

Attorney or Professional Name, Address, Telephone and FAX VICTOR A. SAHN (CA Bar No. 97299) ELISSA D. MILLER (CA Bar No. 120029) DANIEL A. LEV (CA Bar No. 129622) SULMEYERKUPETZ 333 South Hope Street, Thirty-Fifth Floor Los Angeles, California 90071 Telephone: (213) 629-2311 Facsimile No.: (213) 629-4520	
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: JAMES C. GIANULIAS In re: CAMEO HOMES, a California corporation	Chapter 11 Case Number 8:08-bk-13150-RK & 8:08-bk-13151-RK Professional Fee Statement Number: 15 Month of: October 2009

1. Name of Professional:	SulmeyerKupetz
2. Date of entry of order approving employment of the professional:	September 18, 2008
3. Total amount of pre-petition payments received by the professional:	\$0
4. Less: Total amount of pre-petition services rendered and expenses:	-0-
5. Balance of funds remaining on date of filing of petition:	\$0
6. Less: Total amount of all services rendered per prior fee statements: (Line 6 is not used when filing Statement Number 1).	-1,279,559.80
7. Less: Total amount of services and expenses this reporting period:	21,517.33
8. Balance of funds remaining for next reporting period:	\$0

DETAILED DOCUMENTATION SUPPORTING THE PROFESSIONAL FEES EARNED AND THE EXPENSES INCURRED DURING THIS REPORTING PERIOD HAS BEEN SERVED ON THE UNITED STATES TRUSTEE. A COPY OF THE DETAILED DOCUMENTATION WILL BE PROVIDED BY THE PROFESSIONAL TO ANY PARTY UPON REQUEST. FEES AND COSTS WILL BE WITHDRAWN FROM THE TRUST ACCOUNT IN THE AMOUNT STATED IN ITEM 7 ABOVE UNLESS AN OBJECTION IS FILED WITH THE CLERK OF THE COURT AND SERVED ON THE PROFESSIONAL NAMED ABOVE WITHIN 10 DAYS FROM THE DATE OF SERVICE OF THIS STATEMENT. **SERVED NOVEMBER 16, 2009**

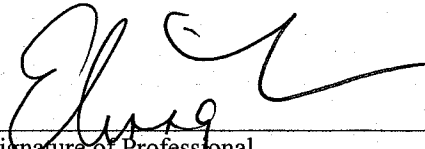
9. Total number of pages attached hereto:	7
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The above is a true and correct statement of fees earned and expenses incurred during the indicated reporting period.

Dated: November 16, 2009

Elissa D. Miller/SulmeyerKupetz, APC

Type Name of Professional


Signature of Professional

Type Name of Attorney for Professional (if applicable)

Signature of Attorney for Professional (if applicable)

SulmeyerKupetz

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW SINCE 1952

TAX ID # 95-2585799

Creditors Comm For James C. Gianulias
And Cameo Homes, Inc.

Invoice 2410572
November 13, 2009

Re: Creditor's Committee For James C. Gianulias
ID: 9540-0001 - EDM

For Services Rendered Through October 31, 2009

Balance Forward	607,920.61
Current Fees	19,575.00
Current Disbursements	1,942.33
Total Current Charges	21,517.33

Total Due	629,437.94
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Open Invoices				
Invoice Date	Invoice Number	Original Amount	Payments and Credits	Balance
12/31/08	34385	118,398.95	90,752.07	27,646.88
01/14/09	34393	98,892.50	74,948.76	23,943.74
07/21/09	2409997	615,497.49	203,715.68	411,781.81
08/25/09	2410162	71,020.47	5,395.47	65,625.00
09/29/09	2410364	46,136.84	0.00	46,136.84
10/23/09	2410469	32,786.34	0.00	32,786.34
				607,920.61

Aged Accounts Receivable					
	0-30	31-60	61-90	91+	Total Due
Totals	54,303.67	46,136.84	65,625.00	463,372.43	629,437.94

SulmeyerKupetz, apc

Creditors Comm For James C. Gianulias
Re: Creditor's Committee For James C. Gianul
I.D. 9540-0001 - EDM

