

UNITED STATES BANKRUPTCY COURT
DISTRICT OF ARIZONA

In Re	
	Debtor(s)
v.	Appellant(s)
	Appellee(s)

Chapter
Case No.
Adv. No.
BAP No.

**CERTIFICATE OF READINESS TO
TRANSMIT RECORD ON APPEAL
TO CLERK OF U.S. BANKRUPTCY
APPELLATE PANEL**

To: CLERK, U.S. BANKRUPTCY APPELLATE PANEL, NINTH CIRCUIT
125 S. Grand Avenue
Pasadena, California 91105

The undersigned Deputy Clerk of the U.S. Bankruptcy Court hereby certifies, pursuant to Rule 8007(b)-1 of the Rules of the US Bankruptcy Appellate Panels of the Ninth Circuit, that the Statement of Issues, Designation of Record, and Reporters Transcript are now on file in this office. The record will be so transmitted upon request from the Clerk of the Bankruptcy Appellate Panels.

DATE:

Clerk of Court

By: _____
Deputy Clerk

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10 Trustee of ML Liquidating Trust

6 **IN THE UNITED STATES BANKRUPTCY COURT**
7 **FOR THE DISTRICT OF ARIZONA**

8 In re:

9 MORTGAGES LTD., an Arizona
10 corporation,
11 Debtor.

Proceedings Under Chapter 11
Case No. 2:08-bk-07465-RJH

**APPELLANTS' DESIGNATION OF
RECORD AND STATEMENT OF
ISSUES TO BE PRESENTED ON
APPEAL**

(Re Docket Nos. 2514 & 2521)

15 Kevin T. O'Halloran, Trustee of the Liquidating Trust of Mortgages, Ltd. ("Liquidating Trust" or
16 "Appellant"), pursuant to Federal Rule of Bankruptcy Procedure 8006, hereby submits its designation of
17 items to be included in the record on appeal and its statement of issues to be presented on appeal.

18 **I. STATEMENT OF ISSUES PRESENTED ON APPEAL**

19 Appellants present the following issues on appeal:

20
21 1. Whether the Bankruptcy Court committed an error of law or an abuse of discretion in
22 granting the Application Pursuant to 11 U.S.C. § 503(b)(3)(D) and (b)(4) for Allowance and Payment of
23 Administrative Claim of Radical Bunny, L.L.C [Docket No. 1888] and awarding counsel for Radical
24 Bunny, L.L.C. fees and expenses in the amount of \$595,798.25, including, without limitation:

1 a. Whether the Bankruptcy Court committed an error of law or an abuse of
2 discretion in expanding the Ninth Circuit's holding in *Cellular 101, Inc. v. Channel Communications,*
3 *Inc.*, 377 F.3d 1092 (9th Cir. 2004).

4 b. Whether the Bankruptcy Court committed an error of law or an abuse of
5 discretion in finding that claimant's actions conveyed a benefit to the estate that outweighed the benefit
6 to the substantial contribution claimant without evidence of the value of any benefit to the estate or the
7 associated costs of claimant's actions.

8 c. Whether the Bankruptcy Court committed an error of law or an abuse of
9 discretion in failing to require evidence that the work of the substantial contribution claimant was not
10 duplicative of the work of multiple estate professionals engaged in the same activities.

11 d. Whether the Bankruptcy Court committed an error of law or an abuse of
12 discretion in relying upon contested facts in awarding substantial contribution claim.

13 2. Whether the Bankruptcy Court committed an error of law or an abuse of discretion in
14 granting the Application Pursuant to 11 U.S.C. § 503(b)(3)(D) and (b)(4) for Allowance and Payment of
15 Administrative Claim of Radical Bunny, L.L.C [Docket No. 1888] without reducing the award to reflect
16 the costs to the estate incurred as a result of Radical Bunny, L.L.C., as well as funds already paid to
17 Radical Bunny, L.L.C., including, without limitation:

18 a. Whether the Bankruptcy Court committed an error of law or an abuse of
19 discretion in granting a substantial contribution award of \$118,810.00 for claimant's work on drafting a
20 plan without any evidence of the cost associated with the claimant's change of position and objection to
21 confirmation of the same plan.

22 b. Whether the Bankruptcy Court committed an error of law or an abuse of
23 discretion in granting a substantial contribution award without considering that the claimant received
24 improved treatment in the plan of reorganization as a reward for its efforts in the bankruptcy.

25 c. Whether the Bankruptcy Court committed an error of law or an abuse of
26 discretion in granting the full amount of a substantial contribution claim to a claimant that had already
received partial payment from its client.

1 **II. DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD**

2 Appellant designates the following items for inclusion in the record on appeal. Such designation
 3 of pleadings and matters of record includes all exhibits attached or referred to in the pleadings or matters
 4 of record.

