

"CAOP I"

DEBTOR: Castle Arch Opportunity Partners I, LLC

**MONTHLY OPERATING REPORT
CHAPTER 11**

CASE NUMBER: 11-35240

**Form 2-A
COVER SHEET**

For Period Ending _____ 06/30/12

Accounting Method: Accrual Basis Cash Basis

THIS REPORT IS DUE 14 DAYS AFTER THE END OF THE MONTH

Mark One Box for Each

Required Document:

Debtor must attach each of the following reports/documents unless the U. S. Trustee has waived the requirement in writing. File the original with the Clerk of Court.

Submit a duplicate, with original signature, to the U. S. Trustee.

Report/Document Attached	Previously Waived	REQUIRED REPORTS/DOCUMENTS
<input checked="" type="checkbox"/>	<input type="checkbox"/>	1. Cash Receipts and Disbursements Statement (Form 2-B)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	2. Balance Sheet (Form 2-C)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	3. Profit and Loss Statement (Form 2-D)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	4. Supporting Schedules (Form 2-E)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	5. Quarterly Fee Summary (Form 2-F)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	6. Narrative (Form 2-G)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	7. Bank Statements for All Bank Accounts IMPORTANT: Redact account numbers and remove check images
<input checked="" type="checkbox"/>	<input type="checkbox"/>	8. Bank Statement Reconciliations for all Bank Accounts

I declare under penalty of perjury that the following Monthly Operating Report, and any attachments thereto are true, accurate and correct to the best of my knowledge and belief.

Executed on: 7/27/12

Print Name: D. Ray Strong

Signature: 

Title: Manager

DEBTOR: Castle Arch Opportunity Partners I, LLC

CASE NO: 11-35240

**Form 2-B
CASH RECEIPTS AND DISBURSEMENTS STATEMENT**

For Period: 6/1/12 to 6/30/12

CASH RECEIPTS DETAIL

(attach additional sheets as necessary)

Account No:

Preferred Bank-*4690**

Date	Payer	Description	Amount
06/06/12	Conix	Principal & Interest on Oak Capital Note	\$ 8,553.85
06/19/12	Conix	Principal & Interest on Town Capital & Oak Capital Notes	27,927.07
06/29/12	Conix	Principal & Interest on Oak Capital Note	15,639.04

Total Cash Receipts

\$ 52,119.96 (1)

(1) Total for all accounts should agree with total cash receipts listed on Form 2-B, page 1

DEBTOR: Castle Arch Opportunity Partners I, LLC CASE NO: 11-35240

Form 2-B
CASH RECEIPTS AND DISBURSEMENTS STATEMENT
 For Period: 6/1/12 to 6/30/12

CASH DISBURSEMENTS DETAIL Account No: Preferred Bank-***4690
(attach additional sheets as necessary)

Date	Check No.	Payee	Description (Purpose)	Amount
06/05/12	3000	Travelers Insurance	Premium for Vacant Land GL Insurance Policy	\$ 394.39
06/07/12	3001	US Trustee	Q1 2012 US Trustee Fees	5,200.99

CASH DISBURSEMENTS DETAIL Account No: Preferred Bank-***3341
(attach additional sheets as necessary)

Date	Check No.	Payee	Description (Purpose)	Amount
06/04/12	EFT	CAREIC	June 2012 Management Fee	\$ 6,400.00

Total Cash Disbursements \$ 11,995.38 (1)

(1) Total for all accounts should agree with total cash disbursements listed on Form 2-B, page 1