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Invoice 2410572
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Fees				
Date	Atty	Description	Hours	Amount
10/01/09	DAL	Review comments of Mr. Friedman to revised and amended term sheet re proposed consensual plan of reorganization and conferred with Ms. Miller and Mr. Sahn re manner of proceeding re same	0.50	187.50
10/01/09	DAL	Telephone conference with Ms. Houston re issues re comments of Mr. Friedman to revised and amended term sheet re proposed consensual plan of reorganization and manner of proceeding re same	0.30	112.50
10/05/09	VAS	Phone with Debtors' counsel and with Committee representatives regarding Term Sheet, objections and related matters	2.90	1,087.50
10/07/09	EDM	Participate in Committee call re termsheet	1.30	487.50
10/07/09	EDM	Telephone conference with debtors regard required changes to the term sheet	2.40	900.00
10/07/09	VAS	Committee conference call and call with Debtors' representatives regarding term sheet and revisions thereto, and preparation and review of revisions	3.80	1,425.00
10/07/09	DAL	Correspondence to Creditors Committee re proposed meeting re proposed term sheet re proposed consensual plan of reorganization and manner of proceeding re same	0.30	112.50
10/07/09	DAL	Conferred with Mr. Sahn and Ms. Miller re issues re proposed term sheet re proposed consensual plan of reorganization and manner of proceeding re same	0.70	262.50
10/07/09	DAL	Review and analyze correspondence from Ms. Houston re issues re proposed term sheet re proposed consensual plan of reorganization and manner of proceeding re same	0.10	37.50
10/07/09	DAL	Correspondence to Ms. Houston re issues re proposed term sheet re proposed consensual plan of reorganization and manner of proceeding re same	0.20	75.00
10/07/09	DAL	Preparation for and attendance at Creditors Committee meeting re proposed term sheet re proposed consensual plan of reorganization and manner of proceeding re same	1.30	487.50
10/07/09	DAL	Review revised term sheet re proposed consensual plan of reorganization and analyze issues raised therein re manner of proceeding re same	0.50	187.50
10/08/09	EDM	Exchange correspondence with and Telephone conference with creditors committee members regarding final term sheet and agreement to same	0.60	225.00
10/08/09	VAS	Attendance at hearing before Judge Kwan regarding Motion in Aid of Confirmation of Plan, Exclusivity Motion and related matters; travel to and from hearing	4.20	1,575.00
10/08/09	VAS	Multiple calls regarding settlement and related matters with Debtors' representatives, committee members, etc.	0.90	337.50
10/08/09	VAS	Phone Rob Goe regarding status	0.30	112.50
10/09/09	VAS	Term sheet, memorandum to committee and conference with Lance Jurich regarding same; review real estate issues	1.40	525.00
10/11/09	VAS	Term sheet and plan of reorganization issues	1.30	487.50

SulmeyerKupetz, apc

Creditors Comm For James C. Gianulias
Re: Creditor's Committee For James C. Gianul
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Date	Atty	Description	Hours	Amount
10/12/09	VAS	Plan issues in case, settlement of same and related matters	0.90	337.50
10/12/09	VAS	Review and begin outline of documentation needed to consummate transaction with Debtor	1.30	487.50
10/12/09	VAS	Phone with Committee members regarding settlement, and review debtor's disclosure statement regarding changes to it, information requirements, etc.	1.90	712.50
10/12/09	EDM	Review and approve draft order extending exclusivity date	0.20	75.00
10/14/09	VAS	Term sheet issues, review transactional issues regarding settlement and related matters	0.90	337.50
10/16/09	EDM	Exchange correspondence Gary Watts and John McFadden regarding entry on Gianulias MOR	0.30	112.50
10/16/09	EDM	Review and analysis of Monthly Operating reports	0.20	75.00
10/18/09	VAS	Documents regarding preparation of agreements re: resolution of disputes with Debtors	0.90	337.50
10/19/09	EDM	Review and comment on Disclosure Statement	1.60	600.00
10/19/09	VAS	Phone with client regarding status and with counsel regarding transactional documents, etc.	0.90	337.50
10/19/09	VAS	Phone with Michael Marx regarding transactional documents incident to documenting settlement with Debtors and email memoranda regarding same	0.70	262.50
10/20/09	VAS	Review and revise Disclosure Statement in connection with case and settlement	0.70	262.50
10/21/09	VAS	Transactional documents pertaining to Plan and Disclosure Statement	0.70	262.50
10/21/09	DAL	Review correspondence and pleadings from Mr. Herrera re proposed stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and analyze issues raised therein	0.30	112.50
10/21/09	DAL	Correspondence to Mr. Herrera re proposed revisions to stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re same	0.20	75.00
10/21/09	DAL	Telephone conference with Mr. Herrera re proposed revisions to stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re same	0.20	75.00
10/21/09	DAL	Review and analyze correspondence from Mr. Herrera re proposed revisions to stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re same	0.10	37.50
10/21/09	DAL	Continued preparation of appellant's opening brief re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc.	1.50	562.50
10/22/09	DAL	Preparation of proposed stipulation for further continuance of briefing schedule re appeal of order granting motion for relief from claims bar date	0.90	337.50