DOCKET NO.	DATE ENTERED	DOCUMENT DESCRIPTION
--	--	Copy of the Bankruptcy Court Docket for Case No. 2:08-07465-RJH
1297	1/21/09	Chapter 11 Plan The Official Committee of Investors' Plan of Reorganization Dated January 21, 2009 filed by Official Committee of Investors
1298	1/21/09	Disclosure Statement in Support of The Official Committee of Investors' Plan of Reorganization Dated January 21, 2009 filed by Official Committee of Investors
1468	3/13/09	First Amended Chapter 11 Plan The Official Committee of Investors' First Amended Plan of Reorganization dated March 12, 2009 filed by Official Committee of Investors (related document(s) <u>1297</u> Chapter 11 Plan)
1471	3/13/09	Amended Disclosure Statement in Support of the Official Committee of Investors' First Amended Plan of Reorganization Dated March 12, 2009 Without Exhibits filed by Official Committee of Investors (related document(s) <u>1468</u> Amended Chapter 11 Plan)
1474	3/13/09	Notice of Filing Exhibit 1 to Investors Committee's First Amended Plan of Reorganization and Exhibit E to Investors Committee's Amended Disclosure Statement filed by Official Committee of Investors (related document(s) <u>1468</u> Amended Chapter 11 Plan, <u>1471</u> Amended Disclosure Statement)
1531	4/6/09	Amended Disclosure Statement In Support of The Official Committee of Investors' First Amended Plan of Reorganization Dated March 12, 2009 filed by Official Committee of Investors
1532	4/6/09	First Amended Chapter 11 Plan of Reorganization Dated March 12, 2009 filed by Official Committee of Investors

1	1556	4/14/09	Motion to Determine Motion Under Bankruptcy Rule 3013 To Determine If Classification And
2			Treatment Of Claims In Classes 9, 11C, 11D And 11E Is Appropriate In The Official Committee
3			Of Investors First Amended Plan Of Reorganization filed by G. Grant Lyon, Chapter 11 Trustee
4			for Radical Bunny, LLC
5	1558	4/14/2009	Exhibit Appendix Of Exhibits In Support Of Motion Under Bankruptcy Rule 3013 To Determine
6			If Classification And Treatment Of Claims In Classes 9, 11C, 11D And 11E Is Appropriate In The
7			Official Committee Of Investors First Amended Plan Of Reorganization filed by G. Grant Lyon,
8			Chapter 11 Trustee for Radical Bunny, LLC (related document(s) <u>1556</u> Motion to Determine)
9	1576	4/16/09	Motion to Join Radical Bunny's: (I) Joinder In Objection And Motion Filed By The Grace Entities
10			At Docket No. 1562; (II) Objection To Proof Of Claim No. 1817 Filed By The VTL Fund; And
11			(III) Motion For Temporary Allowance Of Claims In Class 9 And Class 11D At \$0 For Purposes
12			Of Voting To Accept Or Reject The Official Committee Of Investors First Amended Plan Of
13			Reorganization filed by G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related
14			document(s) <u>1562</u> Objection to Claim).
15	1610	4/29/09	Motion to Determine Proper Classification and Treatment of "Radical Bunny LLC" Claims in the
16			Official Committee of Investors' First Amended Plan filed by Robert G. Furst.
17	1624	5/4/09	Response to Motion/Application Investors Committee's Response to Radical Bunny's Motion
18			Under Bankruptcy Rule 3013 to Determine if Classification and Treatment of Claims in Classes 9,
19			11C, 11D and 11E is Appropriate in the Official Committee of Investors' First Amended Plan of
20			Reorganization (related to motions(s) <u>1556</u>) filed by Official Committee of Investors (related
21			document(s) <u>1556</u> Motion to Determine)
22	1625	5/4/09	Response to Motion/Application to Determine if Classification and Treatment of Claims is
23			Appropriate (related to motions(s) <u>1556</u>) filed by Official Committee Of Investors In The Value-
24			To-Loan Opportunity Fund I L.L.C. (related document(s) <u>1556</u> Motion to Determine).
25	1637	5/5/09	Notice of Errata Regarding Investors Committee's Response to Radical Bunny's Motion Under
26			Bankruptcy Rule 3013 to Determine if Classification and Treatment of Claims in Classes 9, 11C,
			11D and 11E is Appropriate in the Official Committee of Investors' First Amended Plan of
			Reorganization filed by Official Committee of Investors (related document(s) <u>1624</u> Response)

1	1643	5/5/09	Objection Radical Bunny's Objections to Confirmation of the Official Committee of Investors' First Amended Plan of Reorganization filed by G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) <u>1532</u> Amended Chapter 11 Plan).
2	1663	5/6/09	Response to Radical Bunny's: (I) Joinder in Objection and Motion filed by the Grace Entities at Docket 1562, (II) Objection to Proof of Claim No. 1817 filed by the VTL Fund, and (III) Motion for Temporary Allowance of Claims in Class 9 and Class 11D at \$0 for Purposes of Voting to Accept or Reject the Official Committee of Investors' First Amended Plan of Reorganization filed by Official Committee of Investors (related document(s) <u>1576</u> Motion to Join)
3	1670	5/7/09	Objection to Motion/Application of Radical Bunny, LLC's Rule 3013 Motion to Determine Property Classification and Treatment of Rev-Op Investor Claims (related to motions(s) <u>1582</u>) filed by Mortgages Ltd. (related document(s) <u>1582</u> Motion to Determine)
4	1671	5/7/09	Joint Objection to Motion/Application Radical Bunny's Bankruptcy Rule 3013 Motion (related to motions(s) <u>1556</u>) filed by Rev Op Group (related document(s) <u>1556</u> Motion to Determine)
5	1673	5/7/09	Response to Radical Bunny, LLC's Motion under Bankruptcy Rule 3013 to Determine Proper Classification and Treatment of "Rev Op Investor" Claims in the Official Committee of Investors' First Amended Plan of Reorganization filed by Official Committee of Investors (related document(s) <u>1582</u> Motion to Determine)
6	1674	5/7/09	Joinder WMS Fund Management, LLC and WMS Fixed Income Fund I LLC's Joinder in Objections to Radical Bunny's Bankruptcy Rule 3013 Motion filed by WMS Fixed Income Fund I LLC, WMS Fund Management, LLC.
7	1701	5/11/09	Objection to Proofs of Claim Numbers 33-1, as Amended by Number 33-2, Filed by Radical Bunny, L.L.C. filed by Official Committee of Investors
8	1711	5/12/09	Objection Radical Bunny's Objection to Motion to Determine Classification and Treatment of Radical Bunny's Claim filed by G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) <u>1610</u> Motion to Determine)

