

EXHIBIT A

American National Mortgage Partners, LLC
Source of Funds To date
February 16, 2011

Accounting	Amount
Funds Transferred from 1st Receiver	291,067.70
Funds Transferred from Other ANMP Entities	28,852.39
Total Opening Balance	319,920.09
 Settlements	 6,117,615.34
Sale of Asset (Net) - 36th Street	4,285.37
Sale of Asset - Stan Learch Property at 5th Avenue	25,000.00
Sale of Asset - Atlas Mining Co. Stock	66,487.27
Sale of Asset - F&F	1,808.80
Sale of Asset - Guccione	967,748.59
Sale of Asset (Net) - Secluded Lane	730,391.22
Sale of Asset - Why USA stock	3,174.62
Total Sale of Assets	1,798,895.87
 Loans Payable	 504,323.00
Storage Fee Income	24,007.03
Interest Income	14,745.41
Dunning Retainer	14,000.00
Castle Board Fees	20,000.00
Refunds	5,786.93
 Grand Total	 8,819,293.67

American National Mortgage Partners, LLC
Use of Funds Todate
February 16, 2011

Accounting	Amount
Jaburg & Wilk - Expenses	942,267.76
Jaburg & Wilk - Legal Fees	2,796,736.41
Jaburg & Wilk - Trust	59,477.77
Michael Carmel - Legal Fees	565,973.10
Legal Fees - All Other	652,754.40
Total Legal Fees & Expenses	5,017,209.44
Receiver Fees - 1st Receiver	32,751.75
Receiver Fees - James C. Sell	1,831,261.56
Receiver Expenses	63,874.76
Total Receiver Fees & Expenses	1,927,888.07
Investor Distributions	626,105.61
Accounting	12,961.25
Accounting - Lois Folk	96,424.01
Accounting - Robert C. Hubbard	202,173.44
Other Professional Fees	49,722.62
Total Accounting & Other Professional	361,281.32
Loan Repayment	502,575.00
Computer/Technical	81,619.49
Storage Fees	81,943.95
Interest Expense	70,547.25
Bankruptcy Trustee Fees	69,925.00
Bond Insurance	27,500.00
Travel Expense	15,137.65
ANMP Committee Expense Reimbursement	12,860.92
Bank Service Charges	1,963.64
Building Repairs	791.62
Conference/Meeting Expense	612.39
Filing & Recording Fees	100.00
Miscellaneous Expense	1,090.83
Postage and Delivery	1,752.86
Printing and Reproduction	254.69
Supplies	771.52
Other Operating Expenses	7,337.55
Wages Due to Mary Barton	5,377.12
Flora Schule Settlement	5,000.00
Income Tax	2,004.20
Grand Total	8,814,312.57

EXHIBIT B



MEMORANDUM

To: Lyman Davis (via Fax: 480-545-8814)
Jim Sell (via E mail)

Cc: Chris Kaup (via E mail)
Chris Scharff (via E Mail)

From: Sierra Consulting Group LLC

Date: January 27, 2011

Re: Status of Dexter Liquidating Trust Issues as of December 31, 2010

This memo is intended to serve as an update on the status of the Dexter Liquidating Trust for the calendar year 2010. Several of these matters were discussed in detail in our last memo update.

1. AUGUST 2009 RENT AND AMENDED AND RESTATED LEASES AND ADDITIONAL RENT AGREEMENT

As previously discussed, Castle did not pay the August 2009 rent pursuant to an agreement made by Jim Sell and Mark Franks in July 2009 which was not approved by the bankruptcy court. The Trust went effective on July 31, 2009 and pursuant to the court approved Plan the Trust was to begin collecting rent from Castle commencing on August 1, 2009 and would then be responsible for paying the associated mortgages. The Trust has been attempting to obtain the August 2009 payment and correct the leases for over one and half years, but Castle has caused many delays. The revisions to the lease and the payment of the August rent was finally agreed to in May, 2010, but Castle is refusing to comply until the Alaska store is sold to Mark Franks (see below). Due to the Trust not receiving this \$117,000 in rent, it has created financial difficulties for the Trust, including the inability to pay bills as they come due.

