

1 Mark J. Dorval, Esquire
2 Stradley Ronon Stevens & Young, LLP
3 2600 One Commerce Square
4 Philadelphia, PA 19103
5 Telephone: 215.564.8000
6 mdorval@stradley.com
7 Counsel for the ML Liquidating Trust

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

In re:

MORTGAGES LTD., an Arizona
corporation,

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 No. 3018, 3024)

The ML Liquidating Trust of Mortgages, Ltd. ("Liquidating Trust" or "Appellant"), pursuant to Federal Rule of Bankruptcy Procedure 8006, hereby submits its statement of issues to be presented on appeal and its designation of items to be included in the record on appeal.

I. STATEMENT OF ISSUES PRESENTED ON APPEAL

Appellants present the following issues on appeal:

1. Whether the Bankruptcy Court committed an error of law or an abuse of discretion in granting the Application Pursuant to 11 U.S.C. § 503(b)(3)(D) and (b)(4) for Allowance and Payment of Administrative Claim of Radical Bunny, L.L.C [Docket No. 1888] (the "Application") on remand and awarding counsel for Radical Bunny, L.L.C. ("RBLLC") fees and expenses in the amount of \$595,798.25 plus interest and fees incurred in preparing and litigating RBLLC's Application, including, without limitation:

1 a. Whether the Bankruptcy Court committed an error of law or an abuse of
2 discretion in its application of the standard set forth in the Memorandum reversing and remanding the
3 order of the Bankruptcy Court by the United States Bankruptcy Appellate Panel of the Ninth Circuit.

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

7 c. Whether the Bankruptcy Court committed an error of law or an abuse of
8 discretion in finding that claimant's actions conveyed a benefit to the estate that outweighed the benefit
9 to the substantial contribution claimant without evidence of (i) the value of any benefit to the estate or
10 the claimant or (ii) the associated costs of claimant's detrimental actions.

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

14 e. Whether the Bankruptcy Court committed an error of law or an abuse of
15 discretion in relying upon contested facts in awarding substantial contribution claim.

16 f. Whether the Bankruptcy Court committed an error of law or abuse of discretion in
17 considering and relying upon facts outside of a stipulated record without affording the objector the
18 opportunity to engage in discovery relating to the facts that were not part of the stipulated record.

19 g. Whether the Bankruptcy Court committed an error of law or abuse of discretion
20 by applying a "net benefit" concept in its analysis of substantial contribution in manner that would
21 authorize an award of fees for any services provided up to the amount of the post petition financing
22 received by the debtor devoid of any analysis of the contribution made by the claimant and fees and
23 costs that it incurred specifically related to obtaining such financing.

24 2. Whether the Bankruptcy Court committed an error of law or an abuse of discretion in
25 granting the Application Pursuant to 11 U.S.C. § 503(b)(3)(D) and (b)(4) for Allowance and Payment of
26 Administrative Claim of Radical Bunny, L.L.C [Docket No. 1888] without reducing the award to reflect
the findings of the United States Bankruptcy Appellate Panel for the Ninth Circuit, including, without
limitation, the costs to the estate incurred as a result of RBLLC, as well as funds already paid to
RBLLC, including, without limitation:

1 a. Whether the Bankruptcy Court committed an error of law or an abuse of
2 discretion in granting a substantial contribution award of \$118,810.00 for claimant's work on drafting a
3 plan without any evidence of the cost associated with the claimant's change of position and objection to
4 confirmation of the same plan, including its failure to account for the \$70,000 RBLLC admittedly cost
5 the Estate as found by the United States Bankruptcy Appellate Panel for the Ninth Circuit.

6 b. Whether the Bankruptcy Court committed an error of law or an abuse of
7 discretion in granting a substantial contribution award of \$97,882.50 for claimant's work objecting to
8 settlements, where the United States Bankruptcy Appellate Panel for the Ninth Circuit found that there
9 was no evidence in the record to support such a finding.

10 c. Whether the Bankruptcy Court committed an error of law or an abuse of
11 discretion in granting a substantial contribution award without considering the benefits that the claimant
12 received in the form of improved treatment under the plan of reorganization as a reward for its efforts in
13 the bankruptcy.

14 d. Whether the Bankruptcy Court committed an error of law or an abuse of
15 discretion in awarding the full amount of a substantial contribution claim to a claimant that had already
16 received partial payment from its client.