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1721	5/13/09	Minutes of Hearing held on: 05/13/2009 Subject: Evidentiary hearing on confirmation of Investors Committee's Plan and Radical Bunny's Motion Under BK Rule 3013 To Determine If Classification & Treatment of Claims in Classes 9, 11C, 11D And 11E Is Appropriate In The Official Committee of Investors' First Amended Plan and Expedited Hearing on Grace Entities 1) Omnibus Objection To Proofs Of Claims Filed By Mortgages Ltd On Behalf Of MP Funds; and 2) Motion to Temporarily Allow Such Claims & All Claims Filed by Similarly Situated Investors at \$0 For The Purpose of Accepting or Rejecting The Investors Committee's First Amended Plan and Radical Bunny's 1) Joinder In Objection & Motion Of Grace Entities (DKT 1562; 2) Objection to Proof of Claim No 1817 Filed by the VTL Fund and 3) Motion For Temporary Allowance of Claims in Class 9 & Class 11D AT \$0 For Purposes of Voting to Accept or Reject the Investors Comm First Amended Plan and Motion to Determine Proper Classification & Treatment of Rev OP Investor Claims in the Investors Committee's First Amended Plan Filed Radical Bunny and Hearing on Debtor's Disclosure Statement and Debtor's Motion for Approval of Insurance Premium Finance Agreements (related document(s) 1532 , 1556 , 1560 , 1562 , 1582 , 1584)
1725	5/14/09	Notice of Filing Radical Bunny's List Of Witnesses And Exhibits In Opposition To Confirmation Of The Official Committee Of Investors First Amended Plan Of Reorganization filed by G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) 1722 Order Continuing/Rescheduling).

1	1727	5/14/09	Minutes of Hearing held on: 05/14/2009
2			Subject: Radical Bunny's Motion Under BK Rule 3013 To Determine if Classification &
3			Treatment of Claims in Classes 9, 11C, 11D AND 11E Is Appropriate in the Official Committee
4			of Investors' First Amended Plan and Evidentiary Hearing Re: Motion To Approve Settlement
5			Between Mortgages Ltd., S.M. Coles LLC And Secured Capital Management Co., LLC Filed By
6			Debtor and Evidentiary Hearing Re: Motion to Approve Settlement Between Mortgages Ltd. and
7			S.M. Coles, LLC Filed By Debtor and Hearing on Debtor's Disclosure Statement And Radical
8			Bunny's 1) Joinder in Objection & Motion of Grace Entities (DKT 1562; 2) Objection to Proof of
9			Claim No 1817 Filed by the VTL Fund and 3) Motion For Temporary Allowance of Claims in
10			Class 9 & Class 11D at \$0 For Purposes of Voting to Accept or Reject the Investors Committees
11			Amended Plan and Motion to Determine Proper Classification & Treatment of Rev OP Investor
12			Claims in the Investors Committee's First Amended Plan Filed Radical Bunny.
13			(related document(s) 1556 , 1582 , 1584 , 1631 , 1634)
14	1732	5/15/09	Objection Radical Bunny's Objection To Emergency Motion To Authorize The Sale Of Certain
15			Real Property Outside The Ordinary Course Of Business Pursuant To 11 U.S.C. § 363(b)(f) filed
16			by G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) 1626 Motion
17			to Approve Sale))
18	1755	5/20/09	ORDER Confirming Investors Committee's First Amended Plan of Reorganization dated March
19			12, 2009 signed on 5/20/2009 (related document(s) 1532 Amended Chapter 11 Plan)
20	1888	7/6/09	Application for Administrative Expenses Pursuant to 11 U.S.C. Section 503(b)(3)(D) and (4) for
21			Allowance and Payment of Administrative Claim of Creditor Radical Bunny filed by G. Grant
22			Lyon, Chapter 11 Trustee for Radical Bunny, LLC
23	1995	7/21/09	Objection to Application for Attorney or Other Professional Fees Omnibus Objection to Fee
24			Applications of Fennemore Craig, Alvarez and Marsal, and Radical Bunny, LLC (related to
25			motions(s) 1879) filed Jennings, Strouss & Salmon.
26	2014	7/27/09	Omnibus Objection to Motion/Application Pursuant to 11 U.S.C. Section 503(B)(3)(D) and (4) for
			Allowance and Payment of Administrative Claims of Creditors Radical Bunny, The Lewis Trust
			and The Rev Op Group by Liquidating Trust (related to motions(s) 1888) filed by Kevin T.
			O'Halloran