Form 2-C
COMPARATIVE BALANCE SHEET
 For Period Ended: 06/30/12

ASSETS	Current Month (1)	Petition Date (2)
Current Assets:		
Cash (from Form 2-B, line 5)	\$ 449,749.79	\$ 385,457.71
Accounts Receivable (from Form 2-E)	-	-
Receivable from Officers, Employees, Affiliates	-	-
Inventory	-	-
Other Current Assets (List):		
<u>Real Estate Investments</u>	957,121.52	1,272,211.16
<u>Tooele Land & Water</u>	5,376,050.00	5,376,050.00
Total Current Assets	\$ <u>6,782,921.31</u>	\$ <u>7,033,718.87</u>
Fixed Assets:		
Land	\$ -	\$ -
Building	-	-
Equipment, Furniture and Fixtures	-	-
Total Fixed Assets	-	-
Less: Accumulated Depreciation	(-)	(-)
Net Fixed Assets	\$ -	\$ -
Other Assets (List):		
<u>Pre-Paid Legal Retainer</u>	50,000.00	-
	-	-
TOTAL ASSETS	\$ <u>6,832,921.31</u>	\$ <u>7,033,718.87</u>
LIABILITIES		
Post-petition Accounts Payable (from Form 2-E)	\$ 227,940.25	\$ -
Post-petition Accrued Professional Fees (from Form 2-E)	72,513.00	-
Post-petition Taxes Payable (from Form 2-E)	-	-
Post-petition Notes Payable	-	-
Other Post-petition Payable(List):		
<u>I/C Transaction</u>	20,000.00	-
<u>Preferred Dividend Payable</u>	3,186,832.77	-
<u>Note Interest Payable</u>	26,630.14	-
Total Post Petition Liabilities	\$ <u>3,533,916.16</u>	\$ -
Pre Petition Liabilities:		
Secured Debt	100,000.00	100,000.00
Priority Debt	-	-
Unsecured Debt	(12,985.86)	(12,985.86)
Total Pre Petition Liabilities	\$ <u>87,014.14</u>	\$ <u>87,014.14</u>
TOTAL LIABILITIES	\$ <u>3,620,930.30</u>	\$ <u>87,014.14</u>
OWNERS' EQUITY		
Owner's/Stockholder's Equity	\$ 4,633,184.47	\$ 7,820,017.24
Retained Earnings - Prepetition	(873,312.51)	(873,312.51)
Retained Earnings - Post-petition	(547,880.95)	-
TOTAL OWNERS' EQUITY	\$ <u>3,211,991.01</u>	\$ <u>6,946,704.73</u>
TOTAL LIABILITIES AND OWNERS' EQUITY	\$ <u>6,832,921.31</u>	\$ <u>7,033,718.87</u>

(1) The Manager has not conducted a detailed analysis of the historical accounting balances contained herein to determine the accuracy of the information presented.

(2) Petition date values are taken from the Debtor's balance sheet as of the petition date or are the values listed on the Debtor's schedules.

DEBTOR: Castle Arch Opportunity Partners I, LLC

CASE NO: 11-35240

Form 2-D
PROFIT AND LOSS STATEMENT
 For Period 06/01/12 to 06/30/12

	Current Month (1)	Accumulated Total (2)
Gross Operating Revenue	\$ 7,258.41	\$ 100,935.75
Less: Discounts, Returns and Allowances	(-)	(-)
Net Operating Revenue	\$ 7,258.41	\$ 100,935.75
Cost of Goods Sold	-	267,558.52
Gross Profit	\$ 7,258.41	\$ (166,622.77)
Operating Expenses		
Officer Compensation	\$ -	\$ -
Selling, General and Administrative	6,794.39	247,558.01
Rents and Leases	-	-
Depreciation, Depletion and Amortization	-	-
Other (list): <u>Property Tax</u>	-	29,043.23
	-	-
Total Operating Expenses	\$ 6,794.39	\$ 276,601.24
Operating Income (Loss)	\$ 464.02	\$ (443,224.01)
Non-Operating Income and Expenses		
Other Non-Operating Expenses	\$ -	\$ -
Gains (Losses) on Sale of Assets	-	-
Interest Income	-	12.19
Interest Expense	-	(26,630.14)
Other Non-Operating Income	-	-
Net Non-Operating Income or (Expenses)	\$ -	\$ (26,617.95)
Reorganization Expenses		
Legal and Professional Fees (3)	\$ 9,243.49	\$ 77,713.99
Other Reorganization Expense	-	325.00
Total Reorganization Expenses	\$ 9,243.49	\$ 78,038.99
Net Income (Loss) Before Income Taxes	\$ (8,779.47)	\$ (547,880.95)
Federal and State Income Tax Expense (Benefit)	-	-
NET INCOME (LOSS)	\$ (8,779.47)	\$ (547,880.95)

(1) The Manager has not conducted a detailed analysis of the historical accounting balances contained herein to determine the accuracy of the information presented.
 (2) Accumulated Totals include all revenue and expenses since the petition date.

