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Proposed Counsel for the Official
Committee of Unsecured Creditors

FILED & ENTERED

OCT 22 2009

CLERK U.S. BANKRUPTCY COURT
Central District of California
BY jones DEPUTY CLERK

CHANGES MADE BY COURT

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA

RIVERSIDE DIVISION

In re: VINEYARD NATIONAL BANCORP, Debtor.	Case No. 6:09-26401-RN Chapter 11 **ORDER VESTING OFFICIAL COMMITTEE OF UNSECURED CREDITORS WITH AUTHORITY AND STANDING TO INVESTIGATE, BRING, MAINTAIN AND SETTLE CLAIMS**

Upon the Motion (the "Motion") of the Official Committee of Unsecured Creditors (the "Committee") of debtor and debtor-in-possession Vineyard National Bancorp (the "Debtor"), for Authority to Pursue Claims on Behalf of the Debtor's Estate and the supplement to the Motion (the "Supplement"), the Court having jurisdiction to consider the Motion and Supplement and the relief requested therein; due and proper notice of the Motion and the Supplement having been provided; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is

HEREBY ORDERED THAT:

1. The Motion and the Supplement are granted in all respects, except as herein stted.

2. All objections to the Motion and the Supplement not otherwise withdrawn are overruled.

3. The Committee is hereby granted and vested with authority and standing to investigate, bring, maintain and settle to the fullest extent, and may investigate, bring, maintain, and settle to the fullest extent, without further Order of the Court, any and all claims, causes of actions, rights, obligations, offsets, setoffs, and objections held by the Debtor and its estate against their respective directors, officers and shareholders, including but not limited to any "Claims" as defined in the Debtor's D&O insurance policy attached to the Motion (including any modifications, renewals and extensions thereof), and any claims against such directors, officers and shareholders that may be insured under any other policies (collectively, "Derivative Claims").

4. The Committee is authorized to investigate, bring, maintain, and settle such Derivative Claims as a derivative action on behalf of the Debtor and/or the Debtor's estate, for the benefit of the Debtor's creditors, shareholders and other parties in interest in this case, and hence the Debtor shall not act in such capacity.

5. The Committee is hereby granted and vested with authority and standing to investigate, bring, maintain and settle to the fullest extent, including the submission of proofs of loss as required by any applicable fidelity bonds, and may investigate, bring, maintain, to the fullest extent, without further Order of the Court, and settle, with the approval of this court, any and all claims, causes of actions, rights, obligations, offsets, setoffs, and objections held by the Debtor and its estate under such fidelity bonds, including but not limited to the Financial Institution Bond issued by St. Paul Mercury Insurance Company Policy No. 461PB0564, and/or against their respective directors, officers, employees and shareholders that may be insured under any such fidelity bonds.

6. The Committee is authorized to investigate, bring, maintain and settle any and all claims held by the Debtor and/or the Debtor's estate, including the submission of proofs of loss for such claims, under such fidelity bonds, including but not limited to the Financial Institution Bond issued by St. Paul Mercury Insurance Company Policy No. 461PB0564, and/or against their respective directors, officers, employees and shareholders that may be insured under any such fidelity bonds, for the benefit of the Debtor's creditors, shareholders and other parties in interest in this case, and hence the Debtor shall not act in such capacity.

7. In the foregoing capacity, the Committee shall have the right to complete access to, and review and use of, all documents in the possession, custody or control of the Debtor, and all documents in which the Debtor has an interest as property of the estate under Bankruptcy Code section 541, with the exception that the Committee will not have access to communications between the Debtor and its current counsel (Landau & Berger, LLP, Manatt, Phelps & Philips, LLP and Hogan & Hartson) to the extent those communications are subject to a claim of attorney client or work product privilege and were in connection with the Debtor's preparation of filing its chapter 11 petition or occurred since the filing of this bankruptcy case. Pursuant to Federal Rule of Evidence 502 and 11 U.S.C. section 105, the Committee's right to access, review and use such documents shall not waive any attorney client privilege, work product protection, or any other privilege or right of confidentiality in the documents in which the Debtor has possession, custody, control or an interest. The Committee's possession of such documents shall be subject to all applicable legal requirements. However, these requirements shall not relieve the Debtor of its obligation to turn over such documents to the Committee.