1	2027	7/28/09	Reply Radical Bunny, L.L.C.'s Reply to Omnibus Objection of Liquidating Trust to Applications
2			Pursuant to 11 U.S.C. § 503(b)(3)(D) and (4) For Allowance and Payment of Administrative
3			Claims, filed by G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s)
4			<u>1888</u> Application for Administrative Expenses, <u>2014</u> Objection)
5	2028	7/28/09	Reply Radical Bunny, L.L.C.'s Reply To Omnibus Objection To Fee Applications Filed by
6			Jennings Strouss & Salmon filed by G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC
7			(related document(s) <u>1888</u> Application for Administrative Expenses, <u>1995</u> Objection to
8			Application for Attorney or Other Professional Fees)
9	2049	8/6/09	Notice of Filing Supplement to Objection of G. Grant Lyon, Chapter 11 Trustee for Radical
10			Bunny, L.L.C. To Application for Administrative Expenses for Attorneys Fees and Costs Filed By
11			Douglas F. Behm Of Douglas F. Behm, PLLC On Behalf Of Douglas Frederick Behm, & To
12			Application for Allowance of Administrative Claim Filed by Feder Law Office, P.A., & To
13			Request for Payment of Allowed Administrative Claim of Roshka DeWulf, & To Application for
14			Allowance of Administrative Claim Filed by Law Offices of Thomas J. Marlowe, & To
15			Application for Allowance and Payment of Administrative Expense Filed By Mariscal, Weeks,
16			McIntyre & Friedlander, P.A., & To Application For Allowance And Payment of Administrative
17			Expense Filed by Gallagher & Kennedy, P.A., & To Notice of Administrative Claim Filed by
18			Jaburg & Wilk, P.C., & To the Second Notice of James J. Belanger's Statement of Fees and Costs
19			Incurred by Counsel for Christopher Olson, Veronica Sas, Michelle [SIC] Wemmer, and Richard
20			Feldheim, and Request for Payment, Filed by Coppersmith Schermer & Brockelman, PLC filed by
21			G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) <u>2001</u> Objection
22			to Application for Attorney or Other Professional Fees)
23	2088	8/14/09	Supplemental Memorandum of Radical Bunny, L.L.C. Regarding Effect of Change of
24			Management and Counsel on Application Pursuant to 11 U.S.C. Section 503(b)(3)(D) and (4) for
25			Allowance and Payment of Administrative Claim filed by G. Grant Lyon, Chapter 11 Trustee for
26			Radical Bunny, LLC. (related document(s) <u>1888</u> Application for Administrative Expenses)

<p>1 2 3 4 5 6 7 8 9 10 11 12 13 14</p> <p>2112</p>	<p>8/19/09</p>	<p>Minutes of Hearing held on: 08/19/2009</p> <p>Subject: Motion to Set Aside Default Filed by ML Manager and Plaintiffs’ Motion for Remand and Mortgages Investors’ Amended Motion for Attorneys Fees and Mortgages Investors’ Amended Motion for Attorneys Fees and First & Final Application for Allowance & Payment of Fees & Expenses Incurred by Fennemore Craig as Counsel for the Investors Committee and First & Final Application for Allowance & Payment of Fees & Expenses Incurred by Alvarez & Marsal Dispute Analysis & Forensic Services and Application for Allowance & Payment o Administrative Expense of Fennemore Craig for Representation of the Unofficial Investors Committee and Application for Allowance & Payment of Administrative Expense of Alvarez & Marsal for Professional Services Rendered to the Unofficial Investors Committee and Application for Allowance & Payment of Administrative Claim a& Expenses of Creditor Radical Bunny and Final Application for Approval, Allowance & Payment of Fees & Expenses Incurred by the Paul G. Johnson Company for Services on Behalf of the debtor and Douglas Behm’s Application for Allowance of Administrative Claim for Attorneys Fees & Costs and Final Fee Application of MC Financial Group Ltd. As Financial Advisor to Debtor.</p> <p>(related document(s) 1814 , 1879 , 1880 , 1881 , 1882 , 1888 , 1889 , 1953)</p>
<p>15 16 17 18 19 20 21 22 23 24 25</p> <p>2191</p>	<p>9/17/09</p>	<p>Minutes of Hearing held on: 09/17/2009</p> <p>Subject: Debtor’s Objection to Defendant’s Motion to Dismiss Complaint for Breach of Guaranty and Debtor’s Objection to 70th Street Property’s Motion to Dismiss Complaint for Objection To proof of Claim and Debtor’s Objection to Defendant’s Motion to Dismiss Complaint for Breach of Guaranty and Debtor’s Objection to Portales Place Property’s Motion to Dismiss Complaint for Objection to Proof of Claim and the Lewis Trust’s Application for Allowance & Payment of Administrative Expense Claim & Objection Thereto and Application for Administrative Expense Claim of the Rev OP Group and Application for Compensation of FTI Consulting as Financial Advisors to the Debtor and Motion to Ratify 401(k) Plan Appointments & Define the Liquidating Trustee’s Role and Application for Allowance & Payment of Administrative Claim & Expenses of Creditor Radical Bunny.</p> <p>(related document(s) 1885 , 1886 , 1888 , 1896 , 2115)</p>
<p>26</p> <p>2229</p>		<p>Transcript of Hearing held on 5/13/09</p>

