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Co Counsel for James C. Sell, Court appointed Receiver

UNITED STATES BANKRUPTCY COURT
DISTRICT OF ARIZONA

In re:

AMERICAN NATIONAL MORTGAGE
PARTNERS, LLC,

Debtor.

In Proceedings Under
Chapter 11

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

OMNIBUS NOTICE OF TAYLOR COLEMAN'S:

- (1) MOTION TO APPROVE SETTLEMENT WITH ANMP UNSECURED CREDITORS' COMMITTEE
- (2) STIPULATION IN AID OF CONFIRMATION OF CHAPTER 13 PLAN
- (3) MODIFICATION OF CHAPTER 13 PLAN TO CONFORM TO STIPULATION
- (4) BAR DATE FOR OBJECTIONS TO MOTION TO APPROVE SETTLEMENT WITH ANMP UNSECURED CREDITORS' COMMITTEE
- (5) HEARING ON APPROVAL OF SETTLEMENT AND CONFIRMATION OF CHAPTER 13 PLAN

DATE: June 21, 2004
TIME: 1:30 P.M.
LOCATION: 2929 N. Central Ave.
Courtroom 3, 11th Floor

In re:

ANMP 74TH ST., LLC,

Debtor.

///

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

1 NOTICE IS HEREBY GIVEN that Taylor R. Coleman ("Coleman") has entered a
2 Stipulation in Aid of Confirmation of Chapter 13 Plan (the "Agreement") with New Castle and
3 Castle Realty, the reorganized debtors for Dexter Distributing Corporation and Real Estate
4 Holding Corporation; Castle Megastore Corporation; 3270 Gateway Street, L.L.C.; 613 East
5 Fairview Ave., L.L.C.; 300 East Camelback, L.L.C.; 222 N. 44th St., L.L.C.; ; 117-Dunlap,
6 L.L.C.; Silverdale Building, L.L.C.; East Sprague Avenue, L.L.C.; 1113 Progress Drive,
7 Medford, L.L.C.; 522 N. Columbia Center Blvd., L.L.C.; 9815 S.W. Capitol Highway, L.L.C.;
8 Deer Valley/26th Avenue, L.L.C.; 1851 E. Fifth Ave., L.L.C.; 5110 Central Avenue S.E., L.L.C.;
9 8315 East Apache Trail, L.L.C.; 6015 Tacoma Mall Blvd., L.L.C.; 7102 W. Roosevelt, L.L.C.;
10 Internet Fulfillment, L.L.C.; and Adult Web Fulfillment, L.L.C. (collectively, the "Castle
11 Debtors"); the ANMP Committee of Unsecured Creditors; Robert and Brianna Dellheim, Ralph
12 S. Vescio, Rudolph A. Ouwens and Pensco Pension Services FBO: Rudolph A. Ouwens, IRA;
13 and James R. Sell, as Receiver of American National Mortgage Partners, LLC and ANMP 74th
14 St., LLC and as Receiver for a number of affiliated entities subject to a receivership order entered
15 in a Maricopa County Superior Court proceeding Case No. 2003-005724 (the "Receiver").
16

17
18 Coleman has filed a Joint Motion to Approve Settlement (the "Motion"). The terms of the
19 Agreement are contingent upon confirmation of the Coleman First Amended Chapter 13 Plan
20 substantially in the form presented to the Court, subject only to modifications to incorporate the
21 terms of the Agreement. Pursuant to the Castle Debtors' Amended Plan of Reorganization (the
22 "Castle Plan"), any amounts payable by reason of the ANMP Claim under the Castle Plan are
23 payable to the Receiver for ultimate distribution pursuant to whatever distribution scheme may be
24 approved with respect to ANMP. Pursuant to the terms of the Agreement, the amount paid under
25 the Castle Plan by reason of the ANMP Claim shall be increased by \$2 million and paid in
26 accordance with the Castle Plan.
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1 If the Agreement is approved, the order confirming the Debtor's First Amended Chapter
2 13 Plan will modify that plan to incorporate the Agreement by including the following language
3 as part of the Debtor's First Amended Chapter 13 Plan:

4 Any Claim of an "ANMP Insider/Affiliate", "ANMP Investor", "ANMP Loan
5 Entity," or an "Affiliate" of those "Persons" as those terms are defined within the
6 Castle Plan, shall not receive distributions directly from the Debtor or the Castle
7 Debtors; rather, all such distributions by reason of the ANMP Claim that is
8 allowed under the Castle Plan, and as increased pursuant to the Stipulation in Aid
of Confirmation of Chapter 13 Plan filed in this case, shall be paid to the " ANMP
Receiver" as defined by the Castle Plan.

9 A Notice of Filing Joint Motion to Approve Coleman Settlement, which incorporates the
10 Stipulation in Aid of Confirmation of Chapter 13 Plan of Reorganization (the "Agreement") is on
11 file with the Clerk of the United States Bankruptcy Court, 2929 North Central Avenue, 9th Floor,
12 Phoenix Arizona 85012, and is available for review by any interested party. The documents can
13 also be viewed by accessing the United States Bankruptcy Court's electronic case filing (ECF)
14 website:

15 <http://ecf.azb.uscourts.gov>

16 or at:

17 <http://www.americannationalreceivership.com> or www.2beam.com/anmp.

18 PLEASE TAKE NOTICE that all objections to the Agreement and Motion must be filed
19 and a copy served on the following counsel:
20

21
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by 5:00 p.m. on June 16, 2004.

DATED this 24TH day of May, 2004.

JABURG & WILK, P.C.

/s/ 006510

Lawrence E. Wilk
Attorneys for James C. Sell,
Court appointed Receiver

COPY of the foregoing
Mailed this 24TH day of May, 2004.

Master Mailing List Attached Hereto

/S/ Tonica R. Swan