

The below described is **SIGNED**.

Dated: November 13, 2012



JOEL T. MARKER  
U.S. Bankruptcy Judge



*Prepared and Submitted By:*

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*Attorneys for D. Ray Strong, Chapter 11*

*Trustee for Castle Arch Real Estate Investment*

*Company, LLC*

**IN THE UNITED STATES BANKRUPTCY COURT  
OR THE DISTRICT OF UTAH**

In re:

CASTLE ARCH REAL ESTATE  
INVESTMENT COMPANY, LLC; CAOP  
MANAGERS, LLC; CASTLE ARCH  
OPPORTUNITY PARTNERS I, LLC;  
CASTLE ARCH OPPORTUNITY  
PARTNERS II, LLC; CASTLE ARCH  
KINGMAN, LLC; CASTLE ARCH  
SECURED DEVELOPMENT FUND, LLC;  
*and* CASTLE ARCH SMYRNA, LLC,

Debtors.

Bankruptcy Case No. 11-35082  
Bankruptcy Case No. 11-35237  
Bankruptcy Case No. 11-35240  
Bankruptcy Case No. 11-35242  
Bankruptcy Case No. 11-35243  
Bankruptcy Case No. 11-35246  
Bankruptcy Case No. 11-35241  
(Jointly Administered)

(Chapter 11)

The Honorable Joel T. Marker

**ORDER GRANTING JOINT OMNIBUS CLAIMS OBJECTION AS RELATES TO  
NON-RESPONSIVE PARTIES**

The matter before the Court is the *Joint Omnibus Claims Objection Filed By Castle Arch Real Estate Investment Company, LLC, Castle Arch Opportunity Partners I, LLC, Castle Arch Opportunity Partners II, LLC, Castle Arch Kingman, LLC, Castle Arch Secured Development Fund, LLC, and Castle Arch Smyrna, LLC* [Docket No. 308] (the “Omnibus Claims Objection”), which objects to the Proofs of Claim filed by the persons and entities listed on Exhibit A thereto. The Omnibus Claims Objection was served via the Court’s CM/ECF system on all parties that receive electronic notice in this case. Additionally, a *Notice of Omnibus Claims Objection and Notice of Hearing* [Docket No. 309] (the “Notice”) that provided for, among other things, notice of the scheduled hearing on the Omnibus Claims Objection and the deadline of October 5, 2012 for filing responses to the Omnibus Claims Objection, was properly served on all interested parties, and no further notice is required.

The following parties did not file a response to the Omnibus Claims Objection: Paul Anderson, James Barrow, Kenneth Beckner, Barbara Broyles, Edward Broyles, Craig Carstens, Christine Dean, James Dean, Gail Edgell, Edgar R & Lila May Folker Trust, Joel Hvidsten, Gina MacDonald, Robert MacDonald, Robert MacDonald II, Pradip Methta, Michael Nitti, Patricia Nitti, Sandy Padilla, Concetta Raphael, Daniel Reeve, Helene Rose, Michael Salzman, Gregory Spinos, David Teleki, Petra Herceg and Laura Wilson (collectively, the “Non-Responding Parties”). The Court has considered the Omnibus Claims Objection, Notice, *Certificate of Service* [Docket No. 315] and applicable law. Based thereon, and for good cause appearing,

**IT IS HEREBY ORDERED THAT:**

(1) The Omnibus Claims Objection is **SUSTAINED** as relating to the Non-Responding Parties;

(2) The Disputed Claims (defined in the Omnibus Claims Objection) of the Non-Responding Parties are **DISALLOWED** in their entirety.

(3) The Disputed Claims of the Non-Responding Parties are **RE-CHARACTERIZED AS PROOFS OF INTEREST** as set forth on Exhibit 1 attached hereto, subject to the Trustee's reservation of rights as stated in the Omnibus Claims Objection.

(4) Claim No. 18 against Castle Arch Real Estate Investment Company ("CAREIC") filed by David Teleki/Petra Herceg is **DISALLOWED** in its entirety as being duplicative with Claim No. 1 filed against CAREIC by such persons.

(5) Claim No. 4 against Castle Arch Secured Development Fund ("CASDF"), filed by Gina MacDonald, is **DISALLOWED** in its entirety as being duplicative with Claim No. 3 against CASDF, filed by Robert MacDonald. In that regard, Claim No. 3 against CASDF is **RE-CHARACTERIZED** as a **PROOF OF INTEREST** against CASDF by Gina and Robert MacDonald, as set forth on Exhibit 1.

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End of Order

# EXHIBIT 1

Name of Person/Entity	Claim Number (Now Re-Characterized as Proof of Equity Interest)	Debtor Against Which Claim Was Filed	Debtor Against Which Proof of Interest Is Now Asserted (If Different)
Anderson, Paul	58	CAREIC	
Anderson, Paul	4	CAOP I	
Barrow, James L.	54	CAREIC	
Beckner, Kenneth	53	CAREIC	
Beckner, Kenneth	3	CAK	
Beckner, Kenneth	7	CAS	
Broyles, Barbara	46	CAREIC	
Broyles, Barbara	50	CAREIC	
Broyles, Edward J	57	CAREIC	
Carstens, Craig B	5	CAOP II	
Dean, Christine E	55	CAREIC	
Dean, James W	56	CAREIC	
Edgell, Gail S.	21	CAREIC	CASDF
Folkers, Edgar R & Lila May Folker Trust	5	CAK	
Hvidsten, Joel	44	CAREIC	
Hvidsten, Joel	8	CAS	
MacDonald, Gina Y	48	CAREIC	
MacDonald, Robert	47	CAREIC	
MacDonald, Robert J II	3**	CASDF	
Metha, Pradip	43	CAREIC	CAOP I
Nitti, Michael F	14	CASDF	
Nitti, Patricia	15	CASDF	
Padilla, Sandy	7	CASDF	
Raphael, Concetta	5	CASDF	
Reeve, Daniel	9	CASDF	
Rose, Helene	45	CAREIC	
Salzman, Michael	51	CAREIC	
Salzman, Michael	4	CAOP II	
Salzman, Michael	4	CAK	
Salzman, Michael	6	CASDF	
Spinos, Gregory	49	CAREIC	
Teleki, David / Herceg, Petra	1***	CAREIC	CAOP II
Wilson, Laura L	52	CAREIC	

\*\*This claim is duplicative with Claim No. 4 filed against CASDF, and accordingly, Claim No. 4 against CASDF is disallowed pursuant to the Court's Order.

\*\*\*This claim is duplicative with Claim No. 18 filed against CAREIC, and accordingly, Claim No. 18 against CAREIC is disallowed pursuant to the Court's Order.

**CLERK'S CERTIFICATE OF SERVICE**

I hereby certify that on the \_\_\_ day of November, 2012, the foregoing ORDER GRANTING JOINT OMNIBUS CLAIMS OBJECTION AS RELATES TO NON-RESPONSIVE PARTIES was mailed to the below parties:

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Salt Lake City, UT 84111-1451

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Phoenix, AZ 85023-6231

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