2. ALASKA STORE

Mark Franks has agreed to purchase the Anchorage, Alaska property from the Trust for \$1,000,000. Originally Franks and the Trust agreed to have Franks assume the existing debt currently held by MidFirst Bank (approximately \$550,000), pay the August 2009 rent and have

the Trust finance the remaining purchase amount (approximately \$450,000 less his allowed admin claim of \$117,000). MidFirst Bank purchased the loan from the FDIC and it has been difficult to obtain their approval to the loan assumption and it is unlikely MidFirst will allow this to happen

Franks is currently attempting to find financing for the purchase price. It is anticipated that the Trust will obtain \$333,000 in net proceeds (less closing costs) - \$1,000,000 purchase price, less the payoff of \$550,000 less the amounts owed to Franks on his allowed administrative claim. In addition, Franks has agreed to pay the August rent at this time.

3. SILVERDALE

The Trust is currently in discussions with Castle and a possible new tenant, Harbor Freight (HF). Under the agreement, the Trust will terminate the month to month lease with Mattress Ranch (MR), Castle will perform Tenant Improvements (TI's) to the former MR space, eventually move into the former MR space, HF will then perform TI's to the former Castle Space and eventually move in. Castle has agree to pay rent on the entire building space until HF moves in and begins paying rent. Castle's monthly rent will be greatly decreased and the Trust will benefit by having a large national tenant in the majority of the space which will improve the building's marketability. The Trust is currently drafting up a MOU for Castle and the Trust to sign.

4. CLAIMS OBJECTION

The Trust has been working with legal counsel on the filing of objections to proofs of claims filed by the creditors. The following objections have been or will soon be filed:

- Critical Vendor claims – these are claims scheduled by the debtor that were paid in the ordinary course of business.
- Employee Wage Claims – Claims scheduled by the debtor for unpaid employee wages. All of these claims were paid in the ordinary course of business.
- Amended Claims – claims that were amended by a subsequently filed proof of claim.
- Objection to the variance between scheduled claims and proofs of claim filed by creditors.
- Claims in which the classification of proofs of claim does not match that of scheduled claims.
- Proofs of claim that do not correspond to a claim scheduled by the debtor.
- Other miscellaneous one off claims.

Other outstanding items in regards to claims.

- With the assistance from the original debtor, the Trust will analyze a number of claims with an unknown status.
- The Trust will confirm the allowed amount of several secured claims based on Castle real estate.

5. QUARTERLY OPERATING REPORTS

The Trust is required to file quarterly operating reports with the US Trustee's office. All reports have been filed and all quarterly fees have been paid. The next report for the 1st quarter of 2011 will be April 20th. The Trust has paid all of the US Trustee fees for 2010.

6. REPAIRS AT MULTIPLE LOCATIONS

Castle notified the Trust that HVAC, roof, parking lots and other repairs were required at several locations. Although the Trust does not believe that the leases require the Trust to pay for these repairs, the Trust has made repairs in good faith in the amount totaling \$57,885 over the last 12 months. According to the leases that were signed, the Trust is only responsible for capital improvements and the Trust believes that a lot of the requests coming from Castle are more repair and maintenance related which the Trust believes are the tenants responsibility.

7. FRIENDS INVESTORS LLC MORTGAGE RECONCILIATION

The loan made by Friends Investors LLC was poorly documented. The Trust negotiated a settlement with the lender but Castle objected to the terms. Castle did not provide any support for their objections for many months, but information was finally provided in May 2010. The Trust recognizes Castle's objection to be an estimated \$3,000 in increased interest over the life on the loan due to the \$78,104.87 settlement amount being amortized, and no longer a balloon payment. The Trust is waiting for Brett Fredericks to review the information provided by the Trust on December 21, 2010 to attempt to resolve the discrepancies and bring the issue to a conclusion.

8. TERMINATION OF 401(K)

Upon learning that the 401(k) plan for the Bankrupt Castle entity was never terminated, the Trust is still working with the attorneys for Castle to have the Plan terminated and all funds disbursed.