17 3. Whether the Bankruptcy Court committed an error of law or an abuse of discretion in
18 granting the Application Pursuant to 11 U.S.C. § 503(b)(3)(D) and (b)(4) for Allowance and Payment of
19 Administrative Claim of Radical Bunny, L.L.C [Docket No. 1888] by making findings of fact without
20 the benefit of discovery or an evidentiary hearing:

21 a. Whether the Bankruptcy Court committed an error of law or an abuse of
22 discretion in granting a substantial contribution award based on findings of fact that were not part of the
23 stipulated record and were not subject to discovery or cross-examination.

24 b. Whether the Bankruptcy Court committed an error of law or an abuse of
25 discretion in failing to order the parties to supplement the record when the United States Bankruptcy
26 Appellate Panel for the Ninth Circuit had instructed that the record was insufficient to support such an
award.

c. Whether the Bankruptcy Court committed an error of law or an abuse of
discretion in permitting RBLLC to unilaterally supplement the record after RBLLC stated unequivocally

1 that it would not do so.

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

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

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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

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1	1556	4/14/09	Motion to Determine Motion Under 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 G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC
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4	1558	4/14/2009	Exhibit Appendix Of Exhibits In Support Of Motion Under 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 G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) <u>1556</u> Motion to Determine)
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8	1576	4/16/09	Motion to Join Radical Bunny's: (I) Joinder In Objection And Motion Filed By The Grace Entities At Docket No. 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 G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) <u>1562</u> Objection to Claim).
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13	1610	4/29/09	Motion to Determine Proper Classification and Treatment of "Radical Bunny LLC" Claims in the Official Committee of Investors' First Amended Plan filed by Robert G. Furst.
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15	1624	5/4/09	Response to Motion/Application Investors Committee's Response to Radical Bunny's Motion Under 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 (related to motions(s) <u>1556</u>) filed by Official Committee of Investors (related document(s) <u>1556</u> Motion to Determine)
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20	1625	5/4/09	Response to Motion/Application to Determine if Classification and Treatment of Claims is Appropriate (related to motions(s) <u>1556</u>) filed by Official Committee Of Investors In The Value-To-Loan Opportunity Fund I L.L.C. (related document(s) <u>1556</u> Motion to Determine).
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22	1637	5/5/09	Notice of Errata Regarding Investors Committee's Response to Radical Bunny's Motion Under 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)
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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).
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3	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)
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8	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)
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11	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)
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13	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)
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16	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.
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19	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
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21	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	<p>Minutes of Hearing held on: 05/13/2009</p> <p>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)</p>
1725	5/14/09	<p>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).</p>

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. (related document(s) <u>1888</u> , <u>2200</u> , <u>2303</u>)
9	2514	12/17/09	ORDER Granting Application for Administrative Claim for Substantial Contribution (Related Doc
10			# <u>1888</u>) signed on 12/17/2009
11	2521	12/21/09	ORDER Approving Allowance & Payment of Substantial Contribution Claim Pursuant to 11 USC
12			Section 503(b)(3)(D) and (4) (Administrative Claim of Creditor Radical Bunny) (Related Doc #
13			<u>1888</u>) signed on 12/21/2009
14	2529	12/28/09	Notice of Appeal (255.00 fee) filed by Kevin T. O'Halloran (related document(s) <u>2514</u> Order on
15			Application for Administrative Expenses, <u>2521</u> Order on Application for Administrative
16			Expenses)
17	2535	12/30/09	Motion for Stay <i>Pending Appeal</i> filed by MARK J. DORVAL of STRADLEY RONON
18			STEVENS & YOUNG LLP on behalf of Kevin T. O'Halloran (related document(s) <u>2529</u> Notice
19			of Appeal (255.00 fee)). (DORVAL, MARK) (Entered: 12/30/2009)
20	2536	12/30/09	Notice of Lodging Proposed Order <i>re Liquidating Trust's Motion for Stay Pending Appeal</i> filed by
21			MARK J. DORVAL of STRADLEY RONON STEVENS & YOUNG LLP on behalf of Kevin T.
22			O'Halloran (related document(s) <u>2535</u> Motion for Stay).(DORVAL, MARK) (Entered:
23			12/30/2009)
24	2537	12/30/09	Motion to Accelerate/Expedite <i>Hearing on Liquidating Trust's Motion for Stay Pending Appeal</i>
25			filed by MARK J. DORVAL of STRADLEY RONON STEVENS & YOUNG LLP on behalf of
26			Kevin T. O'Halloran (related document(s) <u>2535</u> Motion for Stay). (DORVAL, MARK) (Entered:
			12/30/2009)