DEBTOR: Castle Arch Opportunity Partners I, LLC

CASE NO: 11-35240

Form 2-E
SUPPORTING SCHEDULES
 For Period: 06/01/12 to 06/30/12

POST PETITION TAXES PAYABLE SCHEDULE

	<u>Beginning Balance (1)</u>	<u>Amount Accrued</u>	<u>Amount Paid</u>	<u>Date Paid</u>	<u>Check Number</u>	<u>Ending Balance</u>
Income Tax Withheld:						
Federal	\$ -	\$ -	\$ -			\$ -
State	-	-	-			-
FICA Tax Withheld	-	-	-			-
Employer's FICA Tax	-	-	-			-
Unemployment Tax						
Federal	-	-	-			-
State	-	-	-			-
Sales, Use & Excise Taxes	-	-	-			-
Property Taxes	-	-	-			-
Accrued Income Tax:						
Federal	-	-	-			-
State	-	-	-			-
Other:	-	-	-			-
TOTALS	\$ -	\$ -	\$ -			\$ -

(1) For first report, Beginning Balance will be \$0; thereafter, Beginning Balance will be Ending Balance from prior report.

INSURANCE SCHEDULE

	<u>Carrier</u>	<u>Amount of Coverage</u>	<u>Expiration Date</u>	<u>Premium Paid Through</u>
Workers' Compensation	None	\$ -		\$ -
General Liability	Travelers (1)	\$ 2,000,000	10/18/12	\$ 10/18/12
Property (Fire, Theft)	Travelers (1)	\$ 25,000	10/27/12	\$ 10/27/12
Vehicle	None	\$ -		\$ -
Other (list): D&O	Rockhill	\$ 5,000,000	See Note 2	
		\$		

(1) The Manager was informed in late May that the vacant land policy for the Tooele, Kingman, Star Valley, and Smyrna properties was terminate. The Manager worked with Travelers to get the policy reinstated in June 2012.

(2) The D&O policy is a claims made policy and was paid by CAREIC through October 2011. At the time, the Manager understands the premiums are being paid by the former officers and directors. The Manager is currently in discussions with carrier regarding coverage issues.

DEBTOR: Castle Arch Opportunity Partners I, LLC

CASE NO: 11-35240

**Form 2-E
SUPPORTING SCHEDULES**

For Period 06/01/12 to 06/30/12

ACCOUNTS RECEIVABLE AND POST PETITION PAYABLE AGING

<u>Due</u>	<u>Accounts Receivable</u>	<u>Post Petition Accounts Payable</u>
Under 30 days	\$ 0.00	\$ 0.00
30 to 60 days	0.00	0.00
61 to 90 days	0.00	13,661.56
91 to 120 days	0.00	0.00
Over 120 days	0.00	214,278.69
Total Post Petition	<u>0.00</u>	
Pre Petition Amounts	<u>0.00</u>	
Total Accounts Receivable	\$ 0.00	
Less: Bad Debt Reserve	0.00	
Net Accounts Receivable (to Form 2-C)	<u>\$ 0.00</u>	
	Total Post Petition Accounts Payable	\$ <u>227,940.25</u>

* Attach a detail listing of accounts receivable and post-petition accounts payable

SCHEDULE OF PAYMENTS TO ATTORNEYS AND OTHER PROFESSIONALS

	<u>Month-end Retainer Balance</u>	<u>Current Month's Accrual</u>	<u>Paid in Current Month</u>	<u>Date of Court Approval</u>	<u>Month-end Balance Due *</u>
Debtor's Counsel	\$ 50,000.00	\$ 4,042.50	\$ -		\$ 72,513.00
Counsel for Unsecured Creditors' Committee	-	-	-		-
Trustee's Counsel	-	-	-		-
Accountant	-	-	-		-
Other:	-	-	-		-
Total	<u>\$ 50,000.00</u>	<u>\$ 4,042.50</u>	<u>\$ -</u>		<u>\$ 72,513.00</u>

*Balance due to include fees and expenses incurred but not yet paid.

SCHEDULE OF PAYMENTS AND TRANSFERS TO PRINCIPALS/EXECUTIVES**

<u>Payee Name</u>	<u>Position</u>	<u>Nature of Payment</u>	<u>Amount</u>
_____	_____	_____	\$ _____
_____	_____	_____	_____
_____	_____	_____	_____

**List payments and transfers of any kind and in any form made to or for the benefit of any proprietor, owner, partner, shareholder, officer or director.