1	2377	11/7/09	Notice of Lodging Proposed Order Stipulated Order Extending Briefing Deadline filed by G.
2			Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) <u>1888</u> Application
3			for Administrative Expenses)
4	2395	11/12/09	Statement of Facts Joint Statement of Material Facts of Radical Bunny and Liquidating Trust For
5			Application Pursuant to 11 U.S.C. § 503(b)(3)(D) and (4) For Allowance and Payment of
6			Administrative Claim of Creditor Radical Bunny filed by G. Grant Lyon, Chapter 11 Trustee for
7			Radical Bunny, LLC (related document(s) <u>1888</u> Application for Administrative Expenses, <u>2014</u>
8			Objection, <u>2027</u> Reply, <u>2088</u> Memorandum)
9	2396	11/12/09	Brief In Further Support of the ML Liquidating Trust Objection to the Application for Allowance
10			and Payment of Administrative Claims of Creditor Radical Bunny, LLC filed by Kevin T.
11			O'Halloran. (related document(s) <u>2014</u> Objection, <u>2027</u> Reply)
12	2397	11/12/09	Notice of Withdrawal of Application for Administrative Expense Claim of the Rev Op filed by
13			Rev Op Group (related document(s) <u>1885</u> Application for Administrative Expenses)
14	2398	11/12/09	Memorandum Radical Bunny's Prehearing Memorandum in Support of Application Pursuant to 11
15			U.S.C. Section 503(b)(3)(D) and (4) for Allowance and Payment of Administrative Claim of
16			Creditor Radical Bunny filed by G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC.
17			(related document(s) <u>1888</u> Application for Administrative Expenses)
18	2400	11/13/09	Notice of Withdrawal of The Lewis Trust's Application for Allowance and Payment of
19			Administrative Expense Claim Pursuant to Section 503(b) of the Bankruptcy Code filed by The
20			Lewis Trust (related document(s) <u>1886</u> Application for Administrative Expenses).
21	2407	11/16/09	Supplemental Statement of Facts of Radical Bunny and Liquidating Trust for Application
22			Pursuant to 11 U.S.C. Section 503(b)(3)(D) and (4) for Allowance and Payment of Administrative
23			Claim of Creditor Radical Bunny filed by G. Grant Lyon, Chapter 11 Trustee for Radical Bunny,
24			LLC. (related document(s) <u>2395</u> Statement of Facts)

1	2418	11/18/09	Minutes of Hearing held on: 11/18/2009
2			Subject: Oral Argument on Application for Allowance & Payment of Administrative Claim &
3			Expenses of Creditor Radical Bunny and Robert Furst's Motion for Entry of Order Requiring
4			Immediate Distribution of Five Monthly Interest Payments Received from the Borrower of 300
5			East Camel Back Rd Loan 17.5% Interest on All Withheld Amounts & Determination of Amount
6			of Interest Rate Spread Owed to ML Manager & Determination that ML Manager is a Fiduciary
7			and Motion for Allowance & Payment of Administrative Expense Claim Filed by Cooley
8			Enterprises LLC.
9			(related document(s) <u>1888</u> , <u>2200</u> , <u>2303</u>)
10	2514	12/17/09	ORDER Granting Application for Administrative Claim for Substantial Contribution (Related Doc
11			# <u>1888</u>) signed on 12/17/2009
12	2521	12/21/09	ORDER Approving Allowance & Payment of Substantial Contribution Claim Pursuant to 11 USC
13			Section 503(b)(3)(D) and (4) (Administrative Claim of Creditor Radical Bunny) (Related Doc #
14			<u>1888</u>) signed on 12/21/2009
15	2529	12/28/09	Notice of Appeal (255.00 fee) filed by Kevin T. O'Halloran (related document(s) <u>2514</u> Order on
16			Application for Administrative Expenses, <u>2521</u> Order on Application for Administrative
17			Expenses)
18			Transcript of Hearing held on 5/14/09
19			Transcript of Hearing held on 8/19/09
20			Transcript of Hearing held on 9/17/09
21			Transcript of Hearing held on 11/18/09

22 RESPECTFULLY SUBMITTED this 11th day of January, 2010.

23 STRADLEY RONON STEVENS & YOUNG, LLP

24 By: /s/ Mark J. Dorval
 25 Mark J. Dorval, Esquire
 26 Julie Murphy, Esquire
 Lead Counsel for Kevin T. O'Halloran,
 Trustee for the Liquidating Trust

1 COPY of the foregoing
2 sent by facsimile or e-mail
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7 Special Counsel to G. Grant Lyon, Chapter 11
8 Trustee of Radical Bunny, L.L.C.

9 **IN THE UNITED STATES BANKRUPTCY COURT**
10 **FOR THE DISTRICT OF ARIZONA**

11 In re:	Chapter 11
12 MORTGAGES LTD.,	Case No. 2:08-bk-07465-RJH
13	APPELLEE RADICAL BUNNY,
14	L.L.C.'S DESIGNATION OF
15 Debtor.	ADDITIONAL ITEMS IN THE RECORD
16	(Related Docket Nos. 2514, 2521, 2529 & 2588)

17
18 Radical Bunny, L.L.C. ("RBLLC" or "Appellee"), by and through its duly authorized
19 attorneys, pursuant to Federal Rule of Bankruptcy Procedure 8006, hereby submits its
20 Designation of Additional Items in the Record.

