

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF OKLAHOMA

**FILED**

AUG 19 2010

MICHAEL L. WILLIAMS, CLERK  
U.S. BANKRUPTCY COURT  
NORTHERN DISTRICT OF OKLAHOMA

IN RE:

RC SOONER HOLDINGS, LLC, et al.,<sup>1</sup>

Debtors.

Case No. 10-12185-R  
Chapter 11

(Jointly Administered)

**STIPULATION AND ORDER REGARDING CUSTODY OF EXHIBITS**

It is HEREBY STIPULATED AND ORDERED that:

- (1) counsel for the party who introduces exhibits into evidence at the hearing shall maintain custody of the original exhibits;
- (2) counsel maintaining custody of the original exhibits shall insure the integrity and availability of the exhibits until ninety (90) days after the case is closed; and
- (3) counsel maintaining custody of the original exhibits shall tender them to the Clerk in their original form in the event that such exhibits are designated as part of the record on appeal, or in the event that counsel can no longer maintain custody, integrity, or availability of the exhibits (i.e., change in location, retirement from practice, etc.).

A complete listing of all exhibits offered by each party is attached hereto.

SO ORDERED this 19th day of August, 2010.

  
DANAL L. RASURE  
UNITED STATES BANKRUPTCY JUDGE

STIPULATED AND AGREED TO:

  
Print Name: BRADON  
Attorney for Fanner Mac

  
Print Name: David H. Harold  
Attorney for DIPS

Print Name: \_\_\_\_\_  
Attorney for \_\_\_\_\_

Print Name: \_\_\_\_\_  
Attorney for \_\_\_\_\_

<sup>1</sup>The Debtors and the last four digits of their taxpayer identification numbers are: RC Sooner Holdings, LLC (7904); RC Brixton Square Owner, LLC (8002); RC Cedar Crest Owner, LLC (7914); RC Fulton Plaza Owner, LLC (8011); RC Magnolia Owner, LLC (7998); RC Pomeroy Park Owner, LLC (7939); RC Salida Owner, LLC (7947); RC Savannah South Owner, LLC (7983); RC Southern Hills Owner, LLC (7958); Brixton Square Apartments, LLC (1844); CC Apartments, LLC (1798); Fulton Plaza Apartments, LLC (4344); Magnolia Manor Apartments, LLC (4486); Pomeroy Park Apartments, LLC (1649); Salida Apartments, LLC (1915); Savannah South Apartments, LLC (8586); and Southern Hills Villa Apartments, LLC (1721). The business address for each of the Debtors where notices should be sent is 1515 Broadway, 11th Floor, New York, New York 10036-8901.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF OKLAHOMA**

In re:

RC SOONER HOLDINGS, LLC, et al.,<sup>1</sup>

Debtors.

Case No. 10-12185-R

Chapter 11

(Jointly Administered)

**FANNIE MAE'S EXHIBIT LIST FOR HEARING ON  
MOTION OF FANNIE MAE FOR AN ORDER COMPELLING  
DEBTORS' COMPLIANCE WITH THE STIPULATION AND  
CONSENT ORDER GRANTING MOTION OF FANNIE MAE FOR  
RELIEF FROM THE AUTOMATIC STAY PURSUANT TO  
11 U.S.C. § 362(d) AND RULE 4001 OF THE FEDERAL  
RULES OF BANKRUPTCY PROCEDURE**

**DATE OF HEARING:** August 19, 2010, at 9:30 A.M.

<b><u>EXHIBIT NUMBER</u></b>	<b><u>DESCRIPTION</u></b>
1	Court Docket sheet for 10-10528-BLS, Debtor – RC Sooner Holdings, LLC
2	Interim Order Authorizing Maintenance and Utilization of Debtors' Cash Management System and Bank Accounts, and Continued Use of Existing Business Forms
3	Final Order Authorizing Maintenance and Utilization of Debtors' Cash Management System and Bank Accounts, and Continued Use of Existing Business Forms
4	Interim Agreed Order (A) Authorizing Debtors In Possession to Use Cash

<sup>1</sup> The Debtors and the last four digits of their taxpayer identification numbers are: RC Sooner Holdings, LLC (7904); RC Brixton Square Owner, LLC (8002); RC Cedar Crest Owner, LLC (7914); RC Fulton Plaza Owner, LLC (8011); RC Magnolia Owner, LLC (7998); RC Pomeroy Park Owner, LLC (7939); RC Salida Owner, LLC (7947); RC Savannah South Owner, LLC (7983); RC Southern Hills Owner, LLC (7958); Brixton Square Apartments, LLC (1844); CC Apartments, LLC (1798); Fulton Plaza Apartments, LLC (4344); Magnolia Manor Apartments, LLC (4486); Pomeroy Park Apartments, LLC (1649); Salida Apartments, LLC (1915); Savannah South Apartments, LLC (8586); and Southern Hills Villa Apartments, LLC (1721).