8. The Committee is authorized to take all actions necessary and appropriate to exercise the authority and standing granted to the Committee herein.

9. If the Committee arrives at a settlement with regard to the Derivative Claims and the claims under any applicable fidelity bonds, this settlement will be subject to the Court's review in accordance with Fed. R. Bankr. P. 9019.

10. The Committee shall serve a copy of this Order upon (i) the Office of the

United States Trustee, (ii) the Debtor and its counsel, and (iii) those persons who have requested notice pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure.

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DATED: October 22, 2009

United States Bankruptcy Judge

In re: VINEYARD NATIONAL BANCORP. Debtor(s).	CHAPTER 11 CASE NUMBER 09-26401-RN

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:

Winston & Strawn LLP
333 South Grand Avenue, 38th Floor
Los Angeles, CA 90071-1543

A true and correct copy of the foregoing document described as [Proposed] Order Vesting Official Committee of Unsecured Creditors With Authority and Standing To Investigate, Bring, Maintain and Settle Claims 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 October 21, 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 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.*

Hon. Richard M. Neiter
United States Bankruptcy Court
255 East Temple St., Suite 1652
Los Angeles, CA 90012
VIA FEDERAL EXPRESS

Intake Office
3420 Twelfth St., Room 125
Riverside, CA 92501-3819

VIA FEDERAL EXPRESS

☐ 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.

October 21, 2009	Reba Tessel	/s/ Reba Tessel
Date	*Type Name*	*Signature*

In re: VINEYARD NATIONAL BANCORP. Debtor(s).	CHAPTER 11 CASE NUMBER 09-26401-RN

ADDITIONAL SERVICE INFORMATION (if needed):

Debtor
Vineyard National Bancorp
4000 Barranca Parkway, Suite 250
Irvine, CA 92604

Counsel to the Debtor
Jon L.R. Dalberg
Landau & Berger LLP
1801 Century Park East, Suite 1460
Los Angeles, CA 90067

In re: VINEYARD NATIONAL BANCORP Debtor(s).	CHAPTER: 11 CASE NUMBER: 09-26401-RN

NOTE TO USERS OF THIS FORM:

1) Attach this form to the last page of a proposed Order or Judgment. Do not file as a separate document.
2) The title of the judgment or order and all service information must be filled in by the party lodging the order.
3) **Category I.** below: The United States trustee and case trustee (if any) will always be in this category.
4) **Category II.** below: List ONLY addresses for debtor (and attorney), movant (or attorney) and person/entity (or attorney) who filed an opposition to the requested relief. DO NOT list an address if person/entity is listed in category I.

NOTICE OF ENTERED ORDER AND SERVICE LIST

Notice is given by the court that a judgment or order entitled (*specify*) Order Vesting Official Committee of Unsecured Creditors with Authority and Standing to Investigate, Bring, Maintain and Settle Claims was entered on the date indicated as "Entered" on the first page of this judgment or order and will be served in the manner indicated below:

I. SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF") - Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s), the foregoing document was served on the following person(s) by the court via NEF and hyperlink to the judgment or order. As of October 21, 2009, the following person(s) are currently on the Electronic Mail Notice List for this bankruptcy case or adversary proceeding to receive NEF transmission at the email address(es) indicated below.