22 Date Entered	Docket No.	Document Description
23 6/20/2008	1	Involuntary Petition (Chapter 7)
24 6/20/2008	2	Emergency Motion for Appointment of Interim Trustee
25 6/23/2008	20	Omnibus Declaration Of Laura Martini In Support Of Debtor's Chapter 11 Case And First Day Motions
26 6/23/2008	23	List of Twenty Largest Unsecured Creditors
27 6/24/2008	36	Order Converting Case to a Case Under Chapter 11 and Setting Continued Hearing on First Day Motions and Emergency Motion to Appoint a Chapter 11 Trustee

Date Entered	Docket No.	Document Description
6/27/2008	53	Motion Regarding Chapter 11 First Day Motions // Emergency Motion For An Interim Order (A) Authorizing Debtor To Obtain Post Petition Financing Pursuant To 11 U.S.C. Sections 105, 361, 362 And 364; (B) Deeming Prepetition Secured Parties Adequately Protected Pursuant To 11 U.S.C. Sections 361, 362, 363 And 364; And (C) Scheduling A Final Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) And Local Rule 4001-4
6/30/2008	75	Radical Bunny, L.L.C.'s Objection to Motion/Application for Interim Post-Petition Financing
6/30/2008	79	Response to Motion/Application Response and Objection to Debtor's Emergency Financing Motion
7/1/2008	100	Minutes of Hearing Held on 7/1/2008
7/9/2008	135	Minutes of Hearing Held on 7/9/2008
7/14/2008	155	Notice of Nonconsent to Use of Cash Collateral Outside of Payment of Ordinary Business Expenses
7/15/2008	160	Supplemental Motion to Authorize Postpetition Financing and Request For Final Hearing
7/15/2008	165	Notice of Filing / Disclosures by SVP Regarding Post-Petition Financing
7/18/2008	197	Notice of Withdrawal of Request For Immediate Financing and Request That Hearing Be Vacated
7/18/2008	198	Schedules
7/18/2008	199	Statement of Financial Affairs
7/19/2008	203	Radical Bunny's Reply to Debtor's Response to Notice of Non-Consent to Use of Cash Collateral Outside of Payment of Ordinary Business Expenses
7/21/2008	206	ORDER Vacating Expedited Hearing Set For July 22, 2008 signed on 7/21/2008
8/1/2008	262	Motion to Approve (Expedited) Debtor-in-Possession's Financing in Accordance with Bankruptcy Code Sections 364(c) and (d)
8/5/2008	290	Notice of Appearance and Request for Notice filed by Cathy L. Reece of Fennemore Craig on behalf of Official Committee of Investors
8/5/2008	293	Grace Entities' Opposition to Expedited Motion for Approval of Debtor-In-Possession Financing in Accordance with Bankruptcy Code Sections 364(c) and (d)
8/5/2008	310	Investor Committee's Statement in Support of Emergency Motion of Eva Sperber-Porter, Litchfield Partnership and Baseline & Val Vista Associates Limited Partnership for an Order Requiring Debtor to Continue Making Interest Payments to Owners of Fractional Interests
8/6/2008	313	Notice of Appearance filed by Dean M. Dinner of Nussbaum & Gillis on behalf of Official Committee of Unsecured Creditors
8/6/2008	315	Declaration of Richard Feldheim in Support of Expedited Motion for Approval of Debtor-In-Possession Financing in Accordance with Bankruptcy Code Sections 364(c) and (d); and Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001
8/6/2008	320	Minutes of Hearing held on: 8/6/2008
8/7/2008	323	Interim Order Authorizing Debtor to Obtain Post Petition Financing Pursuant to 11 U.S.C. §§105, 361, 362 and 364; Determining Prepetition Secured Parties Adequately Protected Pursuant to 11 U.S.C. §§361, 362 AND 364; and Setting Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (C) and Local Bankruptcy Rule 4001-4

