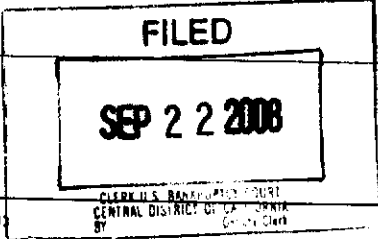


UNITED STATES BANKRUPTCY COURT – CENTRAL DISTRICT OF CALIFORNIA		PROOF OF CLAIM
Name of Debtor: <input checked="" type="checkbox"/> JAMES C. GIANULIAS <input type="checkbox"/> CAMEO HOMES,		Case Number: 8:08-13150 RK 8:08-13151 RK
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (The person or other entity to whom the debtor owes money or property): Procopio, Cory, Hargreaves & Savitch LLP		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ (if known) Filed on: _____
Name and address where notices should be sent: Cathy Locke 530 B Street, Suite 2100 San Diego, CA 92101 Telephone No. 619.515.3203		
Name and address where payment should be sent (if different from above): Same as above Telephone No.		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
1. Amount of Claim as of Date Case Filed: \$ 3,752.50 If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or charges		
2. Basis for Claim: <u>Services performed</u> (See instruction #2a on reverse side.)		5. Amount of claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim fails in one of the following categories, check the box and state the amount. Specify the priority of the claim. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Wages, salaries, or commission (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, which ever is earlier -- 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan -- 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use -- 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units -- 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other -- Specify applicable paragraph of 11 U.S.C. § 507(a)(____). Amount entitled to priority: \$ _____ * Amounts are subject to adjustment on 4/1/20 and every 3 years thereafter with response to cases commenced on or after the date of adjustment.
3. Last four digits of any number by which creditor identifies debtor: <u>115189-01</u> 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)		
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate: _____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for Perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____		
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENT MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:		
Date: 9/17/08	/s/ Cathy Locke <i>Cathy Locke</i> Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.	FOR COURT USE ONLY





530 B Street • Suite 2100 • San Diego, California 92101-4469
Telephone 619-238-1900 • Fax 619-235-0398
www.procopio.com

Cameo Homes
c/o Steve Howard
1105 Quail Street
Newport Beach, CA 92660

July 23, 2008
Invoice #: 339186
Client Matter #: 115189-000001-JJL

TAX ID: 95-1634364

Re: MURRIETA 180

For Professional Services Rendered Through June 30, 2008

BALANCE FORWARD	\$3,951.57
PAYMENTS RECEIVED	-\$3,951.57
TOTAL FEES	\$3,752.50
TOTAL THIS INVOICE	<u>\$3,752.50</u>
TOTAL AMOUNT DUE	<u>\$3,752.50</u>

DUE AND PAYABLE UPON RECEIPT.

Cameo Homes
c/o Steve Howard
1105 Quail Street
Newport Beach, CA 92660

July 23, 2008
Invoice #: 339186
Client Matter #: 115189-000001-JJL

TAX ID: 95-1634364

Re: MURRIETA 180

For Professional Services Rendered Through June 30, 2008

Fees

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
06/03/08	JJL	Call to Mr. Klinefelter to discuss working on Mitigation & Monitoring Plan.	0.20	95.00
06/04/08	JJL	Start review of 401 certification to determine missing elements of final mitigation plan.	0.60	285.00
06/06/08	JJL	Call to Mr. Klinefelter to discuss issues related to Murietta 180 mitigation; follow up call to Mr. Klinefelter regarding working on final Mitigation & Monitoring Plan.	0.30	142.50
06/09/08	JJL	Call from Ms. Frakes in response to inquiry as to whether there have been any construction related impacts at development site; follow up with Regional Board on 401 being modified.	0.50	237.50
06/10/08	JJL	Call from Mr. Klinefelter; call to Ms. Guerrero; call to PCR to discuss draft Mitigation & Monitoring Plan and possibility of working on final Mitigation & Monitoring Plan.	0.80	380.00
06/11/08	JJL	Call to Ms. Guerrero; calls to and from Ms. Frakes to discuss PCR and Mitigation & Monitoring Plan.	0.40	190.00
06/11/08	JJL	Call from Ms. Mills on 401 certification issues.	0.20	95.00
06/12/08	JJL	Follow up call to Ms. Mills.	0.10	47.50
06/13/08	JJL	Call from Ms. Mills on request for certification continuance and advise client.	0.30	142.50