1	2538	12/30/09	Notice of Lodging Proposed Order <i>re Liquidating Trust's Motion for Expedited Hearing on</i>
2			<i>Motion for Stay Pending Appeal</i> filed by MARK J. DORVAL of STRADLEY RONON
3			STEVENS & YOUNG LLP on behalf of Kevin T. O'Halloran (related document(s) <u>2537</u> Motion
4			to Accelerate/Expedite).(DORVAL, MARK) (Entered: 12/30/2009)
5	2542	12/31/09	Objection to Motion/Application <i>THE FORM OF ORDER RE: LIQUIDATING TRUST'S</i>
6			<i>MOTION FOR EXPEDITED HEARING ON ITS MOTION FOR STAY PENDING APPEAL; AND</i>
7			<i>RESPONSE AND OBJECTION TO MOTION FOR EXPEDITED HEARING</i> (related to motions(s)
8			<u>2537</u>) filed by SHELTON L. FREEMAN of DECONCINI MCDONALD YETWIN & LACY PC
9			on behalf of G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC, RADICAL BUNNY,
10			LLC. (FREEMAN, SHELTON) (Entered: 12/31/2009)
11	2543	12/31/09	Notice of Lodging Proposed Order <i>RE: LIQUIDATING TRUST'S MOTION FOR EXPEDITED</i>
12			<i>HEARING ON ITS MOTION FOR STAY PENDING APPEAL</i> filed by SHELTON L. FREEMAN
13			of DECONCINI MCDONALD YETWIN & LACY PC on behalf of G. Grant Lyon, Chapter 11
14			Trustee for Radical Bunny, LLC, RADICAL BUNNY, LLC (related document(s) <u>2542</u>
15			Objection).(FREEMAN, SHELTON) (Entered: 12/31/2009)
16	2552	1/4/10	ORDER Granting in Part and, Denying in Part Motion for Stay Pending Appeal (Related Doc #
17			<u>2535</u>) signed on 1/4/2010
18	2578	1/8/10	Response to <i>Radical Bunny LLC's Motion to Compel Payment and Motion of Liquidating Trust to</i>
19			<i>Approve Modified Supersedeas</i> filed by MARK J. DORVAL of STRADLEY RONON STEVENS
20			& YOUNG LLP on behalf of ML Liquidating Trust (related document(s) <u>2548</u> Objection).
21			(DORVAL, MARK) (Entered: 01/08/2010)
22	2579	1/8/10	Notice of Lodging Proposed Order <i>Denying Radical Bunny LLC's Motion to Compel Payment and</i>
23			<i>Granting ML Liquidating Trust's Motion for Approval of Modified Supersedeas</i> filed by MARK J.
24			DORVAL of STRADLEY RONON STEVENS & YOUNG LLP on behalf of ML Liquidating
25			Trust (related document(s) <u>2578</u> Response).(DORVAL, MARK) (Entered: 01/08/2010)
26			

