

FORM OF WRITTEN DIRECTION
[Debtor letterhead]

_____, 2010

VIA _____ AND OVERNIGHT MAIL

[PORTFOLIO ENTITY OR INTERMEDIATE ENTITY]

Re: Direction Letter In Connection with Security Agreement

To Whom It May Concern:

I am writing this letter ("**Written Instructions**") on behalf of the undersigned [Debtor] in connection with and pursuant to that certain Security Agreement (the "**Security Agreement**") among James C. Gianulias ("Gianulias"), James C. Gianulias, as Trustee of The James Chris Gianulias Trust (the "Trust"), and Cameo Homes, a California corporation ("Cameo") (each of Gianulias, the Trust and Cameo are individually referred to as "**Debtor**" and collectively, "**Debtors**"), on the first part, and Tom Seaman, as Trustee of the Creditors Trust for the benefit of the Unsecured Creditors of James C. Gianulias and Cameo Homes ("**Secured Party**").

This letter shall represent notice for all relevant terms pursuant to Section _____ of the [Operative Organizational Document with respect to such Portfolio Entity/Intermediate Entity (the "Organizational Document")] In connection therewith:

1. DESIGNATION OF PAYMENTS TO THE UNDERSIGNED [DEBTOR].

The [Portfolio Entity or Intermediate Entity] shall direct all payments owing to the undersigned [Debtor] to be deposited via wire transfer in the deposit account pursuant to the following wire transfer instructions, or via check or other instrument to be delivered to Mesa Management, Inc. in its capacity as disbursing agent for the benefit of Debtors and Secured Party pursuant to that certain Security Agreement, or to such other entity as directed in writing by the undersigned [Debtor] and Secured Party from time to time, for deposit.

(a) Wire Instructions:

(b) Address for Mesa Management, Inc.:

3. **IRREVOCABLE DIRECTIONS.** The undersigned [Debtor] hereby directs that any further directions, instructions or notices, whether written or oral or in any other medium, by any or all of the Debtors or any person or entity, which revoke, modify, amend, terminate or waive, or in any manner attempt to revoke, modify, amend, terminate or waive, any provision of these Written Instructions ("**Subsequent Inconsistent Instructions**") requires the prior written consent of Secured Party. .

DEBTOR:

In re: James C. Gianulias and Cameo Homes	CHAPTER 11
Debtor(s).	CASE NUMBER 8:08-bk-13150-RK

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:
840 Newport Center Drive, Suite 400, Newport Beach, CA 92660-6324

The foregoing document described as **DEBTORS' THIRD AMENDED PLAN OF REORGANIZATION (DATED: MAY 12, 2010)** 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 May 12, 2010, 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 May 12, 2010 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.*

☒ 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 May 12, 2010, 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.*

SERVED VIA PERSONAL DELIVERY

Chambers of Honorable Robert W. Kwan
United States Bankruptcy Court
411 W. Fourth Street
Santa Ana, CA 92701

Office of the United States Trustee
Attn: Michael Hauser, Esq.
411 W. Fourth Street, #9041
Santa Ana, CA 92701-4593

☐ 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.

<u>5/12/2010</u>	<u>Lori Gauthier</u>	<u>/s/ Lori Gauthier</u>
Date	Type Name	Signature

In re:
James C. Gianulias and Cameo Homes

CHAPTER 11

Debtor(s). CASE NUMBER 8:08-bk-13150-RK

SERVED VIA NOTICE OF ELECTRONIC FILING ("NEF")

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This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

In re:
James C. Gianulias and Cameo Homes

Debtor(s).

CHAPTER 11

CASE NUMBER 8:08-bk-13150-RK

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- Derrick Talerico dtalerico@loeb.com, kpresson@loeb.com;ljurich@loeb.com
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SERVED BY U.S. MAIL

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