Date Entered	Docket No.	Document Description
8/18/2008	376	Opposition of Radical Bunny, L.L.C., to Debtor's Expedited Motion for Approval of Debtor-in-Possession Financing in Accordance with Bankruptcy Code Sections 364(c) and (d)
8/20/2008	411	Transcript of Hearing or Trial on, 8/6/2008, and Notice of Filing Transcript and Opportunity to Request Redaction of Personal Data Identifiers. Pursuant to Judicial Conference Policy, the transcript will not be electronically available for 90 days from the date of filing of the transcript. During this 90 day period, copies of the transcript may be purchased from the transcription service AV Tronics. The transcript may also be viewed, but not printed, at the public terminals at the office of the clerk. (related document(s) 320 Minute Entry) Transcript access will be restricted through 11/18/2008. (Fletcher, Sheri) (Entered: 08/20/2008)
8/28/2008	458	Amended Interim Order Concerning Payment of Interest Collected from Borrowers to Investors
8/28/2008	459	Final Order Authorizing Debtor to Obtain Post Petition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362 and 364; and to Determine Prepetition Secured Parties Adequately Protected Pursuant to 11 U.S.C. §§ 361, 362 and 364
9/3/2008	483	Interim Order Authorizing Debtor to Obtain Post Petition Secured Financing Pursuant to 11 U.S.C. §§ 105, 361, 362 and 364 on the Centerpoint Project; Granting Senior Liens in Debtor's Interest in Centerpoint Notes and Deed of Trust; and Setting Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) and Local Bankruptcy Rule 4001-4
9/25/2008	552	Motion to Extend Exclusivity to File chapter 11 Plan
9/29/2008	572	Joint Objection to Motion/Application for Exclusivity and Joint Cross Motion to Limit Exclusivity filed by Radical Bunny, LLC and the Official Investors' Committee
10/10/2008	685	Emergency Motion to Continue <i>Hearings Concerning 9019 Motions and Centerpoint Financing Motion Scheduled for October 16, October 22 and October 23, 2008 and Briefing Schedule</i>
10/10/2008	688	Joinder of the Official Committee of Unsecured Creditors in the Joint Objection to Exclusivity and Joint Cross Motion to Limit Exclusivity by Radical Bunny and the Investors Committee
10/21/2008	850	Order Granting Motion to Extend
11/14/2008	987	Opposition of Radical Bunny, L.L.C., to Debtor's Emergency Motion for Approval of Debtor-In-Possession Financing re: Centerpoint in Accordance with Bankruptcy Code Sections 364 (c) and (d)
11/14/2008	992	Radical Bunny, L.L.C.'s Pre-Trial Statement and List of Witnesses and Exhibits for Evidentiary Hearing
12/23/2008	1169	Stipulation to Extend Exclusivity to January 6, 2009
6/12/2009	1800	Application for Attorney or Other Professional Compensation //Second Interim and Final Amended Application for Allowance and Payment of Fees for Services Rendered and Expenses Incurred by Greenberg Traurig, LLP
6/16/2009	1807	Notice of Effective Date of Investors Committee's First Amended Plan of Reorganization Dated March 12, 2009 and Notice of Administrative Claims Bar Date
6/16/2009	1810	Final Application for Attorney or Other Professional Compensation Final Application for Allowance and Payment of Compensation and Reimbursement of Expenses of Jennings Strouss & Salmon, PLC for Services Rendered and Expenses Incurred on Behalf of the Debtor

Date Entered	Docket No.	Document Description
6/16/2009	1814	Application for Administrative Expenses for Attorney's Fees and Costs filed by Douglas F. Behm of Douglas F. Behm, PLLC on behalf of Douglas Frederick Behm
6/18/2009	1823	Notice of Filing Notice of Administrative Claim filed by Lawrence E. Wilk of Jaburg & Wilk, P.C. on behalf of Laura Martini
6/23/2009	1836	Application for Attorney or Other Professional Compensation James J. Belanger
7/1/2009	1868	Application for Administrative Expenses Application for Allowance of Administrative Claim filed by Bruce Stanley Feder of Feder Law Office PA on behalf of Bruce Feder
7/2/2009	1870	Final Application for Attorney or Other Professional Compensation Final Application For Allowance And Payment Of Fees For Services Rendered And Expenses Incurred By Nussbaum & Gillis, P.C., As Counsel For The Official Committee Of Unsecured Creditors filed by Dean M. Dinner of Nussbaum & Gillis on behalf of Official Committee of Unsecured Creditors
7/2/2009	1873	Final Application for Attorney or Other Professional Compensation First And Final Application For Allowance And Payment Of Fees For Services Rendered And Expenses Incurred By DLA Piper LLP (US), As Special Real Estate And Litigation Counsel For Debtor
7/2/2009	1874	Final Application for Attorney or Other Professional Compensation of Roshka DeWulf & Patten filed by J. Matthew Derstine of Roshka Dewulf & Patten, PLC on behalf of Mortgages Ltd.
7/3/2009	1875	Application for Administrative Expenses filed by Thomas J. Marlowe of Law Offices of Thomas J. Marlowe on behalf of Todd Stuart Brown
7/3/2009	1876	Application for Attorney or Other Professional Compensation Application for Allowance and Immediate Payment of Administrative Expense filed by Sean P. O'Brien of Gust Rosenfeld P.L.C. on behalf of Gust Rosenfeld as Ordinary Course Professional for Mortgages Ltd.
7/5/2009	1879	Final Application for Attorney or Other Professional Compensation of Fennemore Craig, P.C.
7/5/2009	1880	Final Application for Attorney or Other Professional Compensation of Alvarez & Marsal Dispute Analysis & Forensic Services, LLC filed by Cathy L. Reece of Fennemore Craig on behalf of Official Committee of Investors
7/5/2009	1883	Application for Administrative Expenses of Committee Members filed by Cathy L. Reece of Fennemore Craig on behalf of Official Committee of Investors
7/6/2009	1884	Application for Administrative Expenses [and Payment] filed by William Novotny of Mariscal, Weeks, McIntyre & Friedlander, P.A.
7/6/2009	1885	Application for Administrative Expenses Claim of the Rev Op Group filed by Bryce A. Suzuki of Bryan Cave LLP on behalf of Rev Op Group
7/6/2009	1886	Application for Administrative Expenses (The Lewis Trust's Application for Allowance and Payment of Administrative Expense Claim Pursuant to Section 503(b) of the Bankruptcy Code)
7/6/2009	1887	Final Application for Attorney or Other Professional Compensation for Fees and Costs of Schian Walker, P.L.C. on behalf of Official Committee of Investors in the Value-To-Loan Opportunity Fund I L.L.C.
7/6/2009	1889	Application for Attorney or Other Professional Compensation for Paul G. Johnson Company

