

IT IS SO ORDERED.



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Dated: April 26, 2006

GEORGE B. NIELSEN, JR
U.S. Bankruptcy Judge

5 Lawrence E. Wilk, #006510
6 Jonathan P. Ibsen, #023284
7 **JABURG & WILK, P.C.**
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UNITED STATES BANKRUPTCY COURT
DISTRICT OF ARIZONA

12 In re:
13 MATHION FUND, L.L.C., et al,
14 Debtors.

Chapter 11 Proceedings
Case No: 05-27993 PHX GBN
(Jointly Administered with Case Nos.
05-27994 PHX-SSC and
05-27995 PHX- JMM)

15 THIS FILING APPLIES TO:

- 16 ALL DEBTORS
- 17 SPECIFIED DEBTORS

**ORDER APPROVING SALE OF
PROPERTY PURSUANT TO 11 U.S.C. §363**
(6816 EAST BROWN ROAD,
MESA, ARIZONA)

JABURG & WILK, P.C.
ATTORNEYS AT LAW
3200 NORTH CENTRAL AVENUE
SUITE 2000
PHOENIX, ARIZONA 85012

19 This matter having come before the Court upon the Debtors' Motion to Sell the Property
20 located at 6816 East Brown Road, Mesa, Arizona, pursuant to 11 U.S.C. § 363 by Auction; and
21 the Court having duly conducted an Auction Sale of the property;

22 **IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:**

- 23 1. The Court has jurisdiction over this matter and over the property of the Debtors
24 and their Bankruptcy Estates pursuant to 28 U.S.C. §§ 157 and 1334;
- 25 2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409;
- 26 3. This is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2)(A), (N) and (O);

27 I HEREBY CERTIFY THAT THE ANNEXED INSTRUMENT
28 IS A TRUE AND CORRECT COPY OF THE ORIGINAL
ON FILE IN THE OFFICE OF THE CLERK OF THE COURT

11719-23/JKF/JKF/524885 v1

DATED: 4/28/06

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SUITE 2000
PHOENIX, ARIZONA 85012

1 4. Due and proper notice of the Sale Motion, the Bid Procedures and the Auction
2 were provided to all Parties in Interest;

3 5. The Debtors have engaged in substantial and satisfactory efforts to market the
4 Property;

5 6. The terms of the Agreement of Sale annexed to the Sale Motion as Exhibit "A"
6 (the "Agreement of Sale") have been adequately disclosed to all Parties in Interest;

7 7. The terms of the Agreement of Sale are in the best interests of the Debtors, their
8 Estates, Creditors and other Parties in Interest;

9 8. That a sale of the Property on the terms set forth in the Agreement of Sale
10 represent valid and reasonable exercises of the Debtors' business judgment;

11 9. That Cascade Financial Services, LLC (the "Purchaser"), was the highest bidder at
12 the Auction, with a high bid of \$1,650,000 ("revised sales price");

13 10. The Sale of the Property to Purchaser on the terms set forth in the Agreement of
14 Sale is Approved, subject to the revised sales price;

15 11. That in the event that the Purchaser fails to perform under the terms of the
16 Agreement of Sale, Brian Dopp, the second highest bid, shall be entitled to purchase the Property,
17 under the identical terms and conditions of the Agreement of Sale, subject only, to a revised sales
18 price of \$1,625,000;

19 12. This Order is a Final Order, and shall be effective and enforceable immediately
20 upon entry notwithstanding the provisions of Bankruptcy Rule 6004(h). Absent a stay of this
21 order pending appeal, Debtors and the Purchaser are hereby authorized to execute any and all
22 further documents required under the Agreement of Sale.

23 Dated this _____ day of _____, 2006.

24
25 _____
26 Honorable George B. Nielsen, Jr.
27 United States Bankruptcy Judge
28