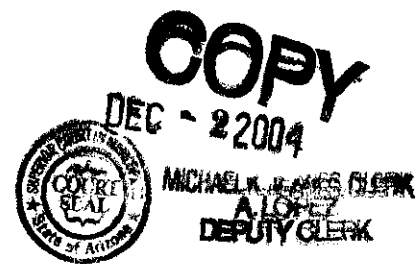


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Lawrence E. Wilk, #006510
JABURG & WILK, P.C.
3200 North Central Avenue., Suite 2000
Phoenix, Arizona 85012
(602) 248-1000

Attorneys for James C. Sell, Receiver



SUPERIOR COURT OF ARIZONA
MARICOPA COUNTY

ARIZONA CORPORATION COMMISSION,

Plaintiff,

v.

AMERICAN NATIONAL MORTGAGE
PARTNERS, L.L.C., et al.

Defendants.

Case No: CV2003-005724

**FIRST APPLICATION FOR EXPENSE
REIMBURSEMENT FOR CREDITORS'
COMMITTEE MEMBERS**

JABURG & WILK, P.C.
ATTORNEY AT LAW
3200 NORTH CENTRAL AVENUE
SUITE 2000
PHOENIX, ARIZONA 85012

The Official Committee of the Unsecured Creditors, (the "Committee"), hereby makes its First Application for Reimbursement of Expenses in the above-captioned case and shows the Court the following:

1. Since the commencement of this Action and the related Bankruptcy Cases, Lyman Davis, Jerry Zwack, and other members of the Committee have been active in assisting the Receiver and his Counsel to benefit the Estates and maximize any potential recovery to Creditors.

2. Specifically, the Committee has, among other things: (i) Attended numerous meetings with the Receiver, his Counsel and Debtors' Counsel to assist them in documenting and understanding the massive fraudulent schemes which the Debtors used to mislead and deceive their creditors; (ii) Attended multiple meetings with other Creditors to keep them apprised of the status of these Cases, and of Counsels' actions taken on their behalf; and (iii) Designed and

1 implemented a Website to decimate information to the Creditors regarding this action and the
2 related Bankruptcy Cases.

3 3. All of these activities were actual, necessary, and benefited the Estates.

4 4. As such, the Committee seeks the reimbursement of the actual expenses incurred
5 with respect to these activities, as well as, reimbursement for the associated allowed mileage
6 charges incurred by Committee Members.

7 5. Specifically, the Committee seeks the payment of the following general expenses
8 set forth in detail on Exhibit "A" annexed hereto:

9	General Costs incurred by Creditors Committee	\$10,455.55
10	Miscellaneous Office Supplies, Bank and Postage Fees	\$ 725.31
11	Mileage incurred by Lyman Davis	\$ 2,572.34
12	Mileage incurred by Jerry Zwack	\$ 1,909.22
13	Website	<u>\$ 7,198.50</u>
14	TOTAL:	\$22,860.92

15 6. The \$10,455.55 for *General Costs incurred by Creditors Committee* is comprised
16 principally of \$10,000 paid as a retainer to David Dow, Esq. of Mohr Hackett Pederson Blakley
17 & Randolph ("Mohr Hackett"), prior to their official appointment as Committee Counsel, and for
18 which, upon information and belief, Mohr Hackett has not submitted or received any payment
19 from this Court regarding any fees relating thereto. This amount shall be reimbursed to the
20 Committee from Mohr Hackett. The remaining \$455.55 is attributable to costs relating thereto.

21 7. The \$725.31 for *Miscellaneous Office Supplies, Bank and Postage Fees*, are costs
22 directly related to the activities described in Paragraph 3 above.

23 8. The \$2,572.43 for *Mileage incurred by Lyman Davis* was, upon information and
24 belief, incurred in connection with traveling to and from the activities described in Paragraph 3
25 above, and computed based on \$.36/mile. This amount, as well as those set forth in paragraphs
26 6, 7 and 10 are further supported by the Affidavit of Lyman Davis (the "Davis Affidavit"),
27 annexed hereto as Exhibit "B."
28

1 9. The \$1,909.22 for *Mileage incurred by Jerry Zwack* was, upon information and
2 belief, incurred in connection with traveling to and from the activities described in Paragraph 3
3 above, and computed based on \$.36/mile. This amount is further supported by the Affidavit of
4 Jerry Zwack, annexed to the Davis Affidavit as Exhibit "2."