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Creditors Comm For James C. Gianulias

November 13, 2009

Re: Creditor's Committee For James C. Gianul

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Date	Atty	Description	Hours	Amount
		re claims of Deutsche Bank Berkshire Mortgage, Inc.		
10/22/09	DAL	Review and revise proposed stipulation for further continuance of briefing schedule re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc.	0.10	37.50
10/22/09	DAL	Correspondence to Mr. Herrera re proposed stipulation for further continuance of briefing schedule re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re same	0.20	75.00
10/22/09	DAL	Preparation of proposed order granting stipulation for further continuance of briefing schedule re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc.	0.40	150.00
10/22/09	DAL	Review and revise proposed order granting stipulation for further continuance of briefing schedule re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc.	0.10	37.50
10/22/09	DAL	Review and analyze correspondence and pleadings from Mr. Herrera re revised stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re execution and filing of same	0.10	37.50
10/22/09	DAL	Correspondence to Mr. Herrera re execution of revised stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re filing of same	0.20	75.00
10/22/09	DAL	Review and analyze correspondence and pleadings from Mr. Herrera re execution of stipulation for further continuance of briefing schedule re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re filing of same	0.10	37.50
10/22/09	DAL	Telephone conference with Mr. Herrera re execution of revised stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re filing of same	0.20	75.00
10/26/09	JMP	Meeting to discuss preparation of documentation in connection with term sheet	0.40	150.00
10/26/09	EDM	Conference with Jeff Pomerance and Victor A. Sahn regarding documentation of plan agreement	0.60	225.00
10/27/09	VAS	Communication with Committee members regarding status of case and review potential documents needed to consummate transaction with debtors	0.90	337.50
10/27/09	DAL	Review and analyze correspondence from Ms. Houston re issues re filing of amended disclosure statement and plan of reorganization and manner of proceeding re same	0.10	37.50
10/27/09	DAL	Correspondence to Ms. Houston re issues re filing of amended disclosure statement and plan of reorganization and manner of proceeding re same	0.20	75.00

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Creditors Comm For James C. Gianulias
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Date	Atty	Description	Hours	Amount
10/27/09	DAL	Telephone conferences with Ms. Houston re issues re filing of amended disclosure statement and plan of reorganization and manner of proceeding re same	0.30	112.50
10/27/09	JMP	Review Plan and Disclosure Statement and term sheet in connection with preparation of documentation as contemplated in Term Sheet	4.50	1,687.50
10/28/09	JMP	Continue review of Term Sheet and Abstracts of Ownership Interests in Portfolio Entities in connection with development of required documentation to implement Term Sheet	0.80	300.00
10/28/09	JMP	Prepare memorandum concerning overview of transaction (per Term Sheet) and suggested documentation required and accompanying Schematic Diagram of Contemplated Deal Structure with 2 scenarios relative to tax issues (pending further review with tax counsel)	2.20	825.00
10/28/09	JMP	Brief communication to Victor Sahn and Elissa Miller following contemplated meeting identifying issues requiring further clarification in connection with analysis of terms of Term Sheet and preparation of legal documentation	0.20	75.00
10/30/09	DAL	Correspondence to Mr. Herrera re status of revised stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re filing of same	0.20	75.00
10/30/09	DAL	Review and analyze correspondence from Mr. Herrera re status of revised stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re filing of same	0.10	37.50
10/30/09	DAL	Telephone conference with Mr. Herrera re status of revised stipulation memorializing settlement of issues re appeal of order granting motion for relief from claims bar date re claims of Deutsche Bank Berkshire Mortgage, Inc. and manner of proceeding re filing of same	0.20	75.00
10/30/09	VAS	Phone with Mark Wallace regarding Plan and tax issues	0.90	337.50
10/30/09	VAS	Review term sheet and documents necessary to effectuate settlement transaction	1.40	525.00
10/30/09	JMP	Brief meeting with Victor Sahn to discuss issues in connection with Term Sheet	0.30	112.50
10/30/09	JMP	Review communication from Victor Sahn regarding procurement of UCC insurance on behalf of creditor committee	0.10	37.50
Total Fees			52.20	19,575.00

