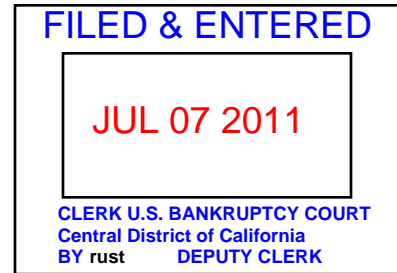


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4 Los Angeles, California 90067
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6 Counsel for Debtor and Debtor In
Possession



7 UNITED STATES BANKRUPTCY COURT
8 FOR THE CENTRAL DISTRICT OF CALIFORNIA
9 NORTHERN DIVISION

12 In re
13 HARRINGTON WEST FINANCIAL GROUP,
INC.,

14 Debtor and Debtor In
15 Possession.

Bk. No. 9:10-bk-14677-RR

Chapter 11

**ORDER AUTHORIZING AND
APPROVING (A) THE ADEQUACY OF
THE FIRST AMENDED DISCLOSURE
STATEMENT IN SUPPORT OF THE
DEBTOR'S FIRST AMENDED PLAN OF
LIQUIDATION, (B) THE FORM, SCOPE,
AND NATURE OF SOLICITATION,
BALLOTING, TABULATION, AND
NOTICES WITH RESPECT THERETO;
AND (C) RELATED CONFIRMATION
PROCEDURES AND DEADLINES**

Confirmation Hearing Set For:

Date: September 14, 2011

Time: 11:00 a.m.

Place: 1415 State Street
Courtroom 201
Santa Barbara, CA 93101

1 On June 22, 2011, the Court held a hearing (the "Hearing") to consider the *Motion For Order*
2 *Authorizing And Approving (A) The Adequacy Of The Disclosure Statement In Support Of The*
3 *Debtor's Plan Of Liquidation, (B) The Form, Scope, And Nature Of Solicitation, Balloting,*
4 *Tabulation, And Notices With Respect Thereto; And (C) Related Confirmation Procedures And*
5 *Deadlines; Memorandum Of Points And Authorities* with exhibits thereon (Docket No. 53)
6 ("Motion") of debtor and debtor in possession Harrington West Financial Group, Inc. ("Debtor"), the
7 *Declaration Of William W. Phillips, Jr.* filed in support of the Motion (Docket No. 53) and the
8 *Supplement filed in Support of the Motion* ("Supplement") (Docket No. 61).¹ As reflected in the
9 Supplement and the exhibits thereon, the Debtor and the Federal Deposit Insurance Corporation,
10 solely in its capacity as receiver of Los Padres Bank, FSB ("FDIC"), have agreed to certain
11 consensual modifications to the original filed Disclosure Statement (Docket No. 52). The Debtor has
12 filed the *First Amended Disclosure Statement in support of the First Amended Plan of Liquidation*
13 (Docket No. 64) to, among other things, incorporate the consensual modifications agreed to with the
14 FDIC (the Disclosure Statement, as amended "Disclosure Statement"). No objections to the Motion,
15 Disclosure Statement or Supplement were filed. Appearances at the Hearing were as reflected on the
16 record of the Hearing.

17 The Court has reviewed and considered: (1) the Disclosure Statement; (2) the Plan, as
18 amended (Docket No. 65) ("Plan"); (3) the Motion; (4) all exhibits to the Disclosure Statement and
19 the Motion, including forms of notices and ballots; (5) all other pleadings, exhibits and documents
20 submitted in respect of the Disclosure Statement at or before the hearing, including, but not limited
21 to, the Supplement and the exhibits thereon; (6) the record in the above-captioned case; and (7) the
22 arguments and representations of counsel at the Hearing.

23 Based on that consideration and review, THE COURT HEREBY FINDS THAT:

24 A. Notice of the Hearing constitutes adequate and appropriate notice under the
25 circumstances and complies with the applicable provisions of title 11 of the United
26 States Code, 11 U.S.C. § 101, *et. seq.* (the "Bankruptcy Code"), the Federal Rules of
27

28 ¹ Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the First Amended
Plan of Liquidation or the Motion, as applicable.

1 Bankruptcy Procedure (the “Bankruptcy Rules”) and the Local Bankruptcy Rules for
2 the United States Bankruptcy Court for the Central District of California Court (the
3 “Local Bankruptcy Rules”), and no other or further notice need be given.

4 B. The Court has jurisdiction to grant the relief requested herein in accordance with 28
5 U.S.C. §§ 157 and 1334.

6 C. This is a core proceeding within the meaning of 28 U.S.C. § 157(b); and

7 D. The Disclosure Statement contains “adequate information” within the meaning of
8 Bankruptcy Code section 1125(a)(1).