5 10. The \$7,198.50 relating to the *Website* includes the Design, Setup, and Monthly
6 Hosting and Maintenance Charges associated with its operation through November 30, 2004.
7 The Invoice annexed hereto as Exhibit "C" shows such charges thru July 30, 2004.

8 11. In conclusion, the expenses and costs set forth above were actual, necessary and
9 benefited the Estate. Additionally, the underlying rates charged for such services were
10 reasonable when compared with similar rates and charges provided by similar companies and
11 service providers.

12
13 **WHEREFORE**, Applicant, the Committee, requests the Court enter an Order as follows:

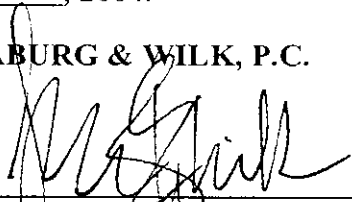
14 1. Approving the Committee's First Application for Reimbursement of Expenses in
15 the amount of \$22,860.92.

16 2. Authorizing and directing Mohr Hackett to reimburse the Committee the sum of
17 \$10,000; and

18 3. Authorizing and directing the Receiver to reimburse the Committee, for the
19 remaining \$12,860.92, at such time as there are sufficient funds in the Receivership Estate.
20

21 DATED this 30 day of November, 2004.

22
23 JABURG & WILK, P.C.

24 
25 _____
26 Lawrence E. Wilk
27 Attorneys for Receiver
28

1 Lawrence E. Wilk, #006510
2 **JABURG & WILK, P.C.**
3 3200 North Central Avenue, Suite 2000
4 Phoenix, Arizona 85012
5 (602) 248-1000

6 Attorneys for James C. Sell, Receiver

7 **SUPERIOR COURT OF ARIZONA**

8 **MARICOPA COUNTY**

9 ARIZONA CORPORATION COMMISSION,

Case No: CV2003-005724

10 Plaintiff,

**ORDER APPROVING FIRST
APPLICATION FOR EXPENSE
REIMBURSEMENT FOR CREDITORS'
COMMITTEE MEMBERS**

11 v.

12 AMERICAN NATIONAL MORTGAGE
13 PARTNERS, L.L.C., et al.

(Assigned to the Honorable J. Richard Gama)

14 Defendants.

15 The Official Committee of the Unsecured Creditors, (the "Committee"), having filed its
16 First Application for Reimbursement of Expenses, and, after notice, good cause appearing
17 therefore,

18 **IT IS ORDERED:**

19 1. Approving the Committee's First Application for Reimbursement of Expenses in
20 the amount of \$22,860.92.

21 2. Authorizing and directing Mohr Hackett to reimburse the Committee the sum of
22 \$10,000; and

23 3. Authorizing and directing the Receiver to reimburse the Committee, for the
24 remaining \$12,860.92, at such time as there are sufficient funds in the Receivership Estate.

25 DATED this ___ day of _____, _____.

26
27 _____
28 Honorable J. Richard Gama
Maricopa County Superior Court

EXHIBIT "A"

ANMP LENDERS COMMITTEE EXPENSES 09/22/04

<u>DATE</u>	<u>ITEM</u>	<u>DOLLAR AMOUNT</u>
04/08/03	CHECK ORDER	\$53.60
05/20/03	MOHR & HACKETT	\$10,000.00
05/20/03	POSTAGE	\$21.90
06/09/03	POSTAGE	\$41.39
06/01/03	BANK FEE	\$ 2.00
07/01/03	BANK FEE	\$ 2.00
07/05/03	JIM SELL POSTAGE ENVELOPES	\$84.60
07/11/03	POSTAGE, OFFICE SUPPLIES	\$42.11
08/01/03	BANK FEE	\$ 2.00
08/24/03	POSTAGE, COPIES, OFFICE SUPPLIES	\$79.95
09/01/03	BANK FEES	\$ 2.00
10/01/03	BANK FEE	\$ 2.00
11/02/03	BANK FEE	\$ 2.00
12/01/03	BANK FEE	\$ 2.00
01/01/04	BANK FEE	\$ 2.00
02/01/04	BANK FEE	\$ 2.00
03/01/04	BANK FEE	\$ 2.00
04/01/04	BANK FEE	\$ 2.00
05/01/04	BANK FEE	\$ 2.00
06/01/04	BANK FEE	\$ 2.00
07/01/04	BANK FEE	\$ 2.00
08/01/04	BANK FEE	\$ 2.00
09/01/04	BANK FEE	\$ 2.00
09/22/04	POSTAGE, OFFICE SUPPLIES	<u>\$100.00</u>
	TOTAL EXPENSES	\$10,455.55

