

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Northern District of California (State)

Case number (if known): Chapter 11

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

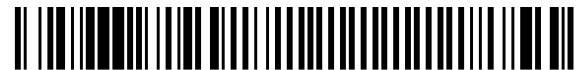
1. Debtor's name Ponderosa Pines, LP

2. All other names debtor used in the last 8 years Include any assumed names, trade names, and doing business as names

3. Debtor's federal Employer Identification Number (EIN)

4. Debtor's address Principal place of business Mailing address, if different from principal place of business Location of principal assets, if different from principal place of business

5. Debtor's website (URL)



**6. Type of debtor**

- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- Partnership (excluding LLP)
- Other. Specify: \_\_\_\_\_

**7. Describe debtor's business**

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply:

- Tax-exempt entity (as described in 26 U.S.C. § 501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes> .

5 3 1 3

**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

No

Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

No

Yes. Debtor See Exhibit A Relationship \_\_\_\_\_

List all cases. If more than 1, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

Case number, if known \_\_\_\_\_

**11. Why is the case filed in this district?**

Check all that apply:

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other \_\_\_\_\_

**Where is the property?**

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State ZIP Code \_\_\_\_\_

**Is the property insured?**

No

Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information**

**13. Debtor's estimation of available funds**

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99           | <input type="checkbox"/> 5,001-10,000  | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199         | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999         |  |  |

**15. Estimated assets**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million    | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000      | <input type="checkbox"/> \$10,000,001-\$50 million   | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000     | <input type="checkbox"/> \$50,000,001-\$100 million  | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million   | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**16. Estimated liabilities**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million    | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000      | <input type="checkbox"/> \$10,000,001-\$50 million   | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000     | <input type="checkbox"/> \$50,000,001-\$100 million  | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million   | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 10/02/2024  
MM / DD / YYYY

**x** /s/ Bradley D. Sharp

Signature of authorized representative of debtor

Bradley D. Sharp

Printed name

Title Chief Restructuring Officer

Debtor Ponderosa Pines, LP  
Name

Case number (if known) \_\_\_\_\_

**18. Signature of attorney**

**X** /s/ Thomas B. Rupp  
Signature of attorney for debtor

Date 10/02/2024  
MM / DD / YYYY

Thomas B. Rupp  
Printed name

Keller Benvenuti Kim LLP  
Firm name

425 Market Street, 26th Floor  
Number Street

San Francisco  
City

CA 94105  
State ZIP Code

(415) 496-6723  
Contact phone

trupp@kbkllp.com  
Email address

278041  
Bar number

CA  
State

**Exhibit A**

**(List of Affiliated Debtors)**

*All cases filed on August 6 and September 12 are jointly administered under lead case #24-10545, pending before the Honorable Charles Novack*

<b><u>Filed on October 2, 2024</u></b>			
<b><u>Entity Name</u></b>	<b><u>State of Organization</u></b>	<b><u>Tax ID Number</u></b>	<b><u>Case Number</u></b>
Pinewood Condominiums, LP	California	54-2090329	
Ponderosa Pines, LP	California	N/A	

<b><u>Filed on September 12, 2024</u></b>			
<b><u>Entity Name</u></b>	<b><u>State of Organization</u></b>	<b><u>Tax ID Number</u></b>	<b><u>Case Number</u></b>
LeFever Mattson, a California corporation	California	68-0197537	24-10545
California Investment Properties, a California corporation	California	30-0289474	24-10543
Home Tax Service of America, Inc., dba LeFever Mattson Property Management	California	68-0262554	24-10544
Apan Partners LLC	California	N/A	24-10487
Autumn Wood I, LP	California	20-0164208	24-10488
Bay Tree, LP	California	82-1071378	24-10489
Beach Pine, LP	California	83-2643272	24-10490
Bishop Pine, LP	California	83-2643038	24-10491
Black Walnut, LP	California	47-2451858	24-10492
Buck Avenue Apartments, LP	California	54-2090323	24-10493
Buckeye Tree, LP	California	88-2980108	24-10494
Bur Oak, LP	California	87-4699497	24-10495