DEBTOR: Castle Arch Opportunity Partners I, LLC

CASE NO: 11-35240

**Form 2-F
QUARTERLY FEE SUMMARY ***
For the Month Ended: 06/30/12

<u>Month</u>	<u>Year</u>	<u>Cash Disbursements **</u>	<u>Quarterly Fee Due</u>	<u>Check No.</u>	<u>Date Paid</u>
January	<u>2012</u>	\$ 50,000.00			
February	<u>2012</u>	361,743.00			
March	<u>2012</u>	200,018.00			
TOTAL 1st Quarter	\$	<u>611,761.00</u> \$	<u>4,875.00</u>	<u>3001</u>	<u>06/07/12</u>
April	<u>2012</u>	\$ 20,386.10			
May	<u>2012</u>	20,930.50			
June	<u>2012</u>	11,995.38			
TOTAL 2nd Quarter	\$	<u>53,311.98</u> \$	<u>650.00</u>		
July		\$ -			
August		-			
September		-			
TOTAL 3rd Quarter	\$	<u>-</u> \$			
October	<u>2011</u>	\$ -			
November	<u>2011</u>	500.00			
December	<u>2011</u>	20,000.00			
TOTAL 4th Quarter	\$	<u>20,500.00</u> \$	<u>650.00</u>	<u>3001</u> <u>1003</u>	<u>06/07/12</u> <u>02/08/12</u>

FEE SCHEDULE (as of JANUARY 1, 2008)

Subject to changes that may occur to 28 U.S.C. §1930(a)(6)

<u>Quarterly Disbursements</u>	<u>Fee</u>	<u>Quarterly Disbursements</u>	<u>Fee</u>
\$0 to \$14,999.....	\$325	\$1,000,000 to \$1,999,999.....	\$6,500
\$15,000 to \$74,999.....	\$650	\$2,000,000 to \$2,999,999.....	\$9,750
\$75,000 to \$149,999.....	\$975	\$3,000,000 to \$4,999,999.....	\$10,400
\$150,000 to \$224,999.....	\$1,625	\$5,000,000 to \$14,999,999.....	\$13,000
\$225,000 to \$299,999.....	\$1,950	\$15,000,000 to \$29,999,999.....	\$20,000
\$300,000 to \$999,999.....	\$4,875	\$30,000,000 or more	\$30,000

* This summary is to reflect the current calendar year's information cumulative to the end of the reporting period

** Should agree with line 3, Form 2-B. Disbursements are net of transfers to other debtor in possession bank accounts

Failure to pay the quarterly fee is cause for conversion or dismissal of the chapter 11 case. [11 U.S.C. Sec. 1112(b)(10)]

In addition, unpaid fees are considered a debt owed to the United States and will be assessed interest under 31 U.S.C. §3717

DEBTOR: Castle Arch Opportunity Partners I, LLC

CASE NO: 11-35240

Form 2-G
NARRATIVE

For Period Ending: 06/30/12

Please provide a brief description of any significant business and legal actions taken by the debtor, its creditors, or the court during the reporting period, any unusual or non-recurring accounting transactions that are reported in the financial statements, and any significant changes in the financial condition of the debtor which have occurred subsequent to the report date.

On May 3, 2012, D. Ray Strong was appointed as Chapter 11 Trustee of Castle Arch Real Estate Investment Company, LLC ("Trustee"). Pursuant the Trustee's appointment and the existing ownership structure of the other related debtors, the Trustee also functions as the Manager of CAOP Managers, LLC ("CAOP Managers"), Castle Arch Opportunity Partners I, LLC ("CAOP I"), Castle Arch Opportunity Partners II, LLC ("CAOP II"), Castle Arch Secured Development Fund, LLC ("CASDF"), Castle Arch Kingman, LLC ("CAK"), and Castle Arch Smyrna, LLC ("CAS") (collectively the "Debtors").

Shortly after his appointment, the Trustee engaged Dorsey & Whitney, LLP as his counsel and Berkeley Research Group, LLC as his accountants. Their employment was approved by the Bankruptcy Court on June 13, 2012. The existing counsel for CAOP I remains engaged until a plan is confirmed to address issues pertaining to this debtor.

Upon the Trustee's appointment, the Trustee terminated all existing management except Glen Martinsen who was retained to assist with the day-to-day operations and accounting. The Trustee is utilizing a payroll services, Paychex, for the calculation and reporting of payroll. The payroll related expenses are netted and paid to Paychex in a lumpsum for the payroll period. Mr. Martinsen provides services for the Manager relating to CAOP I.

