

**This order is SIGNED.**

**Dated: August 18, 2015**



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



Penrod W. Keith (Utah Bar No. 4860)  
**DURHAM JONES & PINEGAR, P.C.**  
111 East Broadway, Suite 900  
PO Box 4050  
Salt Lake City, UT 84110-4050  
Telephone: (801) 415-3000  
Facsimile: (801) 415-3500  
Email: pkeith@djplaw.com

*Attorneys for Trustee for Castle Arch Opportunity  
Partners II Liquidating Trust*

Peggy Hunt (Utah State Bar No. 6060)  
**DORSEY & WHITNEY LLP**  
136 South Main Street, Suite 1000  
Salt Lake City, UT 84101-1685  
Telephone: (801) 933-7360  
Facsimile: (801) 933-7373  
Email: hunt.peggy@dorsey.com

*Attorneys for Trustee for the Consolidated Legacy  
Debtors Liquidating Trust*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re

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

**THIS DOCUMENTS RELATES TO:**

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

**ORDER APPROVING MOTION FOR USE OF PROCEEDS OF SALE PURSUANT TO  
SECTION 363 OF THE BANKRUPTCY CODE**

The Court, having reviewed and considered the Trustee's Motion for Use of Proceeds of Sale Pursuant to Section 363 of the Bankruptcy Code (the "Motion"), and pursuant to Federal

Rules of Bankruptcy Procedure 9019; noting that no objections were filed to the Motion, having found that notice of the Motion and of the hearing thereon are proper and having reviewed the Motion, and having held a hearing on the Motion on August 17, 2015 and having considered all responses to the Motion, and good cause appearing therefor in support of the Motion, hereby

**ORDERS:**

1. The Motion is granted in all respects.
2. The Trustee shall distribute the funds received from the sale of the property described in the Motion by distributing the amount of \$5,000 to Legacy Trust and the amount of \$100,000 to the CAOP II Trust.

**-----END OF DOCUMENT-----**

**DESIGNATION OF PARTIES TO BE SERVED**

Service of the foregoing **ORDER APPROVING MOTION FOR USE OF PROCEEDS OF SALE PURSUANT TO SECTION 363 OF THE BANKRUPTCY CODE** 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.

- Gregory J. Adams gadams@mbt-law.com
- Adam S. Affleck asa@pyglaw.com, debbie@princeyeates.com; docket@princeyeates.com
- Troy J. Aramburu taramburu@swlaw.com, jpollard@swlaw.com; docket\_slc@swlaw.com
- Jeffrey M Armington armington.jeff@dorsey.com
- Julie A. Bryan julie@crslaw.com, diana@crslaw.com; josh@crslaw.com
- Mona Lyman Burton mburton@hollandhart.com, ckelly@hollandhart.com; intaketeam@hollandhart.com; slclitdocket@hollandhart.com
- Leonard J. Carson len@pearsonbutler.com, kylie@pearsonbutler.com
- Andrew B. Clawson andrew@abclawutah.com, len@pearsonbutler.com; maryann@pearsonbutler.com; daneise@pearsonbutler.com
- Victor P Copeland vpc@pkhlawyers.com, js@pkhlawyers.com
- Joseph M.R. Covey calendar@parrbrown.com
- T. Edward Cundick tec@princeyeates.com, heidi@princeyeates.com; docket@princeyeates.com
- Anna W. Drake annadrake@att.net
- David R. Hague dhague@fabianlaw.com, dromero@fabianlaw.com
- George B. Hofmann gbh@pkhlawyers.com, dh@pkhlawyers.com; aa@pkhlawyers.com
- Mary Margaret Hunt hunt.peggy@dorsey.com, long.candy@dorsey.com; stauffer.erin@dorsey.com; slc.lit@dorsey.com
- Lon A. Jenkins jenkins.lon@dorsey.com, daniels.heidi@dorsey.com
- Penrod W. Keith pkeith@djplaw.com, khughes@djplaw.com
- Michael L. Labertew michael@labertewlaw.com

- Christopher J Martinez martinez.chris@dorsey.com, stauffer.erin@dorsey.com
- Adelaide Maudsley maudsley@chapman.com, jemery@chapman.com
- John T. Morgan tr john.t.morgan@usdoj.gov, James.Gee@usdoj.gov;  
Lindsey.Huston@usdoj.gov; Rinehart.Peshell@usdoj.gov; Suzanne.Verhaal@usdoj.gov
- Oliver K. Myers myersok@msn.com
- Knute A. Rife KARife@RifeLegal.com
- Nathan Seim seim.nathan@dorsey.com
- Jeremy C. Sink jeremy@mbt-law.com
- James A Sorenson jsorenson@rqn.com, tpahl@rqn.com;docket@rqn.com
- D. Ray Strong tr rstrong@brg-expert.com
- Gerald H. Suniville gsuniville@vancott.com, docketing@vancott.com
- Marca Tanner marca.tanner@gmail.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov
- Kim R. Wilson bankruptcy\_krw@scmlaw.com
- Brock N. Worthen bworthen@swlaw.com

/s/ Penrod W. Keith