the Receiver and Barnes & Thornburg.

Dated:

4/24/19


HONORABLE PETER J. MESSITTE
UNITED STATES DISTRICT JUDGE

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