**Filed on September 12, 2024**

<b><u>Entity Name</u></b>	<b><u>State of Organization</u></b>	<b><u>Tax ID Number</u></b>	<b><u>Case Number</u></b>
Butcher Road Partners, LLC	California	45-5159521	24-10496
Cambria Pine, LP	California	83-2644771	24-10497
Chestnut Oak, LP	California	87-4702239	24-10498
Country Oaks I, LP	California	26-0860694	24-10499
Divi Divi Tree, L.P.	California	71-0926806	24-10500
Douglas Fir Investments, LP	California	47-4674444	24-10501
Firetree I, LP	California	82-3519393	24-10502
Firetree II, LP	California	82-3519554	24-10503
Firetree III, LP	California	82-3919655	24-10504
Foxtail Pine, LP	California	83-2643197	24-10505
Ginko Tree, LP	California	88-2960976	24-10506
Golden Tree, LP	California	82-1060045	24-10507
Hagar Properties, LP	California	04-3598044	24-10508
Heacock Park Apartments, LP	California	46-3737509	24-10509
LeFever Mattson I, LLC	California	47-4960075	24-10510
Live Oak Investments, LP	California	47-3786181	24-10511
Monterey Pine, LP	California	83-2644824	24-10512
Napa Elm, LP	California	54-2090332	24-10513
Nut Pine, LP	California	83-2661795	24-10514
Pinecone, LP	California	84-2395880	24-10515
Redbud Tree, LP	California	88-2961999	24-10516
Red Cedar Tree, LP	California	88-3572519	24-10517
Red Mulberry Tree, LP	California	88-3572594	24-10518
Red Oak, LP	California	61-2022650	24-10519
Red Oak Tree, LP	California	92-1008382	24-10520
Red Spruce Tree, LP	California	92-0780568	24-10521
River Birch, LP	California	86-3020630	24-10522
River Tree Partners, LP	California	81-3671554	24-10523

**Filed on September 12, 2024**

<b><u>Entity Name</u></b>	<b><u>State of Organization</u></b>	<b><u>Tax ID Number</u></b>	<b><u>Case Number</u></b>
River View Shopping Center 1, LLC	Delaware	47-4186147	24-10524
River View Shopping Center 2, LLC	California	47-4186476	24-10525
RT Capitol Mall, LP	California	81-3775896	24-10526
RT Golden Hills, LP	California	81-3708073	24-10527
Scotch Pine, LP	California	86-3043628	24-10528
Sequoia Investment Properties, LP	California	32-0136044	24-10529
Sienna Pointe, LLC	Delaware	47-4712579	24-10530
Spruce Pine, LP	California	84-2396399	24-10532
Tradewinds Apartments, LP	California	54-2090326	24-10533
Vaca Villa Apartments, LP	California	54-2090327	24-10534
Valley Oak Investments, LP	California	47-3383417	24-10535
Watertree I, LP	California	82-3519819	24-10536
Willow Oak, LP	California	87-4700495	24-10537
Windscape Apartments I, LP	California	26-0860477	24-10538
Windscape Apartments II, LP	California	26-0860509	24-10539
Windscape Holdings, LLC	California	83-1608759	24-10540
Windtree, LP	California	82-4974654	24-10541
Yellow Poplar, LP	California	86-3043392	24-10542

**Filed on August 6, 2024**

<b><u>Entity Name</u></b>	<b><u>State of Organization</u></b>	<b><u>Tax ID Number</u></b>	<b><u>Case Number</u></b>
Windscape Apartments, LLC	Delaware	83-1597353	24-10417



**LEFEVER MATTSON, A CALIFORNIA CORPORATION**

**UNANIMOUS WRITTEN CONSENT OF  
THE BOARD OF DIRECTORS**

**September 30, 2024**

The undersigned, being all of the members of the Board of Directors (the “Board”) of LeFever Mattson, a California corporation (the “Company”), hereby adopt the following resolutions by written consent, effective as of September 30, 2024.

**RESOLUTIONS**

**WHEREAS**, on September 12, 2024, the Company and 57 of its affiliates filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”); and

**WHEREAS**, the Board has considered information presented by and the recommendations of the Chief Restructuring Officer (“CRO”) of Company and the Company’s legal advisors regarding Ponderosa Pines, LP (“Ponderosa Pines”); and

**WHEREAS**, the Board has reviewed documentation filed with the California Secretary of State, attached hereto as **Exhibit A**, indicating that the Company is the general partner of Ponderosa Pines; and

**WHEREAS**, the Board understands that, after reasonable inquiry, Company is not otherwise in possession of reliable documentation regarding the governance and ownership of Ponderosa Pines; and

**WHEREAS**, the Board understands that, notwithstanding the Company’s apparent status as general partner of Ponderosa Pines, a third party—KS Mattson Partners L.P.—has recently purported to manage and make payments on behalf of Ponderosa Pines to purported limited partners of Ponderosa Pines; and

**WHEREAS**, the Board wishes to protect its interests as the general partner of Ponderosa Pines, the interests of the limited partners of Ponderosa Pines, and the interests of any other creditors or stakeholders of Ponderosa Pines and ensure that the value of Ponderosa Pines is preserved and maximized; and

**WHEREAS**, in the Board’s judgment, based upon the foregoing, it is desirable and in the best interests of Ponderosa Pines, its creditors, equity holders, and other interested parties that Ponderosa Pines file a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code.