The Trustee has began, among other things: (a) an investigation of Debtor's assets and claims including Longview; (b) reviewed and analyzed the cash needs of the Debtors; (c) developed interim management fees; (d) an investigation of Blackstar and Conix transactions; (e) an investigation of the accounting activity of the Debtors; (f) formulation of a plan of reorganization concept; (g) and to develop a detailed Trustee website to provide case information.

On May 14, 2012, the Trustee filed an emergency motion seeking approval of proposed use of cash on an interim basis. This motion setforth a limited cash budget and proposed management fees for May 2012 and June 2012 with an understanding that an additional motion would be filed seeking approval for future management fees. The emergency motion was granted by the Bankruptcy Court on May 21, 2012.

On June 5, 2012, the Trustee file a motion seeking approval of of a proposed cash management plan. The cash management plan included, among other things, the assessment of monthly CAREIC management fees for the various Debtors, establishment of a quarterly procedure by the Court to reassess the monthly management fees, an authorization of minimal loans from CAOP I and CAOP II to certain Debtors to pay ongoing expenses. The management fees from July 2012 through September 2012 are: (a) \$2,000 for CAOP Managers; (b) \$13,000 for CAOP I; (c) \$13,000 for CAOP II; (d) \$7,000 for CAK; (e) \$7,000 for CAS; and (f) \$4,000.00 for CASDF. The amounts requested for the certain Debtors to borrow on an as needed bases are up to: (a) \$5,000.00 for CAOP Managers; (b) \$20,000 for CAK; (c) \$15,000 for CASDF. The The cash management plan motion was granted by the Bankruptcy Court on June 29, 2012.

On June 18, 2012, the Trustee/Manager engaged and subsequently submitted a motion to the Bankruptcy Court to employ Commerce Real Estate Solutions ("Commerce") as its real estate broker to sell certain real property and water rights owned by CAREIC and/or its related entities. the identified real property to be sold included approximately: (a) 348 acres in Tooele, Utah; (b) 534 acres in Kingman, Arizona; (c) 484 acres in Smyrna, Tennessee; and 39 acres in Thayne, Wyoming. Commerce is currently reviewing the various parcels, existing entitlements, and related documentation. They anticipate having the properties listed for sale shortly. A link to the Commerce website with the individual property details will be included on the Trustee/Manager website once finalized.

In June 2012, the Trustee/Manager and his professionals spend a significant amount of time reviewing and analyzing the multimillion dollar claims filed by Longview Financial Holdings, Inc. and Longview Financial Group, Inc. (collectively "Longview") against CAREIC and the related Debtors in an effort to potentially resolve the claims. The Trustee/Manager and his professionals continue to analyze the claims and related issues. On July 3, 2012, Longview filed an amended motion seeking relief from the automatic stay, which the Trustee/Manager opposed on July 23, 2012.

On June 19, 2012, the Trustee/Manager finalized and posted his website to provide information to various interested parties. To ensure that parties were aware of the website, the Trustee filed a notice of the website with the Bankruptcy Court.

On June 27, 2012, the Trustee/Manager filed a preliminary statement of investigaiton regarding Blackstar Financial, Inc. and Blackcastle, LLC with the Bankruptcy Court. A copy can be obtained from the Trustee's website referenced below.

The Trustee/Manager and his professionals have also developed and analyzed a plan concept that was shared with the Bankruptcy Court at the June 29, 2012 hearing regarding the cash management plan. The Trustee/Manager is working to file a plan with the Bankruptcy Court by September 30, 2012, if not sooner.

The Manager has relied on the currently available records and records prepared by the Debtors to obtain historical activity included on the balance sheet referenced in Form 2C and the profit and loss statement in Form 2D. Work is ongoing to ascertain and determine appropriate balances. Balances may be over or understated and are subject to material modification. The financial statements may change as information becomes available to the Manager. The Manager may dispute the nature and amount of the assets and liabilities presented in these financial statements. As new information becomes available, these balances may be adjusted and updated to reflect the correct amounts. The fact that liabilities and assets may have been omitted, listed and/or adjusted, does not necessarily reflect the final opinion as to the eventual treatment under a plan of reorganization or otherwise.