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
06/17/08	JJL	Call from and to Ms. Frakes; call to bankruptcy attorney to discuss options and implications.	0.30	142.50
06/17/08	JJL	Call from and to Ms. Frakes; call to Mr. Gianulis' attorney, Mr. Bidwell; draft letter to Ms. Mills at Regional Board and send to client for review and approval.	0.60	285.00
06/18/08	JJL	Review all conditions in 401 certification for a discussion with Mr. Gianulis' bankruptcy counsel; call to Attorney LaBell; email to Ms. Frakes.	0.80	380.00
06/19/08	JJL	Emails from and to Ms. Frakes; revise, finalize and send letter to Ms. Mills at Regional Board requesting holding 401 in abeyance; call from Attorney Friedman on bankruptcy matters.	0.80	380.00
06/20/08	JJL	Conference call with bankruptcy counsel and Ms. Frakes on strategy with Regional Board; call to Ms. Guerrero on 401 issue.	0.30	142.50
06/23/08	JJL	Email from and call to Ms. Mills at Regional Board to obtain clarification on 401 certification notice; email to client.	0.40	190.00
06/24/08	JJL	Call to Ms. Frakes; call to Attorneys LaBell and Friedman; call from Ms. Mills at Regional Board; email to Ms. Frakes to provide summary.	1.30	617.50
<u>SERVICES TOTAL</u>				<u>\$3,752.50</u>

TOTAL THIS INVOICE	\$3,752.50
BALANCE FORWARD	\$3,951.57
PAYMENTS RECEIVED	-\$3,951.57
TOTAL AMOUNT DUE	<u>\$3,752.50</u>



530 B Street • Suite 2100 • San Diego, California 92101-4469
Telephone 619-238-1900 • Fax 619-235-0398
www.procopio.com

Cameo Homes
c/o Steve Howard
1105 Quail Street
Newport Beach, CA 92660

July 23, 2008
Invoice #: 339186
Client Matter #: 115189-000001-JJL

TAX ID: 95-1634364

Re: MURRIETA 180

REMITTANCE COPY

For Professional Services Rendered Through June 30, 2008

BALANCE FORWARD	\$3,951.57
PAYMENTS RECEIVED	-\$3,951.57
TOTAL FEES	\$3,752.50
TOTAL THIS INVOICE	<u>\$3,752.50</u>
TOTAL AMOUNT DUE	<u>\$3,752.50</u>

DUE AND PAYABLE UPON RECEIPT.

PLEASE RETURN THIS COPY WITH YOUR PAYMENT.

Credit Card Payment

(Please complete and mail in return envelope or fax to (619) 235-0398 if you would like to pay by credit card). Visa, MasterCard, American Express and Discover Cards accepted.

Amount to be charged: _____
Type of Card (Visa, etc): _____
Card Number _____ Expiration Date: _____
3 Digit # on back of credit card located in signature block: _____
Cardholder Name: _____
Card Mailing Address: _____
Cardholder Signature: _____

Central District Of California Claims Register

8:08-bk-13150-RK James C Gianulias CASE CONVERTED on 07/02/2008

Judge: Robert N. Kwan **Chapter:** 11
Office: Santa Ana **Last Date to file claims:** 11/12/2008
Trustee: **Last Date to file (Govt):**

<i>Creditor:</i> (20813039) Procopio, Cory, Hargreaves & Savitch LLP 530 B street, Ste 2100 San Diego, CA 92101	Claim No: 8 <i>Filed:</i> 09/22/2008 <i>Entered:</i> 09/25/2008	<i>Status:</i> <i>Filed by:</i> CR <i>Entered by:</i> Varela, Ben <i>Modified:</i>
Unsecured claimed: \$3752.50 Total claimed: \$3752.50		
<i>History:</i> 8-1 09/22/2008 Claim #8 filed by Procopio, Cory, Hargreaves & Savitch LLP , total amount claimed: \$3752.5 (Varela, Ben)		
<i>Description:</i>		
<i>Remarks:</i>		

Claims Register Summary