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8 Attorneys for Elli M. A. Mills, J.D., MBA, Receiver

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**UNITED STATES DISTRICT COURT**  
**DISTRICT OF NEVADA**

USACM LIQUIDATING TRUST,

Civil Action No. 2:08-cv-01276-KJD-RJJ

Plaintiff,

v.

PLACER COUNTY LAND  
SPECULATORS, LLC, aka PLACER  
COUNTY LAND INVESTORS, LLC; et  
al,

Defendants

**SUPPLEMENTAL DISCLOSURE OF QUALIFICATIONS OF RECEIVER  
ELLI M. A. MILLS AND REQUEST FOR ORDER AFFIRMING APPOINTMENT**

Elli M. A. Mills, duly appointed receiver in the above referenced matter by order filed December 16, 2008, (the "Receiver") hereby supplements his statement of qualifications and disclosures as follows:

1. On December 15, 2008, the Receiver filed his Verified Statement of Proposed Receiver Elli M. A. Mills disclosing all connections, if any, with the parties in interest in this matter.

2. On December 16, 2008, the Court entered the Order Appointing Receiver approving the appointment of Mr. Mills as Receiver.

3. The Receiver files this supplemental disclosure and request for order affirming his appointment due to subsequent developments that the Receiver believes should be disclosed.

4. Mr. Mills has been approached by Mr. Dan Kehl to perform real estate consulting

1 for him and other members of his family with respect to loans, other than the Placer 1 Owners'  
2 property, that they made on investments presented by the USA Commercial Mortgage Trust.

3 5. Mr. Dan Kehl is not an investor in the Placer 1 Owners' property, but other family  
4 members and associates of his are.

5 6. The work that Mr. Kehl has asked Mr. Mills to perform consists of evaluating their  
6 real estate investments and consult with the various investors to delineate their options and  
7 appropriate strategic alternatives. None of that work involves the Placer 1 Owners' property or  
8 the Kehl family interest in the Placer 1 Owners property.

9 7. Mr. Kehl is aware that Mr. Mills is the Receiver of the Placer 1 Owners' property  
10 in this matter and cannot and will not perform any function with respect to that property for him  
11 or other members of his family other than those functions which fall into Mr. Mills'  
12 responsibilities as Receiver which he provides for any Placer 1 Owner.

13 8. Mr. Mills does not believe that there is or will be any conflict with Mr. Mills'  
14 duties as Receiver for the Placer 1 Owners by accepting this engagement for Mr. Kehl and the  
15 Kehl family. However, Mr. Mills believes that it is appropriate and necessary for him to disclose  
16 this potential engagement to all of the Owners of Placer 1 and the Court, with appropriate  
17 opportunity for any party in interest to file an objection with the Court, if they so wish.

18 9. Local Rule 66-7, entitled, "PERSONS PROHIBITED FROM ACTING AS  
19 RECEIVERS" states as follows:

20 Except as otherwise allowed by statute or ordered by the court, no party in  
21 interest, attorney, accountant, employee or representative of a party in  
interest shall be appointed as a receiver or employed by the receiver.

22 10. Local Rule 66-7 prohibits a representative of any party in interest with respect to  
23 the subject matter of the receivership from acting as receiver. Mr. Mills is not the representative  
24 of any party in interest with respect to this receivership. Thus, Mr. Mills' prospective  
25 employment by the Kehls in a separate and unrelated matter does not violate Local Rule 66-7.

26 11. Mr. Mills requests that the Court issue an order affirming the Receiver's  
27 appointment in the form submitted herewith without a hearing unless requested by a party in  
28 interest within 10 days after service of this pleading, i.e., May 18, 2009.

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WHEREFORE, the Receiver respectfully requests the Court to reaffirm his employment,  
and for such other and further relief as the Court deems just.

Dated: May 6, 2009

FELDERSTEIN FITZGERALD  
WILLOUGHBY & PASCUZZI LLP

By: /s/ Paul J. Pascuzzi  
PAUL J. PASCUZZI  
Attorneys for Elli M. A. Mills, Receiver

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**UNITED STATES DISTRICT COURT**

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**DISTRICT OF NEVADA**

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USACM LIQUIDATING TRUST,

Civil Action No. 2:08-cv-01276-KJD-RJJ

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Plaintiff,

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v.

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PLACER COUNTY LAND  
SPECULATORS, LLC, aka PLACER  
14 COUNTY LAND INVESTORS, LLC; et  
al,

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Defendants

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**ORDER AFFIRMING APPOINTMENT**

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Upon consideration of the Supplemental Disclosure of Qualifications of Receiver and  
19 Request for Order Reaffirming Employment, after proper notice, the Court having considered the  
20 Supplement and the lack of opposition thereto, and good cause appearing,

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IT IS ORDERED that:

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1. The employment of the Receiver is hereby reaffirmed.

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Dated: \_\_\_\_\_, 2009.

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United States District Judge  
District of Nevada

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10 Receiver Elli M.A. Mills

11 UNITED STATES DISTRICT COURT  
12 DISTRICT OF NEVADA

13 USACM Liquidating Trust,  
14 Plaintiff,

CASE NO. 2:08-cv-01276-KJD-RJJ

15 v.

16 Placer County Land Speculators LLC aka  
17 Placer County Land Investors LLC, et al.,  
18 Defendants.

19 **PROOF OF SERVICE**

20 I, Lori N. McCleerey, declare:

21 I am a resident of the State of California and over the age of eighteen years, and not a  
22 party to the within action; my business address is 400 Capitol Mall, Suite 1450, Sacramento, CA  
23 95814-4434. On May 6, 2009, I served the within documents:

24 **NOTICE OF SUPPLEMENTAL DISCLOSURE OF QUALIFICATIONS OF  
25 RECEIVER ELLI M. A. MILLS AND REQUEST FOR ORDER AFFIRMING  
26 APPOINTMENT**

27 **SUPPLEMENTAL DISCLOSURE OF QUALIFICATIONS OF RECEIVER ELLI  
28 M. A. MILLS AND REQUEST FOR ORDER AFFIRMING APPOINTMENT**

**[PROPOSED] ORDER AFFIRMING APPOINTMENT**

by placing the document(s) listed above in a sealed envelope with postage thereon  
fully prepaid, in the United States mail at Sacramento, California addressed as set  
forth below.

*See attached list.*

I am readily familiar with the firm's practice of collection and processing correspondence  
for mailing. Under that practice it would be deposited with the U.S. Postal Service on that same  
day with postage thereon fully prepaid in the ordinary course of business. I am aware that on

1 motion of the party served, service is presumed invalid if postal cancellation date or postage  
meter date is more than one day after date of deposit for mailing in affidavit.

2  
3 I am employed in the office of a member of the bar of this court at whose direction the  
service was made.

4 I declare under penalty of perjury that the foregoing is true and correct.

5 Executed on May 6, 2009, at Sacramento, California.

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7 /s/ Lori N. McCleerey  
Lori N. McCleerey

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