Historically, activity between the Debtors was recorded through various intercompany accounts which have been very convoluted and commingled. In an effort to differentiate between the historical pre-petition amounts, the post-petition intercompany note activity has been reclassified to Accounts Receivable for better clarity. Additionally, accrued property taxes are accounted for in accounts payable and not reflected in Form 2E.

In an effort to provide interested parties with as much information as possible, the Trustee/Manager has created a website located at www.castlearchtrustee.com. Interested parties should reference the website for more detailed information.

5:22 PM
07/16/12

Castle Arch Opportunity Partners I, LLC
A/P Aging Summary
As of June 30, 2012

	<u>Current</u>	<u>1 - 30</u>	<u>31 - 60</u>	<u>61 - 90</u>	<u>91 - 120</u>	<u>> 120</u>	<u>TOTAL</u>
Broadway Copy	0.00	0.00	0.00	0.00	0.00	5,063.75	5,063.75
CAREIC	0.00	0.00	0.00	13,661.56	0.00	184,958.79	198,620.35
Colonial Stock Transfer	0.00	0.00	0.00	0.00	0.00	276.67	276.67
McKay, Burton & Thurman	4,042.50	4,379.00	0.00	64,091.50	0.00	0.00	72,513.00
Tooele County Treasurer	0.00	0.00	0.00	0.00	0.00	29,043.23	29,043.23
TOTAL	4,042.50	4,379.00	0.00	77,753.06	0.00	219,342.44	305,517.00

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07/18/12
Accrual Basis

Castle Arch Opportunity Partners I, LLC
Balance Sheet
As of June 30, 2012

	<u>Jun 30, 12</u>
ASSETS	
Current Assets	
Checking/Savings	
10003 · Pref Bank-New [REDACTED]	447,749.79
10110 · HSBC Foreign Currency Savings	2,000.00
Total Checking/Savings	<u>449,749.79</u>
Other Current Assets	
17300 · Properties Held for Sale	
17905 · Blackstar Financial Inc	561,386.00
17901 · Wholesale Foreclosures	101,000.00
17102 · Tooele, UT	
17103 · Unrealized Gain on Tooele Prop	-2,304,000.00
17102 · Tooele, UT - Other	7,680,050.00
Total 17102 · Tooele, UT	<u>5,376,050.00</u>
17850 · Conix - CREO108	
Town 3	119,828.07
Oak Capital, LLC	165,151.72
17850 · Conix - CREO108 - Other	9,755.73
Total 17850 · Conix - CREO108	<u>294,735.52</u>
Total 17300 · Properties Held for Sale	6,333,171.52
16000 · Prepaid Expense	50,000.00
Total Other Current Assets	<u>6,383,171.52</u>
Total Current Assets	<u>6,832,921.31</u>
TOTAL ASSETS	<u><u>6,832,921.31</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
20010 · Debtors Counsel Accrued Legal	72,513.00
20000 · Accounts Payable	233,004.00
Total Accounts Payable	<u>305,517.00</u>
Other Current Liabilities	
Interest Payable-Tooele-Kingsto	26,630.14
Notes Payable - Tooele-Kingston	100,000.00
25050 · Intercompany Notes	
25200 · Accrued Interest	-8,605.44
25058 · CAS	-100,000.00
25056 · CAREIC	128,073.08
25055 · CAOPIII	-17,517.25
Total 25050 · Intercompany Notes	<u>1,950.39</u>
Total Other Current Liabilities	<u>128,580.53</u>
Total Current Liabilities	434,097.53
Long Term Liabilities	
23600 · Preferred Dividend Payable	3,186,832.77
Total Long Term Liabilities	<u>3,186,832.77</u>
Total Liabilities	3,620,930.30
Equity	
39100 · Equity Adjustments	
39101 · Preferred Dividends Accrued	-3,186,832.77
39106 · Cash Referral Fees	-29,272.08
39107 · Cash Commissions	-677,788.63
Total 39100 · Equity Adjustments	<u>-3,893,893.48</u>

2:45 PM
07/18/12
Accrual Basis

Castle Arch Opportunity Partners I, LLC
Balance Sheet
As of June 30, 2012

	<u>Jun 30, 12</u>
30000 · Preferred Units Round A	
30010 · Preferred Redemptions Round A	-1,515,911.00
30000 · Preferred Units Round A - Other	10,042,988.95
Total 30000 · Preferred Units Round A	<u>8,527,077.95</u>
39000 · Retained Earnings	-1,115,596.16
Net Income	-305,597.30
Total Equity	<u>3,211,991.01</u>
TOTAL LIABILITIES & EQUITY	<u><u>6,832,921.31</u></u>

