

The below described is **SIGNED**.

Dated: April 15, 2013



**JOEL T. MARKER**  
U.S. Bankruptcy Judge



**ORDER PREPARED AND SUBMITTED BY:**

Gregory J. Adams (6159)  
Jeremy C. Sink (9916)  
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IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF UTAH  
CENTRAL DIVISION

In re:	:
	:
<b>CASTLE ARCH REAL ESTATE</b>	: Bankruptcy No. 11-35082
<b>INVESTMENT COMPANY, LLC;</b>	: Bankruptcy No. 11-35237
<b>CASTLE ARCH OPPORTUNITY</b>	: Bankruptcy No. 11-35240
<b>PARTNERS I, LLC; CASTLE ARCH</b>	: Bankruptcy No. 11-35241
<b>OPPORTUNITY PARTNERS II, LLC;</b>	: Bankruptcy No. 11-35242
<b>CASTLE ARCH KINGMAN, LLC;</b>	: Bankruptcy No. 11-35243
<b>CASTLE ARCH SECURED</b>	: Bankruptcy No. 11-35246
<b>DEVELOPMENT FUND, LLC; AND</b>	: (Jointly Administered Chapter 11)
<b>CASTLE ARCH SMYRNA, LLC,</b>	:
	: <b>Honorable Joel T. Marker</b>
Debtor(s).	:

**ORDER APPROVING MOTION FOR ORDER APPROVING REAL  
PROPERTY EXCHANGE WITH TRANSFERRED PROPERTY TO BE**

## **FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES AND INTERESTS**

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The *Motion For An Order Approving Real Property Exchange with Transferred Property to be Free and Clear of Liens, Claims, Encumbrances and Interests* (“Motion”), dated March 19, 2013, was filed with the Court on March 19, 2013 along with a Notice of Hearing (“Notice”) providing notice of an objection deadline of April 12, 2013. The Notice further provided that in the absence of a timely objection, the hearing would be stricken and an order entered approving the Motion.

Based upon the pleadings on file, proper notice to parties in interest and good cause appearing, it is hereby

ORDERED as follows:

1. The Motion, filed as docket number 637 in case number 11-35082 is granted.
2. D. Ray Strong, as Chapter 11 Trustee for Castle Arch Real Estate Investment Company, LLC and manager of affiliated entities, including Castle Arch Opportunity Partners, I, LLC (“Trustee/Manager”) may transfer the following property to Questar Gas Company, free and clear of liens:

A parcel of land, lying and situate in the Northeast Quarter of Section 15, Township 3 South, Range 4 West, Salt Lake Base and Meridian, Tooele County, Utah. Parcel being more particularly described as follows:

COMMENCING at the East Quarter corner of Section 15, Township 3 South, Range 4 West, Salt Lake Base and Meridian, thence South 89°47'28” West along the East/West midsection line a distance of 33.00 feet to the POINT OF BEGINNING; thence South 89°47'28” West along the East/West midsection line 150.00 feet; thence North 00°21'19” West 110.00 feet; thence North 89°47'28” East 150.00 feet to a point on the West right-of-way line of Droubay Road; thence South 00°21'19” East 110.00 feet along a line that is more or less parallel and 33.00 West of the East line of Section 15 to the POINT OF BEGINNING. (contains 16,500 sq. ft. more or less, approx. .28 acres (the “CAOPI Property”).

3. Pursuant to the terms set forth in the Motion, the Trustee is authorized pay the Tooele County lien associated with the CAOPI Property.

4. Pursuant to the terms set forth in the Motion, the Trustee is authorized to receive the following property from Questar Gas, in exchange for the CAOPI Property:

Beginning 12.74 chains South and 50 links West of the Northeast Corner of Section 15, Township 3 South, Range 4 West; thence South 3.02 chains; thence West 3.25 chains; thence North 3.02 chains; thence East 3.25 chains to the point of beginning (contains 0.98 acres) (the "Tooele Property")

5. Pursuant to the terms set forth in the Motion, the lien in favor of Southern Properties In Northern Dollars, LLC, its successors or assigns, shall attach to the Tooele Property.

Approved as to form and content:

/S/ Adelaide Maudsley

Adelaide Maudsley, counsel for Southern Properties In Northern Dollars, LLC

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#### **DESIGNATION OF PARTIES TO BE SERVED**

Service of the foregoing ORDER APPROVING MOTION FOR ORDER APPROVING REAL PROPERTY EXCHANGE WITH TRANSFERRED PROPERTY TO BE FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES AND INTERESTS shall be served to the parties and in the manner designated below:

**By Electronic Service:** I certify that the parties of record in this case as identified below, are registered CM-ECF users and will be served notice of entry of the foregoing Order through the CM/ECF system:

- Gregory J. Adams gadams@mbt-law.com
- Adam S. Affleck asa@pyglaw.com, debbie@princeyeates.com;docket@princeyeates.com
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- Kim R. Wilson bankruptcy\_krw@scmlaw.com
- Brock N. Worthen bworthen@swlaw.com

By U.S. Mail: In addition to the parties of record receiving notice through the CM/ECF system, the following parties should be served notice pursuant to Fed. R. Civ. P. 5(b):

NONE

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Deputy Clerk