9. VERN SCHWEIGERT/BILTMORE LITIGATION

The Trust is currently litigating the fraudulent conveyance and preference actions against Biltmore Associates / Vern Schweigert as well as Judith Van Rossum as well as the administrative claims filed by Biltmore. We are in the discovery phases and depositions are being taken and documents are being exchanged. A hearing on these matters is not expected until the second half of 2011. Quarles & Brady has been hired by the Trust to handle this litigation.

10. PROPERTY INSPECTIONS

Several lenders require annual appraisals, and the insurance carrier requires inspections. The Trust has been coordinating with Castle and third party tenants to provide the necessary access and has completed several inspections.

11. PROPERTY SALES

The Trust is in the process of preparing information packages on each store to be sent out to potential buyers or interested parties. Pursuant to the Plan, the Trust needs to dispose of all real property assets within 5 years and we will be approaching the 2 year mark on July 31, 2011. Given today's real estate market, we anticipate that it will take a while to sell these assets so we are preparing the stores for sale.

Financial Issues

Please see the attached draft financial statements for the period from January 1, 2010 through December 31, 2010. We have only estimated the bankruptcy claims that are reflected on the balance sheet as well as the estimated the values of the real property. The mortgages balances on the balance sheet are accurate except where we have not been able to get accurate amortization schedules from the lender then estimates were used.

Of the \$340,000 that the Trust received from Castle in July 2010, the funds were spent primarily as follows: Professional Fees - \$236k, Building repairs \$58k, payment of allowed BK admin claim \$20k, and US Trustee fees \$33k.

PROFESSIONAL FEES

Due to several facts including that the Trust has not been able to collect on the August 2009 rent as well as unexpected costs associated with repairing the real property, the Trust has over \$184,000 in accrued and unpaid professional fees for the Trust and there is still approximately \$159,000 in Chapter 11 admin claims that have not been paid to date. The Trust professional fees continue to be incurred each month and since there are no funds to pay them, they will be accrued until the Trust has sufficient resources to pay them. There has also been a lot of time incurred dealing with all of the above issues and as we discussed as well as the Chapter 11 admin claims that were ultimately allowed far exceed any estimate. Tiffany & Bosco is owed over \$177k and Sierra Consulting is owed over \$58k as of December 31, 2010 and they don't anticipate receiving any further payments until the Trust receives additional funding, such as when the next annual installment is received from Castle or when the Alaska store is sold.

2:48 PM
02/15/11
Cash Basis

Dexter Liquidating Trust
Profit & Loss
January through December 2010

	Jan - Dec 10
Income	
Castle Rental Income	
Insurance Premium	61,409.22
Insurance Refund	14,911.88
Monthly Rent	1,585,062.83
Total Castle Rental Income	1,661,383.93
Long Term Receivables	340,000.00
Total Income	2,001,383.93
Gross Profit	2,001,383.93
Expense	
Bank Service Charges	327.50
Professional Fees	
BK Professional Fees	240.00
Trust Professional Fees	233,481.88
Professional Fees - Other	2,600.00
Total Professional Fees	236,321.88
Real Estate Expenses	
Insurance Expense	58,079.22
Miscellaneous Expenses	35.65
Mortgage Expense	1,576,892.42
Sales Tax Expense	22,060.07
Tax Expense	1,550.00
Total Real Estate Expenses	1,658,617.36
Repairs and Maintenance	
Exterior Building Repair	3,304.29
HVAC Repair	13,091.08
Parking Lot Repair	10,170.00
Roof Repair	10,927.00
Repairs and Maintenance - Other	20,392.72
Total Repairs and Maintenance	57,885.09
Travel Expense	520.00
US Trustee Fees	33,475.00
Total Expense	1,987,146.83
Net Income	14,237.10

