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Attorneys for D. Ray Strong, Chapter 11 Trustee for Castle Arch Real Estate Investment Company, LLC and Substantively Consolidated Debtors

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

In re:

CASTLE ARCH REAL ESTATE INVESTMENT COMPANY, LLC; CAOP MANAGERS, LLC; CASTLE ARCH KINGMAN, LLC; CASTLE ARCH SECURED DEVELOPMENT FUND, LLC; CASTLE ARCH SMYRNA, LLC; CASTLE ARCH STAR VALLEY, LLC; *and*

CASTLE ARCH OPPORTUNITY PARTNERS I, LLC; CASTLE ARCH OPPORTUNITY PARTNERS II, LLC,

Debtors.

Case Nos. 11-35082, 11-35237,
11-35243, 11-35242 and 11-35246
(Substantively Consolidated)

Case Nos. 11-35241 and 11-35240
(Jointly Administered)

(Chapter 11)

The Honorable Joel T. Marker

- Affects All Debtors
- Affects Only the Substantively Consolidated Debtors
- Affects only Castle Arch Opportunity Partners I, LLC
- Affects only Castle Arch Opportunity Partners II, LLC

**CHAPTER 11 TRUSTEE'S *EX PARTE* MOTION TO APPROVE
CASE CAPTION**

D. Ray Strong, the Chapter 11 Trustee for the substantively consolidated estate of Castle Arch Real Estate Investment Company, LLC *et al.* (the “Trustee”), hereby files this *Ex Parte Motion to Approve Case Caption* (the “Motion”), seeking Court approval of the above caption to be used prospectively in this case. In support hereof, the Trustee states as follows:

1. On October 17, 2011, Castle Arch Real Estate Investment Company, LLC (“CAREIC”) filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code, and between October 17 and October 20, 2011, each of the other above-captioned Debtors either filed, or are deemed to have filed, a petition under Chapter 11 of the Bankruptcy Code.

2. On May 3, 2012, the Trustee was appointed the Chapter 11 trustee of CAREIC’s estate, and in that capacity he manages, either directly or indirectly, the other Debtors.

3. On February 8, 2013, the Court entered an Order substantively consolidating Castle Arch Real Estate Investment Company, LLC; CAOP Managers, LLC; Castle Arch Kingman, LLC; Castle Arch Smyrna, LLC; Castle Arch Secured Development Fund, LLC; and Castle Arch Star Valley, LLC [Docket No. 590] (the “Consolidation Order”).

4. As a result of the Consolidation Order, and to simplify matters for the Court and parties in interest, the Trustee proposes that the above caption be used prospectively for all documents filed with the Court in this case.

WHEREFORE, the Trustee requests that the Court enter the Order filed concurrently herewith, granting the Motion and approving the above caption for all future filings in this case.

DATED this 14th day of February, 2013.

DORSEY & WHITNEY LLP

/s/ Nathan S. Seim

Peggy Hunt

Nathan S. Seim

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Substantively Consolidated Debtors*