9 NOW THEREFORE, IT IS HEREBY ORDERED THAT:

10 1. The Motion, as amended by the Supplement and this Order, is GRANTED.

11 2. The Disclosure Statement is APPROVED and Debtor is hereby authorized to solicit
12 votes with respect to the Plan.

13 3. Record Date: June 1, 2011, is the Record Date for the purposes of determining who
14 (i) may vote on the Plan and (ii) is entitled to receive distributions under the Plan.

15 4. Voting Deadline: The deadline by which ballots to accept or reject the Plan must be
16 received by the Ballot Tabulator shall be August 24, 2011 (the “Voting Deadline”). All ballots must
17 be returned to and actually received by the Balloting Tabulator on or before the Voting Deadline in
18 order to be counted.

19 5. Confirmation Hearing: The Confirmation Hearing shall be held on September 14,
20 2011, at 11:00 a.m. (Pacific Time) before the United States Bankruptcy Court for the Central District
21 of California, Northern Division, the Honorable Robin L. Riblet presiding, in Courtroom 201, 1415
22 State Street, Santa Barbara, California 93101-2511.

23 6. Objection Deadline: The deadline by which any party objecting to confirmation of the
24 Plan must file and serve its objection and evidence in support thereof shall be August 24, 2011
25 (“Objection Deadline”). Any such objection must be in writing, specify the name and address of the
26 party objecting, set forth the amount of the objecting party’s claims and any other grounds giving the
27 objecting party standing to object, set forth the grounds for the objection and be accompanied by the
28 objecting party’s evidentiary support for its objection, including declarations made under penalty of

1 perjury and other admissible documentary evidence. The objection and evidence in support thereof
2 shall be served on the Debtor, bankruptcy counsel for the Debtor, the OUST and the Special Notice
3 Parties. A hard copy shall also be delivered to the Bankruptcy Court. Any objection not timely filed
4 and served will be deemed to be waived and to be consent to the Court's entry of an order confirming
5 the Plan.

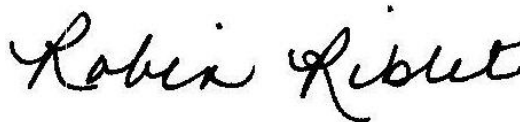
6 7. Confirmation Brief and Reply Date: The deadline by which the Debtor's
7 memorandum and evidence in support of confirmation of the Plan and reply to any objection to
8 confirmation of the Plan must be filed and served shall be September 7, 2011. Such memorandum,
9 evidence and/or reply shall be served on the OUST, the Special Notice Parties and the objecting
10 parties, if any.

11 8. Supplemental Plan Document Filing Date: The deadline by which any and all
12 supplemental Plan exhibits must be filed and served by the Debtor shall be August 10, 2011, and any
13 such documents must be served on the OUST, the Special Notice Parties and the Voting Classes
14 (Classes 3 and 4).

15 9. Plan Ballot Summary Deadline: The deadline by which the Debtor must file and
16 serve the Plan Ballot Summary shall be September 7, 2011. The Plan Ballot Summary shall be
17 served on the OUST, the Special Notice Parties and any party that has filed an objection to
18 confirmation of the Plan.

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25 DATED: July 7, 2011



United States Bankruptcy Judge

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PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:

Landau Gottfried & Berger LLP
1801 Century Park East, Suite 1460
Los Angeles, CA 90067

A true and correct copy of the foregoing document described **ORDER AUTHORIZING AND APPROVING (A) THE ADEQUACY OF THE FIRST AMENDED DISCLOSURE STATEMENT IN SUPPORT OF THE DEBTOR'S FIRST AMENDED PLAN OF LIQUIDATION, (B) THE FORM, SCOPE, AND NATURE OF SOLICITATION, BALLOTING, TABULATION, AND NOTICES WITH RESPECT THERETO; AND (C) RELATED CONFIRMATION PROCEDURES AND DEADLINES** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner indicated below:

I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF") – Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s) ("LBR"), the foregoing document will be served by the court via NEF and hyperlink to the document. On _____ I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email address(es) indicated below:

Service information continued on attached page

II. SERVED BY U.S. MAIL OR OVERNIGHT MAIL (indicate method for each person or entity served):

On July 6, 2011 I served the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States Mail, first class, postage prepaid, and/or with an overnight mail service addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

BY U.S. MAIL

Honorable Robin L. Riblet
United States Bankruptcy Court
1415 State Street, Courtroom 201
Santa Barbara, CA 93101 -2511

Service information continued on attached page

III. SERVED BY PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR EMAIL (indicate method for

each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on _____ I served the following person(s) and/or entity(ies) by personal delivery, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