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Date Entered	Docket No.	Document Description
7/6/2009	1894	Final Application for Attorney or Other Professional Compensation First and Final Application of Sierra Consulting Group, LLC, Financial Advisor to the Official Unsecured Creditors Committee for Final Allowance and Payment of Compensation and Reimbursement of Expenses
7/6/2009	1896	Application for Attorney or Other Professional Compensation of FTI Consulting, Inc. as Financial Advisors to the Debtor
7/6/2009	1900	Application for Administrative Expenses on behalf of Phil Sollomi
7/6/2009	1904	Application for Attorney or Other Professional Compensation Application for Allowance of Administrative Claim filed by Daxton R. Watson of Mack Drucker & Watson PLLC on behalf of Mortgages Ltd.
7/10/2009	1937	Liquidating Trust's Objection to Application for Attorney or Other Professional Fees Incurred by Jennings Strouss & Salmon PLC
7/14/2009	1953	Notice of Filing Final Fee Application of MCA Financial Group, LTD
7/20/2009	1974	Application for Administrative Expenses of Foster Pepper PLLC
7/30/2009	2031	Order, Minute Entry re: DE 1879
12/17/2009	2513	Notice of Lodging Proposed Order Approving Allowance & Payment of Substantial Contribution Claim Pursuant to 11 U.S.C. § 503(b)(3)(d) and (4)
12/30/2009	2533	Notice of Receipt of Appeal in District Court
12/30/2009	2534	Notice of Referral of Appeal and Transmittal to Bankruptcy Appellate Panel
12/30/2009	2535	Motion for Stay Pending Appeal
12/30/2009	2536	Notice of Lodging Proposed Order re Liquidating Trust's Motion for Stay Pending Appeal
12/30/2009	2537	Motion to Accelerate/Expedite Hearing on Liquidating Trust's Motion for Stay Pending Appeal
12/30/2009	2538	Notice of Lodging Proposed Order re Liquidating Trust's Motion for Expedited Hearing on Motion for Stay Pending Appeal
12/31/2009	2542	Objection to Motion/Application the form of Order re: Liquidating Trust's Motion for Expedited Hearing on its Motion for Stay Pending Appeal; and Response and Objection to Motion for Expedited Hearing
12/31/2009	2543	Notice of Lodging Proposed Order re: Liquidating Trust's Motion for Expedited Hearing on its Motion for Stay Pending Appeal
1/4/2010	2548	Objection to Motion/Application for Stay Pending Appeal; and Motion to Compel Immediate Payment
1/4/2010	2552	Order Granting in Part and, Denying in Part Motion for Stay Pending Appeal
1/4/2010	2554	Order Setting Hearing on Payment of Administrative Claim of Radical Bunny signed on 1/4/2010
1/8/2010	2578	Response to Radical Bunny LLC's Motion to Compel Payment and Motion of Liquidating Trust to Approve Modified Supersedeas
1/8/2010	2579	Notice of Lodging Proposed Order Denying Radical Bunny LLC's Motion to Compel Payment and Granting ML Liquidating Trust's Motion for Approval of Modified Supersedeas
1/11/2010	2584	Radical Bunny, L.L.C.'s (1) Reply to Liquidating Trust's Response to Radical Bunny, L.L.C.'s Motion to Compel Immediate Payment; and (2) Response and Objection to Liquidating Trust's Motion to Approve Modified Supersedeas
1/11/2010	2585	Notice of Lodging Proposed Order Granting Radical Bunny, L.L.C.'s Motion to Compel Immediate Payment (or Provide Security for Administrative Claim Pending Appeal) and Denying Liquidating Trust's Motion to Approve Modified Supersedeas

Date Entered	Docket No.	Document Description
1/12/2010	2591	Minutes of Hearing held on: 1/12/2010 Subject: Non-evidentiary Hearing on Radical Bunny's Motion to Compel Immediate Payment.
1/13/2010	2595	Order Granting Radical Bunny, LLC's Motion to Compel Immediate Payment (or Provide Security for Administrative claim Pending Appeal) and Denying Liquidating Trust's Motion to Approve Modified Supersedeas
7/17/2008	POC 33	Radical Bunny, L.L.C.'s Proof of Claim
7/21/2008	POC 33	Radical Bunny, L.L.C.'s Amended Proof of Claim
7/30/2008	POC 58	Abacus Project Management Inc.'s Proof of Claim
9/22/2008	POC 136	Abacus Project Management Inc.'s Additional Proof of Claim
11/20/2008	POC 1005	Radical Bunny, L.L.C.'s Proof of Claim re: Direct Investments
7/2/2009	POC 1842	Haynes Benefits PC's Application for Allowance of Administrative Claim
11/18/2009 hearing	n/a	Demonstrative Exhibit of All Admin Claims Filed
11/18/2009 hearing	n/a	Demonstrative Exhibit of Value of Settlements RB assisted in negotiating

DATED this 21st day of January, 2010.

DECONCINI MCDONALD YETWIN & LACY, P.C.

BY /s/ SHELTON L. FREEMAN
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Counsel to Radical Bunny, L.L.C. and
Special Counsel to G. Grant Lyon, Chapter
11 Trustee of Radical Bunny, L.L.C.

COPY served electronically
via ECF automatic noticing this
21st day of January, 2010.

COPY served by e-mail
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