- timothy.j.farris@usdoj.gov
- rlandau@lblawllp.com
- jdalberg@lblawllp.com
- hbarron@winston.com

☐ Service information continued on attached page

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

☐ Service information continued on attached page

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

☒ Service information continued on attached page

In re: VINEYARD NATIONAL BANCORP Debtor(s).	CHAPTER: 11 CASE NUMBER: 09-26401-RN

ADDITIONAL SERVICE INFORMATION (if needed):

Request for Special Notice

John C. Grosvenor, Esq.
Manatt, Phelps & Phillips, LLP
695 Town Center Drive
Costa Mesa, CA 90064

Securities and Exchange Commission
Attn: Sarah D. Moyed
5670 Wilshire Boulevard, 11th Floor
Los Angeles, CA 90036

CERTIFICATE OF NOTICE

District/off: 0973-6 User: admin Page 1 of 1 Date Rcvd: Oct 22, 2009
Case: 09-26401 Form ID: pdf031 Total Noticed: 21

The following entities were noticed by first class mail on Oct 24, 2009.

db +Vineyard National Bancorp, 4000 Barranca Parkway, Ste 250, Irvine, CA 92604-1713
aty +Henkie F Barron, Winston & Strawn LLP, 333 S Grand Ave, 38th Flr, Los Angeles, CA 90071-1504
aty +Hydee J Mulichak, 3501 Jamboree Rd Ste 200, Newport Beach, CA 92660-2995
aty +Ivan L Kallick, 11355 W Olympic Blvd, Los Angeles, CA 90064-1631
aty Jeffrey W Broker, 18191 Von Karman Ave Ste 470, Irvine, CA 92612-7114
aty +Jesse S Finlayson, Finlayson & Williams, 15615 Alton Pkwy, Ste 250, Irvine, CA 92618-7308
aty +John W Mills, III, 1100 Peachtree St Ste 2800, Atlanta, GA 30309-4528
aty +Jon L Dalberg, Landau & Berger LLP, 1801 Century Park East Ste 1460, Los Angeles, CA 90067-2316
aty +Manatt Phelps & Phil, 11355 W Olympic Blvd, Los Angeles, CA 90064-1631
aty Marie C Pollio, Shipman and Goodwin LLP, One Constitution Plaza, Hartford, CT 06103-1919
aty +Proposed Counsel for Vineyard National Bancorp, Landau & Berger, 1801 Century Park East, Suite 1460, Los Angeles, CA 90067-2316
aty +Rodger M Landau, Landau & Berger LLP, 1801 Century Park E Ste 1460, Los Angeles, CA 90067-2316
aty +Sharon M Kopman, Landau & Berger LLP, 1801 Century Pk East, Ste.1460, Los Angeles, CA 90067-2316
aty +Timothy J Farris, 3685 Main St Ste 300, Riverside, CA 92501-2804
ust +United States Trustee (RS), 3685 Main Street, Suite 300, Riverside, CA 92501-2804
intp +FDIC as Receiver for Vineyard Bank National Associ, c/o Hydee J. Mulichak, Esq., Barry, Gardner & Kincannon, APC, 3501 Jamboree Road, Suite 200, Newport Beach, CA 92660-2995
intp +Jeffrey W Broker, 18191 Von Karman #470, Irvine, CA 92612-7114
crcm +Official Committee of Unsecured Creditors of Viney, 333 S. Grand Ave., Floor 38, Los Angeles, CA 90071-1504
cr +U.S. Bank National Association, As Trustee, c/o Shipman & Goodwin LLP, One Constitution Plaza, Hartford, CT 06103-1803, US
cr +Wilmington Trust Company, c/o John W. Mills, Esq., Todd C. Meyers, Esq., Kilpatrick Stockton LLP, 1100 Peachtree Street, NE, Atlanta, GA 30309-4530

The following entities were noticed by electronic transmission on Oct 23, 2009.

aty +E-mail/PDF: rmscedi@recoverycorp.com Oct 23 2009 06:17:26 Ramesh Singh, Recovery Management Systems Corp, 25 S E 2nd Ave Ste 1120, Miami, FL 33131-1605

TOTAL: 1

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

intp Courtesy NEF

TOTALS: 1, * 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Oct 24, 2009 **Signature:** Joseph Speetjens