1	2584	1/11/10	Reply (1) Reply to Liquidating Trust's Response to Radical Bunny, L.L.C.'s Motion to Compel
2			Immediate Payment; and (2) Response and Objection to Liquidating Trust's Motion to Approve
3			Modified Supersedeas filed by SHELTON L. FREEMAN of DECONCINI MCDONALD
4			YETWIN & LACY PC on behalf of G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC
5			(related document(s) <u>2578</u> Response). (FREEMAN, SHELTON) (Entered: 01/11/2010)
6	2585	1/11/10	Notice of Lodging Proposed Order Granting Radical Bunny, L.L.C.'s Motion to Compel
7			Immediate Payment (or Provide Security for Administrative Claim Pending Appeal) and Denying
8			Liquidating Trust's Motion to Approve Modified Supersedeas filed by SHELTON L. FREEMAN
9			of DECONCINI MCDONALD YETWIN & LACY PC on behalf of G. Grant Lyon, Chapter 11
10			Trustee for Radical Bunny, LLC (related document(s) <u>2548</u> Objection, <u>2584</u> Reply).(FREEMAN,
11			SHELTON) (Entered: 01/11/2010)
12	2588	1/11/10	Designation of Items to be Included in the Record on Appeal. Appellant, Kevin O'Halloran,
13			Statement of Issues to be Presented on Appeal filed by MARK J. DORVAL of STRADLEY
14			RONON STEVENS & YOUNG LLP on behalf of Kevin T. O'Halloran (related document(s) <u>2529</u>
15			Notice of Appeal (255.00 fee)).(DORVAL, MARK) (Entered: 01/11/2010)
16	2592	1/12/10	Notice of Lodging Proposed Order Granting Radical Bunny, L.L.C.'s Motion to Compel
17			Immediate Payment (or Provide Security for Administrative Claim Pending Appeal) and Denying
18			Liquidating Trust's Motion to Approve Modified Supersedeas filed by SHELTON L. FREEMAN
19			of DECONCINI MCDONALD YETWIN & LACY PC on behalf of G. Grant Lyon, Chapter 11
20			Trustee for Radical Bunny, LLC (related document(s) <u>2548</u> Objection).(FREEMAN, SHELTON)
21			(Entered: 01/12/2010)
22	2595	1/13/10	ORDER Granting Radical Bunny, LLC's Motion to Compel Immediate Payment (or Provide
23			Security for Administrative claim Pending Appeal) and Denying Liquidating Trust's Motion to
24			Approve Modified Supersedeas signed on 1/13/2010 (related document(s) <u>2514</u> Order on
25			Application for Administrative Expenses, <u>2521</u> Order on Application for Administrative
26			Expenses, <u>2535</u> Motion for Stay, <u>2552</u> Order on Motion for Stay) . (Lewis, Diane) (Entered:
			01/13/2010)

1	2606	1/21/10	Designation of Additional Items to be Included in the Record on Appeal filed by SHELTON L. FREEMAN of DECONCINI MCDONALD YETWIN & LACY PC on behalf of G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) <u>2588</u> Designation of Items to be Included in the Record on Appeal, Statement of Issues, <u>2589</u> Request for Transcript).(FREEMAN, SHELTON) (Entered: 01/21/2010)
2	2869	8/6/10	Final Order from BAP Appeal No: 09-01412. Decision: Reversed & Remanded (related document(s) <u>2529</u> Notice of Appeal (255.00 fee)) (Gafni, Karla) (Entered: 08/06/2010)
3	2899	8/30/10	Notice of Filing <i>Radical Bunny, L.L.C.'s Request for Status Hearing</i> filed by SHELTON L. FREEMAN of DECONCINI MCDONALD YETWIN & LACY PC on behalf of G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC (related document(s) <u>2895</u> Copy of Order from District/Appellate Court, <u>2896</u> Copy of Order-Judgment-Mandate from Appellate Court Disposing of Appeal, <u>2897</u> Correspondence, <u>2898</u> BNC Certificate of Notice).(FREEMAN, SHELTON)
4	2916	9/2/10	Notice of Status Hearing filed by SHELTON L. FREEMAN of DECONCINI MCDONALD YETWIN & LACY PC on behalf of G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC, RADICAL BUNNY, LLC (related document(s) <u>2514</u> Order on Application for Administrative Expenses, <u>2521</u> Order on Application for Administrative Expenses, <u>2529</u> Notice of Appeal (255.00 fee), <u>2588</u> Designation of Items to be Included in the Record on Appeal, Statement of Issues, <u>2895</u> Copy of Order from District/Appellate Court, <u>2896</u> Copy of Order-Judgment-Mandate from Appellate Court Disposing of Appeal, <u>2897</u> Correspondence, <u>2898</u> BNC Certificate of Notice, <u>2899</u> Notice of Filing) Status Hearing set for 9/21/2010 at 02:30 PM at 230 N. First Ave., 6th Floor, Courtroom 603, Phoenix, AZ (RJH).(FREEMAN, SHELTON)
5	2982	10/18/10	Memorandum <i>in Support of Application Pursuant to 11 U.S.C. § 503(b)(3)(D) and (4) for Allowance and Payment of Administrative Claim of Creditor Radical Bunny on Remand After Appeal</i> filed by SHELTON L. FREEMAN of DECONCINI MCDONALD YETWIN & LACY PC on behalf of G. Grant Lyon, Chapter 11 Trustee for Radical Bunny, LLC. (related document(s) <u>1888</u> Application for Administrative Expenses) (FREEMAN, SHELTON)