ALL EXPENSES FOR ANMP LENDERS COMMITTEE
ARE AS FOLLOWS:

MISCELLANEOUS OFFICE SUPPLIES, POSTAGE BANK FEES	\$ 725.31
MILEAGE FOR JERRY ZWACK	\$1,909.22
MILEAGE FOR LYMAN DAVIS	<u>\$2,572.34</u>
TOTAL EXPENSES	\$15,106.87

EXHIBIT "B"

1 2. Since the filing of these Bankruptcy Cases, Jerry Zwack, myself, and other
2 members of the Creditors' Committee have been active in assisting Debtors' Counsel in any way
3 possible to benefit the Estates and maximize any potential recovery to Creditors.

4 3. Specifically, the Creditors' Committee has, among other things: (i) Attended
5 numerous meetings with Debtors' Counsel, Committee Counsel and James Sell to assist them in
6 documenting and understanding the massive fraudulent schemes which the Debtors used to
7 mislead and deceive their creditors; (ii) Attended multiple meetings with other Creditors to keep
8 them apprised of the status of these Cases, and of Counsels' actions taken on their behalf; (iii)
9 and Designed and implemented a Website to decimate information to the Creditors regarding
10 these Bankruptcy Cases.

11 4. All of these activities were actual, necessary, and benefited the Estates.

12 5. As such, the Committee seeks the reimbursement of the actual expenses incurred
13 with respect to these activities, as well as, reimbursement for the associated allowed mileage
14 charges incurred by Committee Members.

15 6. Specifically, the Committee seeks the payment of the following general expenses
16 set forth in detail on Exhibit "1" annexed hereto:

17	General Costs incurred by Creditors Committee	\$10,455.55
18	Miscellaneous Office Supplies, Bank and Postage Fees	\$ 725.31
19	Mileage incurred by Lyman Davis	\$ 2,572.34
20	Mileage incurred by Jerry Zwack	\$ 1,909.22
21	Website	<u>\$ 7,198.50</u>
22	TOTAL:	\$22,860.92

23 7. The \$10,455.55 for *General Costs incurred by Creditors Committee* is comprised
24 principally of \$10,000 paid as a retainer to David Dow, Esq. of Mor Hackett Pederson Blakley &
25 Randolph ("Mor Hackett"), prior to their official appointment as Committee Counsel, and for
26 which, upon information and belief, Mor Hackett has not submitted or received any payment
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28

1 from this Court regarding any fees relating thereto. The remaining \$455.55 is attributable to
2 costs relating thereto.

3 8. The \$725.31 for *Miscellaneous Office Supplies, Bank and Postage Fees*, are costs
4 directly related to the activities described in Paragraph 3 above.

5 9. The \$2,572.43 for *Mileage incurred by Lyman Davis* was incurred in connection
6 with traveling to and from the activities described in Paragraph 3 above, and has been computed
7 based on \$.36/mile.

8 10. The \$1,909.22 for *Mileage incurred by Jerry Zwack* was, upon information and
9 belief, incurred in connection with traveling to and from the activities described in Paragraph 3
10 above, and computed based on \$.36/mile. This amount is further supported by the Affidavit of
11 Jerry Zwack, annexed hereto as Exhibit "2."

12 11. The \$7,198.50 relating to the *Website* includes the Design, Setup, and Monthly
13 Hosting and Maintenance Charges associated with its operation through November 30, 2004.
14 The Invoice annexed hereto as Exhibit "3" shows such charges thru July 30, 2004.

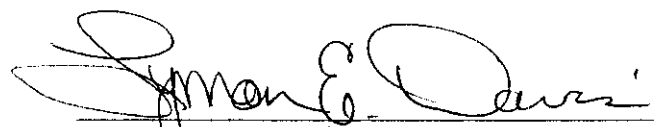
15 12. In conclusion, the expenses and costs set forth above were actual, necessary and
16 benefited the Estate. Additionally, the underlying rates charged for such services were
17 reasonable when compared with similar rates and charges provided by similar companies and
18 service providers.

JABURG & WILK, P.C.
ATTORNEYS AT LAW
3200 NORTH CENTRAL AVENUE
SUITE 2000
PHOENIX, ARIZONA 85012

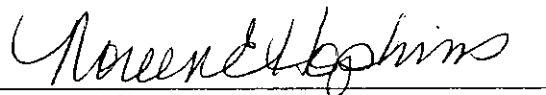
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13. Accordingly, Affiant respectfully requests that this Court grant the Application for Payment of Administrative Expenses.