2:47 PM
02/15/11
Accrual Basis

Dexter Liquidating Trust
Balance Sheet
As of December 31, 2010

	<u>Dec 31, 10</u>
ASSETS	
Current Assets	
Checking/Savings	
Dexter Liquidating TR	22,196.58
Dexter Real Estate Bank Account	4,671.04
Total Checking/Savings	<u>26,867.62</u>
Accounts Receivable	
Accounts Receivable	114,510.75
Total Accounts Receivable	<u>114,510.75</u>
Other Current Assets	
Retainer Fee	5,000.00
Total Other Current Assets	<u>5,000.00</u>
Total Current Assets	146,378.37
Fixed Assets	
Property	9,689,587.82
Total Fixed Assets	<u>9,689,587.82</u>
TOTAL ASSETS	<u>9,835,966.19</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
BK Admin Claims	159,041.05
Trust Admin Claims	184,663.48
Total Accounts Payable	<u>343,704.53</u>
Total Current Liabilities	343,704.53
Long Term Liabilities	
BK Claims Est.	13,886,906.75
Principal Balance	9,689,587.82
Total Long Term Liabilities	<u>23,576,494.57</u>
Total Liabilities	23,920,199.10
Equity	
Opening Balance Equity	800,000.00
Retained Earnings	-926,401.94
Unpaid Claims	-13,906,741.57
Net Income	-51,089.40
Total Equity	<u>-14,084,232.91</u>
TOTAL LIABILITIES & EQUITY	<u>9,835,966.19</u>

2:47 PM

02/15/11

Dexter Liquidating Trust
A/P Aging Summary
As of December 31, 2010

	<u>Current</u>	<u>1 - 30</u>	<u>31 - 60</u>	<u>61 - 90</u>	<u>> 90</u>	<u>TOTAL</u>
Christopher C. Scharff	0.00	0.00	0.00	0.00	10,544.89	10,544.89
Great American Title Agency, Inc.	0.00	0.00	0.00	0.00	19,074.00	19,074.00
James A. Spear	0.00	0.00	0.00	0.00	9,145.50	9,145.50
James C. Sell, Trustee	0.00	0.00	0.00	0.00	388.76	388.76
James G. Harris	0.00	0.00	0.00	0.00	2,500.00	2,500.00
Nick Orlandino	0.00	0.00	0.00	0.00	4,200.00	4,200.00
Quarles & Brady	0.00	28,488.52	14,145.99	10,301.82	0.00	52,936.33
Sierra Consulting Group, LLC	0.00	23,657.78	0.00	0.00	16,894.30	40,552.08
Tiffany & Bosco	0.00	14,038.58	12,179.51	526.34	150,924.04	177,668.47
Wallace, Plese & Dreher, LLP	0.00	0.00	0.00	0.00	26,694.50	26,694.50
TOTAL	0.00	66,184.88	26,325.50	10,828.16	240,365.99	343,704.53

EXHIBIT C

CLOSED, SEVER-DEFENDANT, TRANSFER-OUT

**U.S. District Court
DISTRICT OF ARIZONA (Phoenix Division)
CRIMINAL DOCKET FOR CASE #: 2:07-cr-01390-MHM All Defendants**

Case title: USA v. Dunning et al

Date Filed: 12/18/2007

Date Terminated: 11/09/2010

Assigned to: Judge Mary H Murguia

Defendant (1)

Lawrence William Dunning
TERMINATED: 10/05/2010

represented by **Barbara Lynn Hull**
Law Office of Barbara L Hull
637 N 3rd Ave
Ste 3
Phoenix, AZ 85003
623-465-1705
Fax: 623-465-1706
Email: blhull@q.com
LEAD ATTORNEY
ATTORNEY TO BE NOTICED
Designation: CJA Appointment

Brian Fredrick Russo
Law Office of Brian F Russo
111 W Monroe St
Ste 1212
Phoenix, AZ 85003
602-340-1133
Fax: 602-258-9179
Email: bfrusso@att.net
TERMINATED: 09/11/2008
LEAD ATTORNEY
ATTORNEY TO BE NOTICED
Designation: Retained

Pending Counts

18:1341 - Mail Fraud
(5)

Disposition

Dft committed to custody of BOP for a term of 24 months, with credit for time served; to be followed by Supervised Release for a period of 3 years. S/A: \$100. Fine: wavier. Restitution: \$2,889,492.77.