July 6, 2011
Date

Patricia Swierszcz
Type Name

/s/ Patricia Swierszcz
Signature

1
2 **NOTICE OF ENTERED ORDER AND SERVICE LIST**

3
4 Notice is given by the court that a judgment or order entitled **ORDER AUTHORIZING AND APPROVING**
5 **(A) THE ADEQUACY OF THE FIRST AMENDED DISCLOSURE STATEMENT IN SUPPORT OF THE**
6 **DEBTOR'S FIRST AMENDED PLAN OF LIQUIDATION, (B) THE FORM, SCOPE, AND NATURE OF**
7 **SOLICITATION, BALLOTING, TABULATION, AND NOTICES WITH RESPECT THERETO; AND (C)**
8 **RELATED CONFIRMATION PROCEDURES AND DEADLINES** was entered on the date indicated as
9 Entered on the first page of this judgment or order and will be served in the manner indicated below:

10 **I. SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF)** Pursuant to controlling
11 General Order(s) and Local Bankruptcy Rule(s), the foregoing document was served on the following
12 person(s) by the court via NEF and hyperlink to the judgment or order. As of July 06, 2011, the following
13 person(s) are currently on the Electronic Mail Notice List for this bankruptcy case or adversary proceeding
14 to receive NEF transmission at the email address(es) indicated below.

15 Brian D Fittipaldi brian.fittipaldi@usdoj.gov
16 Sameer K Kapoor skapoor@kilpatrickstockton.com
17 John W Kim jkim@nossaman.com
18 Todd C Meyers tmeyers@kilpatrickstockton.com
19 Shane G Ramsey sramsey@kilpatrickstockton.com
20 Christopher O Rivas crivas@reedsmith.com
21 Valerie Strumwasser vstrumwasser@nossaman.com
22 United States Trustee (ND) ustpregion16.nd.ecf@usdoj.gov

23 Service information continued on attached page

24
25 **II. SERVED BY THE COURT VIA U.S. MAIL:** A copy of this notice and a true copy of this judgment or order
26 was sent by United States Mail, first class, postage prepaid, to the following person(s) and/or entity(ies) at the
27 address(es) indicated below:

28 Service information continued on attached page

29
30 **III. TO BE SERVED BY THE LODGING PARTY:** Within 72 hours after receipt of a copy of this judgment or
31 order which bears an Entered stamp, the party lodging the judgment or order will serve a complete copy
32 bearing an Entered stamp by U.S. Mail, overnight mail, facsimile transmission or email and file a proof of
33 service of the entered order on the following person(s) and/or entity(ies) at the address(es), facsimile
34 transmission number(s), and/or email address(es) indicated below:

35 Service information continued on attached page

1 **II. TO BE SERVED BY THE LODGING PARTY (Continued)**

2 **Debtor**

3 Harrington West Financial Group, Inc.
4 c/o Kerry Steele
5 PO Box 442
6 Solvang, CA 93464

Delaware Franchise Tax Board
Divisions of Corporations
PO Box 898
Dover, DE 19903

5 **U.S. Trustee**

6 Office of the United States Trustee
7 Attn: Brian Fittipaldi
8 21051 Warner Center Lane, Suite 115
9 Woodland Hills, CA 91367

Internal Revenue Service
P.O. Box 7346
Philadelphia, PA 19101-7346

8 **All Top 20 Unsecured Creditors**

9 American Express
10 P.O. Box 0001
11 Los Angeles, CA 90096

Los Padres Bank
c/o Federal Deposit Insurance Corp
Allan H. Ickowitz, Esq.
John W. Kim, Esq.
Valerie A. Strumwasser, Esq.
Nossaman LLP
445 S. Figueroa Street, 31st Floor
Los Angeles, CA 90071-1602

American Stock Transfer
Attn: General Counsel
6201 15th Avenue
Brooklyn, NY 11219

Mediant Communications LLC
P.O. Box 542
Saddle Brook, NJ 07663

13 Broadridge
14 Investor Communication
15 P.O. Box 23487
16 Newark, NJ 07189

Reitner Stuart Moore
641 Higuera St Ste 302
San Luis Obispo, CA 93401-3537

16 Business Wire
17 Department 34182
18 P.O. Box 39000
19 San Francisco, CA 94139

Sprint
P.O. Box 219100
Kansas City, MO 64121

18 CDW
19 P.O. Box 75723
20 Chicago, IL 60675

Wells Fargo Bank, National Association
c/o Eric A. Schaffer, Esq.
Reed Smith LLP
225 Fifth Avenue
Suite 1200
Pittsburgh, PA 15222

20 Central Coast Image
21 P.O. Box 139
22 2030 Viborg, No. 10
23 Solvang, CA 93464

Wilmington Trust Company (Served via NEF)
c/o Todd C. Meyers
Kilpatrick Stockton LLP
1100 Peachtree Street
Suite 2800
Atlanta, GA 30309-4528