2:46 PM
07/18/12
Accrual Basis

Castle Arch Opportunity Partners I, LLC
Profit & Loss
June 2012

	<u>Jun 12</u>
Ordinary Income/Expense	
Income	
41200 · Sales	
CREO108	7,258.41
Total 41200 · Sales	<u>7,258.41</u>
Total Income	<u>7,258.41</u>
Gross Profit	7,258.41
Expense	
68000 · Management Fee	6,400.00
60580 · Legal Fees	4,042.50
60120 · Insurance	394.39
Total Expense	<u>10,836.89</u>
Net Ordinary Income	-3,578.48
Other Income/Expense	
Other Expense	
60100 · US Trustee Fees	5,200.99
Total Other Expense	<u>5,200.99</u>
Net Other Income	<u>-5,200.99</u>
Net Income	<u><u>-8,779.47</u></u>

2:31 PM
07/13/12

**Castle Arch Opportunity Partners I, LLC
Reconciliation Detail
10003 · Pref Bank-New-1524690, Period Ending 06/30/2012**

Type	Date	Num	Name	Clr	Amount	Balance
Beginning Balance						0.00
Cleared Transactions						
Checks and Payments - 2 items						
Check	6/5/2012	3000	Travelers Insurance	X	-394.39	-394.39
Check	6/7/2012	3001	US Trustee	X	-5,200.99	-5,595.38
Total Checks and Payments					-5,595.38	-5,595.38
Deposits and Credits - 4 items						
Deposit	5/29/2012			X	5,797.71	5,797.71
Deposit	5/31/2012			X	395,427.50	401,225.21
Deposit	6/6/2012			X	8,553.85	409,779.06
Deposit	6/19/2012			X	27,927.07	437,706.13
Total Deposits and Credits					437,706.13	437,706.13
Total Cleared Transactions					432,110.75	432,110.75
Cleared Balance					432,110.75	432,110.75
Uncleared Transactions						
Deposits and Credits - 1 item						
Deposit	6/29/2012				15,639.04	15,639.04
Total Deposits and Credits					15,639.04	15,639.04
Total Uncleared Transactions					15,639.04	15,639.04
Register Balance as of 06/30/2012					447,749.79	447,749.79
New Transactions						
Checks and Payments - 1 item						
Check	7/3/2012	3002	FedEx		-62.81	-62.81
Total Checks and Payments					-62.81	-62.81
Total New Transactions					-62.81	-62.81
Ending Balance					447,686.98	447,686.98

3:11 PM
07/13/12

Castle Arch Opportunity Partners I, LLC
Reconciliation Detail
10004 · Pref Bank Old [REDACTED] Period Ending 06/30/2012

Type	Date	Num	Name	Clr	Amount	Balance
Beginning Balance						401,827.50
Cleared Transactions						
Checks and Payments - 2 items						
Deposit	5/31/2012	wire	Preferred Bank	X	-395,427.50	-395,427.50
Check	6/4/2012	EFT	CAREIC	X	-6,400.00	-401,827.50
Total Checks and Payments					-401,827.50	-401,827.50
Total Cleared Transactions					-401,827.50	-401,827.50
Cleared Balance					-401,827.50	0.00
Register Balance as of 06/30/2012					-401,827.50	0.00
Ending Balance					-401,827.50	0.00



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ACCOUNT:



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06/29/2012

11-35240 B
BANKRUPTCY ESTATE OF
CASTLE ARCH OPPTY PARTNERS I
D RAY STRONG, TRUSTEE 29
201 S MAIN ST SUITE 450 0
SALT LAKE CITY UT 84111 2

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PREFERRED BANK - LOS ANGELES
601 S. FIGUEROA ST. 29TH FLOOR
LOS ANGELES, CA 90017

TELEPHONE:213-891-1188

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eSTATEMENTS ARE HERE - LOG ON PBnet PERSONAL ONLINE BANKING TO ENROLL
FDIC deposit insurance rules have changed. Accounts are now insured to
at least \$250,000 under the Standard Maximum Deposit Insurance Amount
(SMDIA) rules. See your branch operations officer or FDIC.gov for more
information.