Fee Recap

	Hours	Rate/Hour	Amount
Victor A. Sahn	26.90	375.00	10,087.50
Elissa D. Miller	7.20	375.00	2,700.00
Daniel Lev	9.60	375.00	3,600.00
Jeffrey M. Pomerance	8.50	375.00	3,187.50

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Creditors Comm For James C. Gianulias
Re: Creditor's Committee For James C. Gianul
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	Hours	Rate/Hour	Amount
Totals	52.20		19,575.00

Disbursements			
Date	Description	Cost Per Unit	Amount
10/05/09	Outside Professional Service; 2nd Mediation Expenses (Airplane Tickets, Parking, Car Rental & Meals); Michael Travis		967.62
10/09/09	Arbitration/Mediation Fees; expenses of Erin Austin; Erin Austin		771.03
	Reproduction Cost	\$.20	123.20
10/31/09	Postage		50.48
10/31/09	Telephone; CourtCall 10/12		30.00
Total Disbursements			1,942.33

Total Fees and Disbursements 21,517.33

Total Current Charges 21,517.33

Balance Forward 607,920.61

Total Amount Due 629,437.94

In re: JAMES C. GIANULIAS, and CAMEO HOMES, a California corporation Debtor(s).	CHAPTER: 11 CASE NUMBER: 8:08-bk-13150-RK
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NOTE: When using this form to indicate service of a proposed order, **DO NOT** list any person or entity in Category I. Proposed orders do not generate an NEF because only orders that have been entered are placed on a CM/ECF docket.

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:
333 South Hope Street, Thirty-Fifth Floor, Los Angeles, California 90071-1406

A true and correct copy of the foregoing document described as PROFESSIONAL FEE STATEMENT (NO. 15) 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 November 16, 2009, 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 e-mail address 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 November 16, 2009, 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 follow. 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.

The Honorable Robert Kwan
U.S. Bankruptcy Court
Ronald Reagan Federal Building
411 W. Fourth Street, Suite 5165
Santa Ana, CA 92701-4593

Office of the U.S. Trustee
Michael Hauser, Esq.
411 W. Fourth Street, #9041
Santa Ana, CA 92701-4593

Debtors
James C Gianulias and Cameo
Homes
1105 Quail Street
Newport Beach, CA 92660

☒ 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 mailing to 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.

November 16, 2009
Date

Andrea Gonzalez
Type Name

/s/ Andrea Gonzalez
Signature

In re:	CHAPTER: 11
JAMES C. GIANULIAS, and CAMEO HOMES, a California corporation	
Debtor(s).	CASE NUMBER: 8:08-bk-13150-RK

I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF") (cont'd):

John B Acierno ecfcacb@piteduncan.com
 Jess R Bressi jbreffi@coxcastle.com
 Frank Cadigan frank.cadigan@usdoj.gov
 Jon M Chatalian efile@pbgc.gov (RSN)
 Sean T Cork scork@ssd.com (RSN)
 Paul J Couchot pcouchot@winthropcouchot.com, pj@winthropcouchot.com
 Melissa Davis mdavis@shblp.com
 Susan S Davis sdavis@coxcastle.com
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 Timothy J Silverman tim@sgsslaw.com
 Derrick Talerico dtalerico@loeb.com, kpresson@loeb.com;ljurich@loeb.com
 James E Till jtill@milbank.com, CSolorzano@thelobelfirm.com
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 United States Trustee (SA) ustpreion16.sa.ecf@usdoj.gov
 Matthew S Walker matthew.walker@pillsburylaw.com,
 sue.hodges@pillsburylaw.com;pamela.breeden@pillsburylaw.com
 Joshua D Wayser joshua.wayser@kattenlaw.com
 Steven Werth swerth@sulmeyerlaw.com
 John H Wunsch. sandra.g.mcmasters@wellsfargo.com (RSN)

In re:

JAMES C. GIANULIAS, and CAMEO HOMES, a California corporation

Debtor(s).