DATED this 19th day of November, 2004.

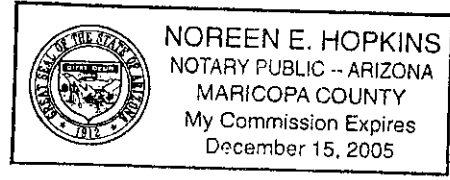

Lyman Davis

SUBSCRIBED AND SWORN to before me this 19 day of November, 2004.


Notary Public

My Commission Expires:

121505



JABURG & WILK, P.C.
ATTORNEYS AT LAW
3200 NORTH CENTRAL AVENUE
SUITE 2000
PHOENIX, ARIZONA 85012

ANMP LENDERS COMMITTEE EXPENSES 09/22/04

<u>DATE</u>	<u>ITEM</u>	<u>DOLLAR AMOUNT</u>
04/08/03	CHECK ORDER	\$53.60
05/20/03	MOHR & HACKETT	\$10,000.00
05/20/03	POSTAGE	\$21.90
06/09/03	POSTAGE	\$41.39
06/01/03	BANK FEE	\$ 2.00
07/01/03	BANK FEE	\$ 2.00
07/05/03	JIM SELL POSTAGE ENVELOPES	\$84.60
07/11/03	POSTAGE, OFFICE SUPPLIES	\$42.11
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08/24/03	POSTAGE, COPIES, OFFICE SUPPLIES	\$79.95
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04/01/04	BANK FEE	\$ 2.00
05/01/04	BANK FEE	\$ 2.00
06/01/04	BANK FEE	\$ 2.00
07/01/04	BANK FEE	\$ 2.00
08/01/04	BANK FEE	\$ 2.00
09/01/04	BANK FEE	\$ 2.00
09/22/04	POSTAGE, OFFICE SUPPLIES	<u>\$100.00</u>
	TOTAL EXPENSES	\$10,455.55

ALL EXPENSES FOR ANMP LENDERS COMMITTEE
ARE AS FOLLOWS:

MISCELLANEOUS OFFICE SUPPLIES, POSTAGE BANK FEES	\$ 725.31
MILEAGE FOR JERRY ZWACK	\$1,909.22
MILEAGE FOR LYMAN DAVIS	<u>\$2,572.34</u>
TOTAL EXPENSES	\$15,106.87

1 Lawrence E. Wilk, #006510
2 **JABURG & WILK, P.C.**
3 3200 North Central Avenue, Suite 2000
4 Phoenix, Arizona 85012
5 (602) 248-1000
6 e-mail lew@jaburgwilk.com

7 Michael Carmel, Esq. #007356
8 Law Offices of MICHAEL W. CARMEL, LTD
9 80 East Columbus Avenue
10 Phoenix, Arizona 85012-2334
11 (602) 264-4965
12 e-mail michael@mcarmellaw.com

13 Co Counsel for James C. Sell, Court appointed Receiver

14 UNITED STATES BANKRUPTCY COURT
15 DISTRICT OF ARIZONA

16 In re:
17 AMERICAN NATIONAL MORTGAGE
18 PARTNERS, LLC,
19 Debtor.

In Proceedings Under
Chapter 11

Case Nos: 03-03803 PHX RJH
03-03799 PHX RJH

**AFFIDAVIT IN SUPPORT OF
APPLICATION FOR PAYMENT OF
ADMINISTRATIVE EXPENSES**

20 In re:
21 ANMP 74TH ST., LLC,
22 Debtor.

23 STATE OF ARIZONA)
24) ss.
25 COUNTY OF MARICOPA)

26 Jerry Zwack, being duly sworn, states the following under the penalties of perjury:

27 1. I personally serve as one of the Members of the Official Committee of Unsecured
28 Creditors (the "Creditors' Committee") in the above-captioned Bankruptcy Cases, and as such,
have personal knowledge of the facts set forth herein.

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2. Since the filing of these Bankruptcy Cases, Lyman Davis, myself, and other members of the Creditors' Committee have been active in assisting Debtors' Counsel in any way possible to benefit the Estates and maximize any potential recovery to Creditors.