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BANKRUPTCY CHECKING ACCOUNT [REDACTED]

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		LAST STATEMENT 05/31/12	.00
AVG AVAILABLE BALANCE	409,011.41	8 CREDITS	437,706.13
AVERAGE BALANCE	410,637.51	2 DEBITS	5,595.38
		THIS STATEMENT 06/29/12	432,110.75

- - - - - OTHER CREDITS - - - - -

DESCRIPTION	DATE	AMOUNT
Incoming Wire Transfer BANKRUPTCY ESTATE OF CASTLE ARCH R 6579227	06/04	395,427.50
IN MAIL/NIGHT DROP DEPOSIT	06/14	1,409.20
IN MAIL/NIGHT DROP DEPOSIT	06/14	5,797.71
IN MAIL/NIGHT DROP DEPOSIT	06/14	7,144.65
IN MAIL/NIGHT DROP DEPOSIT	06/21	5,693.97
IN MAIL/NIGHT DROP DEPOSIT	06/21	5,994.41
IN MAIL/NIGHT DROP DEPOSIT	06/21	7,186.22
IN MAIL/NIGHT DROP DEPOSIT	06/21	9,052.47

- - - - - CHECKS - - - - -

CHECK #..DATE.....AMOUNT	CHECK #..DATE.....AMOUNT	CHECK #..DATE.....AMOUNT
3000 06/11 394.39	3001 06/15 5,200.99	

* * * C O N T I N U E D * * *



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ACCOUNT:

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11-35240

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BANKRUPTCY CHECKING ACCOUNT [REDACTED]

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- - - ITEMIZATION OF OVERDRAFT AND RETURNED ITEM FEES - - -

*		TOTAL FOR		TOTAL	*
*		THIS PERIOD		YEAR TO DATE	*

* TOTAL OVERDRAFT FEES:		\$.00		\$.00	*

* TOTAL RETURNED ITEM FEES:		\$.00		\$.00	*

- - - DAILY BALANCE - - -

DATE.....	BALANCE	DATE.....	BALANCE	DATE.....	BALANCE
06/04	395,427.50	06/14	409,384.67	06/21	432,110.75
06/11	395,033.11	06/15	404,183.68		

- END OF STATEMENT -

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ACCOUNT:

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11-35082 B
BANKRUPTCY ESTATE OF
CASTLE ARCH REAL ESTATE INVEST
D RAY STRONG, TRUSTEE <C> 29
201 S MAIN ST SUITE 450 0
SALT LAKE CITY UT 84111 0

*** FINAL STATEMENT ***

PREFERRED BANK - LOS ANGELES TELEPHONE: 213-891-1188
601 S. FIGUEROA ST. 29TH FLOOR
LOS ANGELES, CA 90017

eSTATEMENTS ARE HERE - LOG ON PBnet PERSONAL ONLINE BANKING TO ENROLL
FDIC deposit insurance rules have changed. Accounts are now insured to
at least \$250,000 under the Standard Maximum Deposit Insurance Amount
(SMDIA) rules. See your branch operations officer or FDIC.gov for more
information.

BANKRUPTCY CHECKING ACCOUNT

		LAST STATEMENT 05/31/12	401,827.50
AVG AVAILABLE BALANCE	63,446.44	CREDITS	.00
AVERAGE BALANCE	63,446.44	3 DEBITS	401,827.50
		THIS STATEMENT 06/29/12	.00

----- OTHER DEBITS -----

DESCRIPTION	DATE	AMOUNT
TRANSFER TO # [REDACTED]	06/04	6,400.00
Outgoing Wire Transfer Castle Arch Opportunity Partners I 736	06/04	395,427.50
CLOSING WITHDRAWAL - ACCOUNT CLOSED	06/20	.00

--- ITEMIZATION OF OVERDRAFT AND RETURNED ITEM FEES ---

*		TOTAL FOR	TOTAL	*	
*		THIS PERIOD	YEAR TO DATE	*	

* TOTAL OVERDRAFT FEES:		\$.00		\$.00	*

* TOTAL RETURNED ITEM FEES:		\$.00		\$.00	*

*** CONTINUED ***

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ACCOUNT:

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06/29/2012

11-35082

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BANKRUPTCY CHECKING ACCOUNT

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-----		DAILY BALANCE		-----	
DATE.....	BALANCE	DATE.....	BALANCE	DATE.....	BALANCE
06/04	.00	06/20	.00		

- END OF STATEMENT -