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**UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
SOUTHERN DIVISION**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

EMILIO FRANCISCO; PDC CAPITAL
GROUP, LLC; CAFFE PRIMO
INTERNATIONAL, INC.; SAL ASSISTED
LIVING, LP; SAL CARMICHAEL, LP; SAL
CITRUS HEIGHTS, LP; SAL KERN
CANYON, LP; SAL PHOENIX, LP; SAL
WESTGATE, LP; SUMMERPLACE AT
SARASOTA, LP; SUMMERPLACE AT
CLEARWATER, LP; SUMMERPLACE AT
CORRELL PALMS, LP; TRC TUCSON, LP;
CLEAR CURRENTS WEST, LP; CAFFE
PRIMO MANAGEMENT, LP; CAFFE
PRIMO MANAGEMENT 102, LP; et al.,

Defendants.

Case No. 8:16-cv-02257-CJC-DFM
ORDER GRANTING RECEIVER'S
MOTION FOR ORDER
AUTHORIZING THE RECEIVER
TO MARKET RECEIVERSHIP
ASSETS FOR SALE, ESTABLISH
SALE PROCEDURES AND
ENGAGE BROKERS

Date: August 14, 2017
Time: 1:30 p.m.
Ctrm: 9B, 9th Floor
Judge: Hon. Cormac J. Carney

The Court, having considered the Motion for Order Authorizing the Receiver to Market Receivership Assets for Sale, Establish Sale Procedures and Engage Brokers ("Motion") of Thomas A. Seaman ("Receiver"), the Court-appointed receiver for the Defendant entities and their subsidiaries and affiliates, and all papers in support of and in opposition thereto and finding good cause, grants the Motion in its entirety and orders as follows:

1 IT IS ORDERED:

2 1. The Motion is granted.

3 2. The sale procedures set forth in the Motion including but not limited to
4 the provisions for notice are in compliance with 28 U.S.C. § 2001 and § 2002.

5 3. Receiver is hereby authorized to market the real property receivership
6 assets for sale pursuant to the marketing and sale procedures as set forth in the
7 Receiver's Motion at pp. 3-7, 9-11. For clarification, absent a further order from this
8 Court, the payment of a "break-up fee" to a "stalking horse" purchaser shall be no
9 greater than 20% of the difference between the stalking horse purchase price and the
10 first overbid (i.e. 20% of the established minimum overbid.) All sales will be
11 subject to a further motion and order of the Court.

12 4. The Receiver shall provide notice to the investors associated with each
13 of the subject properties of the proposed sale of the subject property or restructuring
14 of the associated corporate entity. Such notice may be provided to counsel
15 representing the investors or at the email or physical address in the records of the
16 receivership entities.

17 5. Receiver is authorized to retain/engage brokers, however, the Brokers'
18 real estate commissions will be subject to Court approval in connection with the sale
19 of each of the properties.

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22 Dated: August 23, 2017



23 Hon. Cormac J. Carney
24 Judge, United States District Court

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