1	3004	11/29/10	Brief on Remand in Support of the ML Liquidating Trust Objection to the Application Pursuant to
2			11 U.S.C. 503(B)(3)(d) and (B)(4) for Allowance and Payment of Administrative Claims of
3			Creditor Radical Bunny, LLC filed by MARK J. DORVAL of STRADLEY RONON STEVENS
4			& YOUNG LLP on behalf of ML Liquidating Trust. (related document(s) <u>1888</u> Application for
5			Administrative Expenses, <u>2014</u> Objection, <u>2027</u> Reply, <u>2088</u> Memorandum, <u>2395</u> Statement of
6			Facts, <u>2396</u> Brief, <u>2398</u> Memorandum, <u>2407</u> Statement of Facts) (Attachments: # <u>1</u> Exhibit
7	3009	12/2/10	A)(DORVAL, MARK)
8			Reply Brief <i>Radical Bunny's Reply to Brief on Remand in Support of the ML Liquidating Trust</i>
9			<i>Objection to the Application Pursuant to 11 U.S.C. Section 503(b)(3)(D) and (4) for Allowance</i>
10			<i>and Payment of Administrative Claims of Creditor Radical Bunny</i> filed by SHELTON L.
11			FREEMAN of DECONCINI MCDONALD YETWIN & LACY PC on behalf of RADICAL
12			BUNNY, LLC. (related document(s) <u>2982</u> Memorandum, <u>3004</u> Brief) (FREEMAN, SHELTON)
13	3018	12/22/10	Findings of Fact and Conclusions of Law and Amended Order Granting Radical Bunny's
14			Administrative Claim for Substantial Contribution signed on 12/21/2010 (related document(s)
15			<u>2982</u> Memorandum) . (Lowry, Jennifer) (Entered: 12/22/2010)
16	3021	1/3/11	Supplemental Application for Attorney or Other Professional Compensation <i>PURSUANT TO 11</i>
17			<i>U.S.C. § 503(b)(3)(D) AND (4) FOR ALLOWANCE AND PAYMENT OF ADMINISTRATIVE</i>
18			<i>CLAIM OF CREDITOR RADICAL BUNNY</i> filed by SHELTON L. FREEMAN of DECONCINI
19			MCDONALD YETWIN & LACY PC on behalf of RADICAL BUNNY, LLC (related
20			document(s) <u>1888</u> Application for Administrative Expenses, <u>2014</u> Objection, <u>2027</u> Reply, <u>2088</u>
21			Memorandum, <u>2395</u> Statement of Facts, <u>2398</u> Memorandum, <u>2407</u> Statement of Facts, <u>2514</u> Order
22			on Application for Administrative Expenses, <u>2521</u> Order on Application for Administrative
23			Expenses, <u>2529</u> Notice of Appeal (255.00 fee), <u>2595</u> Generic Order, <u>2982</u> Memorandum, <u>3009</u>
24			Brief, <u>3018</u> Generic Order). (FREEMAN, SHELTON) (Entered: 01/03/2011)
25	3024	1/5/11	Notice of Appeal (255.00 fee) filed by MARK J. DORVAL of STRADLEY RONON STEVENS
26			& YOUNG LLP on behalf of ML Liquidating Trust (related document(s) <u>3018</u> Generic Order)
			(Attachments: # <u>1</u> Exhibit A).(DORVAL, MARK) (Entered: 01/05/2011)