	Collateral, (B) Granting Replacement Liens to Lender (C) Granting Adequate Protection, and (D) Scheduling a Final Hearing Thereon	
5	Third Interim Agreed Order (A) Authorizing Debtors In Possession to Use Cash Collateral, (B) Granting Replacement Liens to Lender (C) Granting Adequate Protection, and (D) Scheduling a Final Hearing Thereon	A
6	Fourth Interim Agreed Order (A) Authorizing Debtors In Possession to Use Cash Collateral, (B) Granting Replacement Liens to Lender (C) Granting Adequate Protection, and (D) Scheduling a Final Hearing Thereon	A
7	Initial Monthly Operating Report (Single Asset Real Estate Cases) – In re Brixton Square Apartments, LLC	A
8	Initial Monthly Operating Report (Single Asset Real Estate Cases) – In re CC Apartments LLC	A
9	Initial Monthly Operating Report (Single Asset Real Estate Cases) – In re Fulton Plaza Apartments LLC	A
10	Initial Monthly Operating Report (Single Asset Real Estate Cases) – In re Magnolia Manor Apartments LLC	A
11	Initial Monthly Operating Report (Single Asset Real Estate Cases) – In re Pomeroy Park Apartments LLC	A
12	Initial Monthly Operating Report (Single Asset Real Estate Cases) – In re Salida Apartments LLC	A
13	Initial Monthly Operating Report (Single Asset Real Estate Cases) – In re Savannah South Apartments LLC	A
14	Initial Monthly Operating Report (Single Asset Real Estate Cases) – In re Southern Hills Villa Apartments LLC	A
15	Statement of Operations - Single Asset Real Estate Cases: In re Brixton Square Apartments, LLC	A
16	Statement of Operations - Single Asset Real Estate Cases: In re Brixton Square Apartments, LLC	A
17	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Pomeroy Park Apartments, LLC	A
18	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re CC Apartments, LLC	A
19	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Savannah South Apartments, LLC	A
20	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Southern Hills Villa Apartments, LLC	A
21	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Brixton Square Apartments LLC	A
22	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Salida Apartments, LLC	A
23	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Magnolia Manor Apartments, LLC	A
24	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Fulton Plaza Apartments, LLC	A
25	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Salida Owner, LLC	A



26	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Southern Hills Owner, LLC	A
27	Second Interim Agreed Order (A) Authorizing Debtors In Possession to Use Cash Collateral, (B) Granting Replacement Liens to Lender (C) Granting Adequate Protection, and (D) Scheduling a Final Hearing Thereon	A <sup>1</sup>
28	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Magnolia Owner, LLC	A
29	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re Savannah South Owner, LLC	A
30	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re RC Fulton Plaza Owner, LLC	A
31	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re RC Brixton Square Owner, LLC	A
32	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re RC Cedar Crest Owner, LLC	A
33	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re RC Pomeroy Park Owner, LLC	A
34	Debtor's Standard Monthly Operating Report (Business) May, 2010 In re RC Sooner Holdings, LLC	A
35	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re Pomeroy Park Apartments, LLC	A
36	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re CC Apartments, LLC	A
37	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re Savannah South Apartments, LLC	A
38	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re Southern Hills Villa Apartments, LLC	A
39	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re Brixton Square Apartments, LLC	A
40	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re Salida Apartments, LLC	A
41	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re Magnolia Manor Apartments, LLC	A
42	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re Fulton Plaza Apartments, LLC	A
43	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re RC Salida Owner, LLC	A
44	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re RC Pomeroy Park Owner, LLC	A
45	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re RC Southern Hills Owner, LLC	A
46	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re RC Magnolia Owner, LLC	A
47	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re RC Savannah South Owner, LLC	A
48	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re RC	