3. Specifically, the Creditors' Committee has, among other things: (i) Attended numerous meetings with Debtors' Counsel, Committee Counsel and James Sell to assist them in documenting and understanding the massive fraudulent schemes which the Debtors used to mislead and deceive their creditors; (ii) Attended multiple meetings with other Creditors to keep them apprised of the status of these Cases, and of Counsels' actions taken on their behalf; (iii) and Designed and implemented a Website to decimate information to the Creditors regarding these Bankruptcy Cases.

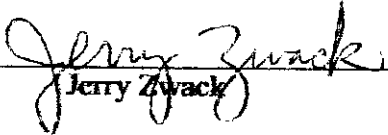
4. All of these activities were actual, necessary, and benefited the Estates.

5. In connection therewith, I have read the Affidavit of Lyman Davis seeking the reimbursement of the actual expenses incurred with respect to these activities, as well as, reimbursement for the associated allowed mileage charges incurred by Committee Members, and I concur with all of the assertions contained therein.

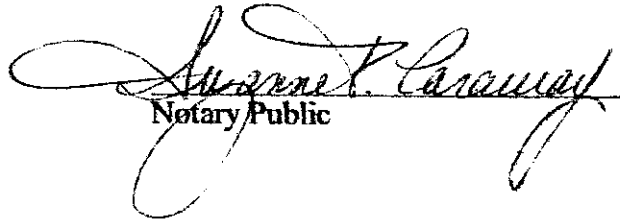
6. Additionally, with respect to the \$1,909.22 for *Mileage incurred by Jerry Zwack*, such mileage incurred in connection with traveling to and from the activities described in Paragraph 3 above, and computed based on \$.36/mile.

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2 7. Accordingly, Affiant respectfully requests that this Court grant the Application
3 for Payment of Administrative Expenses.
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6 DATED this 16 day of November, 2004.
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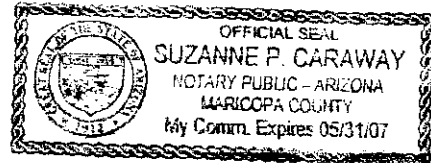
8 
9 Jerry Zwack

10 SUBSCRIBED AND SWORN to before me this 16 day of November, 2004.
11

12 
13 Suzanne P. Caraway
14 Notary Public

14 My Commission Expires:

15 05/31/2007
16
17



JARBERG & WILK, P.C.
ATTORNEYS AT LAW
3200 NORTH CENTRAL AVENUE
SUITE 2100
PHOENIX, ARIZONA 85012

EXHIBIT “C”

O.T.E. LLC

Invoice No. 3153

INVOICE

Customer

Name ANMP Lenders Committee - C/O Jerry Zwack
Address 10408 West Burns Drive
City Sun City State AZ ZIP 85351
Phone 623-583-8485

Misc

Date 6/14/2004
Order No. 09012003001
Rep Jonathan Towery
FCB

Qty	Description	Unit Price	TOTAL
1	Design of Website, and Initial Setup Fee	\$ 3,200.00	\$ 3,200.00
10	Web Hosting (September 03 - July 04) (200MB)	\$ 39.95	\$ 399.50
10	Monthly maintenance (September 03 - July 04)	\$ 199.95	\$ 1,999.50

Payment

Check

Remit PO Box 5894
Address: Kent, WA 98064

Payable To: O.T.E. LLC

Tax Rate(s)

SubTotal \$ 5,599.00
Shipping

TOTAL \$ 5,599.00

Office Use Only

NOTE: Jonathan D. Towery, Designer, performed all work in relation to this invoice. Any and all questions pertaining to the work performed is to be directed to the designer (253) 631-1994 x100. Any invoicing and payment questions, please contact the Billing Department at (888) 800-3220 x101. Thank you.

O.T.E. LLC * PO Box 5894 * Kent, WA * 98064

O.T.E. LLC

Invoice No. 3153

INVOICE**Customer**

Name ANMP Lenders Committee - C/O Jerry Zwack
Address 10408 West Burns Drive
City Sun City State AZ ZIP 85351
Phone 623-583-8485

Misc

Date 6/14/2004
Order No. 09012003001
Rep Jonathan Towery
FOB

Qty	Description
1	Design of Website, and Initial Setup Fee
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SubTotal \$ 5,599.00
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TOTAL \$ 5,599.00

Office Use Only

NOTE: Jonathan D. Towery, Designer, performed all work in relation to this invoice. Any and all questions pertaining to the work performed is to be directed to the designer (253) 631-1994 x100. Any invoicing and payment questions, please contact the Billing Department at (866) 800-3220 x101. Thank you.

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