Highest Offense Level (Opening)

Felony

Terminated Counts

18:1344; 18:2 - Bank Fraud; Aid & Abet

(1)

18:371 - Conspiracy

(4)

18:1341 - Mail Fraud

(6-28)

18:1956(a)(1)(A)(i); 18:2 - Promotional Money Laundering; Aid & Abet

(29-53)

Disposition

Dismissed.

Dismissed.

Dismissed.

Dismissed.

Highest Offense Level (Terminated)

Felony

Complaints

None

Disposition

Assigned to: Judge Mary H Murguia

Defendant (2)

James Marshall Boyce

TERMINATED: 10/05/2010

represented by **Steven C Mahaffy**
Mahaffy Law Firm PC

PO Box 12959

Chandler, AZ 85248

480-659-7180

Fax: 480-659-5614

Email: steve@mahaffylaw.com

LEAD ATTORNEY

ATTORNEY TO BE NOTICED

Designation: Retained

Pending Counts

18:1004 - Certification of Checks

(1s)

Disposition

Dft placed on Probation for a term of 3 years. S/A: \$100. Fine: waived.

Highest Offense Level (Opening)

Felony

Terminated Counts

18:1344; 18:2 - Bank Fraud; Aid &

Disposition

Abet
(1)

Dismissed.

Highest Offense Level (Terminated)

Felony

Complaints

None

Disposition

Assigned to: Judge Mary H Murguia

Defendant (3)

Robert Kenneth Rehm
TERMINATED: 10/05/2010

represented by **Thomas M Hoidal**
Law Office of Thomas M Hoidal PLC
7227 N 16th St
Ste 222
Phoenix, AZ 85020
602-254-0202
Fax: 602-254-0404
Email: thoidal@hoidallawoffice.com
LEAD ATTORNEY
ATTORNEY TO BE NOTICED
Designation: Retained

Pending Counts

18:4, 1344 - Misprison of a Felony,
Bank Fraud
(1s)

Disposition

Dft placed on Probation for a term of 3
years. S/A: \$100. Fine: waived.

Highest Offense Level (Opening)

Felony

Terminated Counts

18:1344; 18:2 - Bank Fraud; Aid &
Abet
(1)

Disposition

Dismissed

18:1014 - False Statement on Loan
Application
(2-3)

Dismissed.

Highest Offense Level (Terminated)

Felony

Complaints

Disposition

None

Assigned to: Judge Mary H Murguia

Defendant (4)

Eric Jon Strasser

TERMINATED: 06/04/2010

represented by **Taylor William Fox**

Taylor W Fox PC

2 N Central Ave

Ste 735

Phoenix, AZ 85004

602-443-2220

Fax: 602-443-2221

Email: taylor.fox@azbar.org

TERMINATED: 08/25/2010

LEAD ATTORNEY

ATTORNEY TO BE NOTICED

Designation: CJA Appointment

Pending Counts

Disposition

None

Highest Offense Level (Opening)

None

Terminated Counts

Disposition

18:371 - Conspiracy

(4)

Transferred to District of Nevada

Highest Offense Level (Terminated)

Felony

Complaints

Disposition

None

Assigned to: Judge Mary H Murguia

Defendant (5)

Phillip Eugene Vigarino

TERMINATED: 11/05/2010

represented by **Dana Carpenter**

Law Office of Dana Carpenter

Lazarus Professional Bldg

420 W Roosevelt St

Ste 105

Phoenix, AZ 85003-1325
602-266-5770
Fax: 602-412-5720
Email: danacarpenter5@gmail.com
LEAD ATTORNEY
ATTORNEY TO BE NOTICED
Designation: CJA Appointment

Pending Counts

18:4 - Misprison of Felony
(1s)

Disposition

dft committed to the custody of BOP for a term of SIXTY (60) DAYS, with credit for time served; upon release, dft shall be placed on supervised release for a term of ONE (1) YEAR; S/A: \$100.00; RESTITUTION: \$150,000

Highest Offense Level (Opening)

Felony

Terminated Counts

18:371 - Conspiracy
(4)

Disposition

dismissed on motion of the government

Highest Offense Level (Terminated)

Felony

Complaints

None

Disposition

Assigned to: Judge Mary H Murguia

Defendant (6)