	Fulton Plaza Owner, LLC	A
49	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re RC Brixton Square Owner, LLC	A
50	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re RC Cedar Crest Owner, LLC	A
51	Debtor's Standard Monthly Operating Report (Business) June, 2010 In re RC Sooner Holdings, LLC	A
52	May 14, 2010 Email from Christopher Chow to Counsel	A
<del>53</del>	May 20, 2010 Email from Christopher Chow to Rachel Mersky	<del>A</del> WD
54	June 4, 2010 Email from Christopher Chow to Rachel Mersky	A
55	October 29, 2009 LLC Purchase Agreement between Bradford Creek, LLC and RC Pomeroy Park Owner, LLC	A
56	RC Sooner Holdings, LLC Cash Flow Report for April, 2010	A
57	May 24, 2010 Farmers' letter to Jim Parrack re: Magnolia Manor Apartments, LLC	A
58	April 28, 2010 Tenant Summary (Pomeroy Park)	A
59	April 28, 2010 Tenant Directory (Fulton Apartments)	A
60	April 28, 2010 Tenant Ledger "Example of Ledger" for Pomeroy Property tenant	A
61	August, 2010 "Example" Housing Authority of the City of Tulsa – Direct Deposit Statement (Pomeroy Park)	A
62	August 9, 2010 "Example" Transaction List (Oklahoma Housing Finance Authority)	A

Dated: August 16, 2010.

DOERNER, SAUNDERS, DANIEL &  
ANDERSON, L.L.P.

/s/ Sam G. Bratton II

Sam G. Bratton II, OBA No. 19505

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*Attorneys for Fannie Mae*

1828442v1



FORM 9070-1 (Rasure) (10/07)

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF OKLAHOMA

JUDGE DANA L. RASURE

## EXHIBIT LIST

1 of 2

DATE OF HEARING: AUGUST 19, 2010IN RE: RC SOONER HOLDINGS, LLC et al.CASE NO. 10-12185-R

ADVERSARY NO. \_\_\_\_\_

EXHIBITS OF: \_\_\_\_\_

☒ Debtor ☐ Creditor ☐ Plaintiff ☐ Defendant ☐ Other

## EXHIBITS EXPECTED TO BE OFFERED

EXHIBIT NO.	IDENTIFICATION	OBJECTION	BASIS OF OBJECTION	ADMIT	DENY

## EXHIBITS THAT MAY BE OFFERED IF NEED ARISES

EXHIBIT NO.	IDENTIFICATION	OBJECTION	BASIS OF OBJECTION	ADMIT	DENY
D-1	5/7/10 EMAIL AND ATTACHMENT FROM C. CHOW TO J. PARRACK			A	
D-2	5/12/10-5/13/10 EMAIL CORRESPONDENCE BETWEEN C. CHOW & J. PARRACK			A	
D-3	5/19/10-5/20/10 EMAIL CORRESPONDENCE BETWEEN D. BORDON & J. PARRACK			A	
D-4	5/24/10 EMAIL AND ATTACHMENT FROM C. CHOW TO R. MERSKY			A	
D-5	6/1/10 EMAILS FROM C. CHOW TO R. MERSKY & J. PARRACK			A	
D-6	7/1/10 EMAIL CORRESPONDENCE BETWEEN C. CHOW & L. CARTER			A	
D-7	7/20/10 EMAILS FROM K. PATTAN TO J. PARRACK			A	

FORM 9070-1 (Rasure) (10/07)

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF OKLAHOMA**

**JUDGE DANA L. RASURE**

<b>EXHIBIT LIST</b>	2 of 2
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DATE OF HEARING: AUGUST 19, 2010IN RE: RC SOWER HOLDINGS, LLC et al.CASE NO. 10-12185-R ADVERSARY NO. \_\_\_\_\_

EXHIBITS OF: \_\_\_\_\_

☒ Debtor    ☐ Creditor    ☐ Plaintiff    ☐ Defendant    ☐ Other

**EXHIBITS EXPECTED TO BE OFFERED**

EXHIBIT NO.	IDENTIFICATION	OBJECTION	BASIS OF OBJECTION	ADMIT	DENY

**EXHIBITS THAT MAY BE OFFERED IF NEED ARISES**

EXHIBIT NO.	IDENTIFICATION	OBJECTION	BASIS OF OBJECTION	ADMIT	DENY
D-8	AFFIDAVIT OF GORGIN SHAIKOLIZ IN SUPPORT OF DEBTOR'S OBJECTION	x	hearsay		
D-9	R/S TO EMAIL AND ATTACHMENT FROM J. PORRACK TO D. HEAROLD			A	