CHAPTER: 11

CASE NUMBER: 8:08-bk-13150-RK

VIA U.S. MAIL (REQUESTS FOR SPECIAL NOTICE)**Attorneys for Bank Of The West**

Sue J. Hodges, Esq.
 Matthew S. Walker, Esq.
 Pillsbury Winthrop Saw Pittman LLP
 12255 El Camino Real, Suite 300
 San Diego, CA 92130-4088

Attorneys for California Bank & Trust

c/o Peter I. Duncan, Esq.
 Pyle Sims Duncan & Stevenson APC
 401 "B" Street, Suite 1500
 San Diego, CA 92101

Attorneys for PNC Bank, National Association

Gary W. Marsh, Esq.
 McKenna Long & Aldridge LLP
 303 Peachtree Street NE, Suite 5300
 Atlanta, GA 30308

Michael W. Immell and Charles H. Immell as trustee
 of the M and C Immell Revocable Trust dated March
 30, 1992

c/o Michael W. Immell
 611 Anton Boulevard, 14th Floor
 Costa Mesa, CA 92626-7681

Attorneys for Famille Holdings LP

Mark McClanathan, Esq.
 19800 MacArthur Boulevard, Suite 500
 Irvine, CA 92612-2435

Tian Gu

c/o Nathan Garn
 Parks and Oberhansley
 27250 Via Industria, Suite B
 Temecula, CA 92590

Midland Loan Services, Inc.

Attn: George Koppe
 10851 Mastin Blvd., Ste. 300
 Overland Park, KS 66210

Attorneys for Pacific Western Bank

Larry G. Ivanjack, Esq./David K. Eldan, Esq.
 Parker, Miliken, Clark, O'Hara & Samuelian
 555 South Flower Street, 30th Floor
 Los Angeles, CA 90071-2440

Attorneys Gateway Plastering, Inc.; Gateway Insulation, Inc.; and Captial Drywall, LP

Marc S. Hines, Esq./Katherine S. Agbayani, Esq.
 Hines Smith Carder
 3080 Bristol Street, Suite 540
 Costa Mesa, CA 92626

Phillip D. Hamilton and Janet L. Hamilton as co-
 trustees of the Hamilton Family Trust u/d/t dated
 7/11/90

c/o Phillip D. Hamilton
 760 West 16th St., Suite C
 Costa Mesa, CA 92627

Attorneys for Laing/Sequoia Partners LLC and South Banning Properties LLC

Perry D. Mocciaro, Esq./Susan S. Davis, Esq.
 Cox, Castle & Nicolson LLP
 2049 Century Park East, 28th Floor
 Los Angeles, CA 90067-3284

Patrick Fields, of Counsel

Squire, Sanders & Dempsey LLP
 555 South Flower Street, 31st Floor
 Los Angeles, CA 90071-2300

Attorneys for Deutsche Bank Mortgage, Inc.

Dennis B. Arnold, Esq.
 Gibson, Dunn & Crutcher LLP
 333 South Grand Avenue
 Los Angeles, CA 90071

Attorneys for Creditor Fasching Haus

Tim Pomeroy, Esq.
 Klinedinst PC
 501 W Broadway, Suite 600
 San Diego, CA 92101

In re:

JAMES C. GIANULIAS, and CAMEO HOMES, a California corporation

Debtor(s).

CHAPTER: 11

CASE NUMBER: 8:08-bk-13150-RK

Other Interested Parties:

Lanak & Hanna P C
400 N. Tustin Ave.
Santa Ana, CA 92705-3815

Lori Scott
1301 Fifth Ave. Ste 3100
Seattle, WA 98101

Lantex Landscape Architecture Inc.
28052 Camino Capistrano Ste 211
Laguna Niguel, CA 92677

Gateway Insulation, Inc.
c/o Hines Smith Carder
3080 Bristol St., Ste 540
Costa Mesa, CA 92626

PNC Bank, National Association
Polsinelli Shalton Flanigan Suelthaus PC
Daniel J. Flanigan
700 W. 47th St. Ste 1000
Kansas City, MO 64112