Paul Jeffrey Meka
TERMINATED: 11/09/2010

represented by **Jason D Lamm**
Law Office of Jason D Lamm
1600 E Northern Ave
Ste 270
Phoenix, AZ 85020-0905
602-222-9237
Fax: 602-222-2299
Email: jlamm@cyberlawaz.com
LEAD ATTORNEY
ATTORNEY TO BE NOTICED
Designation: Retained

Larry A Hammond

Osborn Maledon PA
 PO Box 36379
 Phoenix, AZ 85067-6379
 602-640-9000
 Fax: 602-640-6076
 Email: lhammond@omlaw.com
TERMINATED: 12/12/2008
LEAD ATTORNEY
ATTORNEY TO BE NOTICED
Designation: Retained

Jean-Jacques Cabou
 Osborn Maledon PA
 PO Box 36379
 Phoenix, AZ 85067-6379
 602-640-9000
 Fax: 602-664-2064
 Email: jcabou@omlaw.com
TERMINATED: 12/12/2008
ATTORNEY TO BE NOTICED
Designation: Retained

Pending Counts

18:4 -Misprison of Felony
(1s)

Disposition

Custody BOP for term of 60 DAYS,
with credit for time served: upon release
placed on supervised release for term of
12 MONTHS: S/A in the amount of
\$100.00 -- AMENDED 11/19/10 to
reflect restitution amount -- Dft to pay
restitution of \$497,000.00

Highest Offense Level (Opening)

Felony

Terminated Counts

18:371 - Conspiracy
(4)

Disposition

Dismissed on Motion of the United
States

Highest Offense Level (Terminated)

Felony

Complaints

None

Disposition

Plaintiff

USA

represented by **John Robert Lopez , IV**
 US Attorney's Office
 40 N Central Ave
 Ste 1200
 Phoenix, AZ 85004-4408
 602-514-7500
 Fax: 602-514-7537
 Email: John.Lopez3@usdoj.gov
LEAD ATTORNEY
ATTORNEY TO BE NOTICED

Howard David Sukenic
 US Attorney's Office
 2 Renaissance Sq
 40 N Central Ave
 Ste 1200
 Phoenix, AZ 85004-4408
 602-514-7500
 Fax: 602-514-7450
 Email: Howard.Sukenic@usdoj.gov
ATTORNEY TO BE NOTICED

Date Filed	#	Docket Text
01/04/2010	<u>390</u>	Minute Order: The Court ORDERS that the Final Pretrial Conference set Wednesday, January 13, 2010 at 1:30 p.m. be converted to a Change of Plea Hearing as to Robert Kenneth Rehm in Courtroom 505, 401 West Washington Street, Phoenix, AZ 85003 before Judge Mary H Murguia. [This is a TEXT ENTRY ONLY. There is no PDF document associated with this entry.](KSP) (Entered: 01/04/2010)
01/11/2010	<u>392</u>	TRANSCRIPT of Proceedings as to Lawrence William Dunning, Robert Kenneth Rehm, Eric Jon Strasser re: Motion Hearing held on 12/01/09 before Judge Mary H. Murguia. Court Reporter: Elizabeth A. Lemke. Transcript may be viewed at the court public terminal or purchased through the Court Reporter/Transcriber before the deadline for Release of Transcript Restriction. After that date it may be obtained through PACER. Redaction Request due 2/1/2010. Redacted Transcript Deadline set for 2/11/2010. Release of Transcript Restriction set for 4/12/2010. (ECA) (Entered: 01/11/2010)
01/11/2010	<u>393</u>	NOTICE OF FILING OF OFFICIAL TRANSCRIPT <u>392</u> . (ECA) (Entered: 01/11/2010)
01/13/2010	<u>396</u>	WAIVER OF INDICTMENT by Robert Kenneth Rehm (REW,) (Entered: 01/14/2010)
01/13/2010	<u>397</u>	INFORMATION as to Robert Kenneth Rehm (3) count 1s. (REW,) (Entered: 01/14/2010)
01/13/2010	<u>398</u>	Minute Entry for proceedings held before Judge Mary H Murguia: Change of