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9 Receiver Elli M.A. Mills

10 UNITED STATES DISTRICT COURT  
11 DISTRICT OF NEVADA

12 USACM Liquidating Trust,  
13 Plaintiff,

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

14 v.

15 Placer County Land Speculators LLC aka  
16 Placer County Land Investors LLC, et al.,

17 Defendants.

18 **VERIFIED REPORT OF ELLI M. A. MILLS, RECEIVER, PLACER**  
19 **VINEYARDS LAND SPECULATORS [OCTOBER 2009]**

20 Elli M.A. Mills, the duly appointed receiver in the above-referenced matter, hereby files  
21 his third report pursuant to this Court's Order Appointing Receiver filed December 16, 2008,  
22 paragraph 14. A true and correct copy of the verified report and account of the receiver's  
23 administration during the month of October 2009 is attached hereto.

24 Dated: November 25, 2009

FELDERSTEIN FITZGERALD  
WILLOUGHBY & PASCUZZI LLP

25 /s/ Paul J. Pascuzzi  
26 PAUL J. PASCUZZI  
27 Attorneys for Elli M.A. Mills, Receiver  
28

**REPORT OF ELLI M. A. MILLS, JD, MBA,  
COURT APPOINTED RECEIVER,  
PLACER 1 OWNERS RECEIVERSHIP  
October, 2009**

**Summary:**

In the September report, the Receiver discussed several issues that had further developments in October. These include issues relating to the real estate tax assessment, the agriculture lease, and further developments at the Placer Vineyards Development Association. Furthermore, this report will discuss the progress on the Receiver's review of the potential for the sale of the property and touch upon other issues that are normally included in the monthly updates.

This report for October, 2009 will discuss the following Receiver's activities for that month:

- I. Real Estate Tax Assessment.
- II. Agriculture Lease.
- III. Meeting of the Placer Vineyards Development Association.
- IV. Property Sale.
- V. Financial Transactions.
- VI. Other Matters.

**I. Real Estate Tax Assessment.**

In October, the Receiver met with personnel of the Placer County Tax Assessor's office to discuss the base line assessment for calendar year 2009. A reassessment was required because the County is required to reassess any property that is sold, and the foreclosure sale of December 31, 2008 constituted a sale for this purpose.

As mentioned in prior monthly reports, a copy of the December 31, 2008 appraisal, which the Receivership obtained for the purpose of this tax assessment valuation, was provided to the Placer County Assessor's appraisal staff. That report indicated a value of \$10,150,000 for the property. During the October meeting, the appraisal staff indicated that they had assessed the property for \$10,825,000, 7% higher than the Receivership's appraisal.

October, 2009 Report of Receiver Elli M. A. Mills, JD, MBA  
Placer 1 Owners' Receivership  
November 30, 2009  
Page 2

The Receiver discussed this discrepancy in valuation with the appraisal staff and pointed out to them that the foreclosure sale price, almost on the same date, was \$8,404,030, or 22.4% less than their valuation. However, the staff would not budge on their value.

After some reflection, the Receiver subsequently decided to appeal that assessment. The assessment appeal will most likely not be heard for 24 months. In that time, if the property is resold, the issue will be moot for the Placer 1 Owners' Receivership. Should the property not be sold, the Receiver feels that it is important to preserve the Receivership's right to challenge that assessment. Therefore, within the appeal period, the Receiver filed an appeal application.

## **II. Agriculture Lease.**

As mentioned in the September monthly report, on October 27<sup>th</sup> the Court granted the Receiver's application to enter into a grazing lease on the property for the 2009–2010 grazing season, running from November 2009 to March or April, 2010. As previously reported, the value to the Receivership in entering into this lease would be the lessee's obligation to repair the perimeter fences and the reduction of grassland fire potential from grazing. The modest revenue would just be a bonus to the other values. In November, the Receiver executed a lease. The lease revenue is a bit more than expected. The gross revenue is \$6,760.00, less 10% commission, leaving net proceeds to the Receivership of \$6,084.00.

## **III. Placer Vineyards Development Association.**

As previously mentioned, the Development Association was waiting for the decision of the California District Court on the two lawsuits challenging the entitlement provisions placed on the Placer Vineyards development by Placer County. These suits, one by the Sierra Club and one by parties representing labor unions, sought to make the entitlement provisions more cumbersome on the Development and sought to require more environmental remediation than was required by Placer County.