1	3025	1/5/11	Motion for Stay <i>Pending Appeal and for Stay of Supplemental Application Pursuant to 11 U.S.C. Section 503(b)(3)(D) and (4) for Allowance and Payment of Creditor Radical Bunny</i> filed by MARK J. DORVAL of STRADLEY RONON STEVENS & YOUNG LLP on behalf of ML Liquidating Trust (related document(s) <u>3018</u> Generic Order, <u>3021</u> Application for Attorney or Other Professional Compensation). (DORVAL, MARK) (Entered: 01/05/2011)
2	3031	1/6/11	Notice of Hearing on Motion <i>for Stay Pending Appeal and for Stay of Supplemental Application Pursuant to 11 U.S.C. sec. 503(b)(3)(D) and for Administrative Claim of Creditor Radical Bunny</i> filed by MARK J. DORVAL of STRADLEY RONON STEVENS & YOUNG LLP on behalf of ML Liquidating Trust (related document(s) <u>3025</u> Motion for Stay) Hearing on Motion set for 1/20/2011 at 03:00 PM at 230 N. First Ave., 6th Floor, Courtroom 603, Phoenix, AZ (RJH).(DORVAL, MARK) (Entered: 01/06/2011)
3	3041	1/12/11	Motion to Accelerate/Expedite <i>HEARING ON SUPPLEMENTAL APPLICATION AND TO SET OBJECTION DEADLINE</i> filed by SHELTON L. FREEMAN of DECONCINI MCDONALD YETWIN & LACY PC on behalf of RADICAL BUNNY, LLC (related document(s) <u>3021</u> Application for Attorney or Other Professional Compensation). (FREEMAN, SHELTON) (Entered: 01/12/2011)
4	3042	1/12/11	Notice of Lodging Proposed Order <i>RE: RADICAL BUNNY L.L.C.'S MOTION FOR EXPEDITED HEARING ON SUPPLEMENTAL APPLICATION AND TO SET OBJECTION DEADLINE</i> filed by SHELTON L. FREEMAN of DECONCINI MCDONALD YETWIN & LACY PC on behalf of RADICAL BUNNY, LLC (related document(s) <u>3041</u> Motion to Accelerate/Expedite).(FREEMAN, SHELTON) (Entered: 01/12/2011)
5	3043	1/12/11	ORDER Setting Hearing signed on 1/12/2011 (related document(s) <u>3041</u> Motion to Accelerate/Expedite) Objections/Responses due by 1/19/2011, Hearing set for 1/20/2011 at 03:00 PM at 230 N. First Ave., 6th Floor, Courtroom 603, Phoenix, AZ (RJH) . (Lowry, Jennifer) (Entered: 01/12/2011)

1	3045	1/17/11	Objection to Motion/Application <i>Radical Bunny's Objection and Response to Liquidating Trust's</i>
2			<i>Motion for Stay Pending Appeal and for Stay of Supplemental Application Pursuant to 11 U.S.C.</i>
3			<i>Section 503(b)(3)(d) and (4) for Allowance and Payment of Administrative Claims of Creditor</i>
4			<i>Radical Bunny</i> (related to motions(s) <u>3025</u>) filed by SHELTON L. FREEMAN of DECONCINI
5			MCDONALD YETWIN & LACY PC on behalf of RADICAL BUNNY, LLC. (FREEMAN,
6			SHELTON) (Entered: 01/17/2011)
7	--	--	Copy of the U.S. Bankruptcy Appellate Panel for the Ninth Circuit
8			("BAP") Docket for Case No. 09-1412
9	BAP Doc. No 009141767	3/8/10	Appellant's Brief on Appeal
10	BAP Doc. No 009143674	3/29/10	Appellee's Response Brief
11	BAP Doc. No 009144406	4/12/10	Appellant's Reply Brief
12	BAP Doc. No 09156986	8/4/10	Memorandum
13	BAP Doc. No 009153989	8/4/10	Judgment
14			Transcript of Hearing held before the Bankruptcy Court on 5/14/09
15			Transcript of Hearing held before the Bankruptcy Court on 8/19/09
16			Transcript of Hearing held before the Bankruptcy Court on 9/17/09
17			Transcript of Hearing held before the Bankruptcy Court on 11/18/09
18			Transcript of Hearing held before the Bankruptcy Court on 9/21/10
19			Transcript of Hearing held before the Bankruptcy Court on 12/6/2010
20			Transcript of Hearing held before the Bankruptcy Court on 1/20/11
21			

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23 RESPECTFULLY SUBMITTED this 19th day of January, 2011.

24 STRADLEY RONON STEVENS & YOUNG, LLP

25 By: /s/ Mark J. Dorval
26 Mark J. Dorval, Esquire
Counsel for ML the Liquidating Trust

1 COPY of the foregoing
2 sent by facsimile or e-mail
3 this 19th day of January 2011 to:

4 Shelton L. Freeman, Esq.
5 DeConcini McDonald Yetwin & Lacy, P.C.
6 tfreeman@lawdmvl.com
7 Fax: 480-398-3101
8 Attorneys for Radical Bunny

9 Larry L. Watson, Esq.
10 U.S. Trustee's Office
11 230 North Central Avenue, #204
12 Phoenix, Arizona 85003-1706
13 Fax: 602-514-7270
14 larry.watson@usdoj.gov
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