In late October, the Court rendered both decisions. The Development Association prevailed on all counts. The decisions were strongly in favor of the positions of the

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 Placer 1 Owners' Receivership  
 November 30, 2009  
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Development Association. Counsel for the Development Association since has indicated to the Association that although an appeal is possible, the strong wording of the decisions suggests that any appeal by the opposing parties would not be successful.

This positive resolution for the Development Association is also positive for the Receivership in that it reduces one hurdle for either the sale or development of the property.

#### **IV. Memorandum on Sale or Hold of the Property.**

The Receiver has been working on putting together information on the sale or hold of the property, and is in the process of writing a confidential memorandum for the Owners to discuss these issues. In the course of developing data to share with the Owners, the Receiver has discussed the prospects for sale of the property with a number of real estate brokers who deal in land for development, and has discussed the prospects for sale with other land owners of the Placer Vineyards Development. Since this monthly report is posted on the web, the Receiver will withhold his analysis for that memorandum which will be distributed by US mail directly to each Owner and not posted on the web. The Receiver is waiting to collect more and current information regarding these issues and will complete and distribute this memorandum shortly for review and consideration.

#### **IV. Financial Transactions.**

In October, the Receivership expended the following funds:

October 9, 2009 Felderstein Fitzgerald Willoughby & Pascuzzi Fees and Expenses August, 2009	\$ 2,127.19
October 9, 2009 Elli M. A. Mills, Receiver Fees and Expenses August, 2009	\$ 3,778.19
October 27, 2009 International Sureties Annual Premium - Receiver's Bond	\$ 250.00
October 30, 2009 Monthly interest on interim loan	\$ 1,438.36
October 30, 2009 Wire transfer fee	\$ 3.00

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Placer 1 Owners' Receivership  
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October 30, 2009 Felderstein Fitzgerald Willoughby & Pascuzzi Fees and Expenses September, 2009	\$ 1,262.05
October 30, 2009 Elli M. A. Mills, Receiver Fees and Expenses September, 2009	<u>\$ 4,225.20</u>
Total Expenditures	\$13,083.99

#### **V. Other Matters.**

Location of Previous Monthly Reports:

The Receiver wishes to remind the Owners that the Receiver's monthly reports are online at the website maintained by the Receiver's counsel. The reports and all documents filed with the Court can be accessed at [www.ffwplaw.com](http://www.ffwplaw.com), click on the "Cases" link, enter the email address at the login prompt of [cases@ffwplaw.com](mailto:cases@ffwplaw.com), and enter the password "password," then click on the Placer Vineyards folder.

Finally, the Receiver invites all Owners to contact the Receiver directly with any questions or comments.

Respectfully submitted:

*/s/ Elli M. A. Mills*

Elli M. A. Mills,  
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Placer 1 Owners' Receivership  
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**VERIFICATION BY RECEIVER OF RECEIVER'S REPORT**

I, Elli M.A. Mills, am the duly-appointed receiver in the above-referenced action, and I have read the foregoing Verified Report of Elli M.A. Mills, Receiver, Placer Vineyards Land Speculators [October 2009] ("Receiver's Report"), and know its contents. The matters stated in the Receiver's Report are true based on my own knowledge or the records regularly maintained by the receivership, except as to those matters stated on information and belief, and as to those matters I believe them to be true.

I declare under penalty of perjury that the foregoing is true and correct. Executed on November 24, 2009.

  
Elli M.A. Mills

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11 DISTRICT OF NEVADA

12 USACM Liquidating Trust,  
13 Plaintiff,

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

14 v.

15 Placer County Land Speculators LLC aka  
16 Placer County Land Investors LLC, et al.,

17 Defendants.

18 **PROOF OF SERVICE**

19 I, Lori N. McCleerey, declare:

20 I am a resident of the State of California and over the age of eighteen years, and not a  
21 party to the within action; my business address is 400 Capitol Mall, Suite 1450, Sacramento, CA  
22 95814-4434. On November 25, 2009, I served the within documents:

23 **VERIFIED REPORT OF ELLI M.A. MILLS, RECEIVER, PLACER  
24 VINEYARDS LAND SPECULATORS [OCTOBER 2009]**

25  by transmitting via electronic mail the above listed document(s) to the email  
26 addresses set forth below on this date before 5:00 p.m.

27 *See attached list.*

28 **AND**

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.*

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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 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.

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

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

Executed on November 25, 2009, at Sacramento, California.

/s/ Lori N. McCleerey  
Lori N. McCleerey

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