**NOW, THEREFORE, BE IT RESOLVED**, that, pursuant to the Bylaws of the Company, in the Company’s capacity as general partner of Ponderosa Pines, Bradley D. Sharp (the

“Authorized Officer”) be, and hereby is, authorized and directed in the name and on behalf of Ponderosa Pines to execute and verify a voluntary petition for Ponderosa Pines to commence proceedings under chapter 11 of the Bankruptcy Code and to cause the same to be filed in any district at such time and venue as the Authorized Officer executing said petition shall determine (the “Filing”); and

**RESOLVED FURTHER**, that the Authorized Officer be, and hereby is, authorized and directed to employ professionals to assist Ponderosa Pines in carrying out its duties under the Bankruptcy Code and related matters; and in connection therewith, the Authorized Officer be, and hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the Filing, and cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary; and

**RESOLVED FURTHER**, that the Authorized Officer be, and hereby is, authorized and directed in the name and on behalf of Ponderosa Pines to execute all petitions, schedules, motions, lists, applications, pleadings, and other papers or documents, and to take any and all such other and further actions which the Authorized Officer or legal counsel for Ponderosa Pines may deem necessary, proper, or desirable in connection with its case under chapter 11 of the Bankruptcy Code and other matters consistent therewith, with a view to the successful prosecution of such case; and

**RESOLVED FURTHER**, that the Authorized Officer be, and hereby is, authorized and directed, in the name and on behalf of Ponderosa Pines, to take such actions and to make, sign, execute, acknowledge, and deliver any and all such additional documents, agreements, affidavits, applications for approvals or rulings of governmental or regulatory authorities, motions, orders, directions, certificates, requests, receipts, financing statements, or other instruments as may be reasonably required to give effect to the foregoing resolutions and to consummate the transactions contemplated by the foregoing resolutions, to execute and deliver such instruments, and to fully perform the terms and provisions thereof; and

**RESOLVED FURTHER**, that to the extent that any of the actions authorized by any of the foregoing resolutions have been taken by the Authorized Officer on behalf of Ponderosa Pines, such actions are hereby ratified and confirmed in their entirety.

\* \* \* \*

**IN WITNESS WHEREOF**, the undersigned, having caused this written consent to be executed and to be effective as of the date first written above.

**RISHI JAIN**

By: *Rishi Jain*  
Rishi Jain (Sep 30, 2024 10:57 PDT)  
Rishi Jain  
Director

**LANCE MILLER**

By: *Lance Miller*  
Lance Miller  
Director

**Exhibit A**

[See attached]

**LP-1 Certificate of Limited Partnership (LP)**

To form a limited partnership in California, you can fill out this form, and submit for filing along with:

- A **\$70** filing fee.
- A separate, non-refundable **\$15** service fee also must be included, if you drop off the completed form or document.

**Important!** LPs in California may have to pay a minimum \$800 yearly tax to the California Franchise Tax Board. For more information, go to <https://www.ftb.ca.gov>.

Note: *Before submitting the completed form, you should consult with a private attorney for advice about your specific business needs.*

**FILED** *AKG*  
 Secretary of State  
 State of California  
**MAR 11 2015**

*NCC*  
 This Space For Office Use Only

For questions about this form, go to [www.sos.ca.gov/business/be/filing-tips.htm](http://www.sos.ca.gov/business/be/filing-tips.htm).

**LP Name**

① Ponderosa Pines, LP  
*Proposed LP Name* The name must end with: "Limited Partnership," "LP," or "L.P.," and may not contain "bank," "insurance," "trust," "trustee," "Incorporated," "inc.," "corporation," or "corp." For general entity name requirements and restrictions, go to [www.sos.ca.gov/business/be/name-availability.htm](http://www.sos.ca.gov/business/be/name-availability.htm).

**LP Addresses**

② a. 6359 Auburn Boulevard, Suite B Citrus Heights CA 95621  
*Initial Street Address of Designated Office in CA* *City (no abbreviations)* *State Zip*

b. \_\_\_\_\_  
*Initial Mailing Address of LP, if different from 2a* *City (no abbreviations)* *State Zip*

**Service of Process** (List a California resident or an active 1505 corporation in California that agrees to be your initial agent to accept service of process in case your LP is sued. You may list any adult who lives in California. You may **not** list an LP as the agent. **Do not** list an address if the agent is a 1505 corporation.)

③ a. Tim LeFever  
*Agent's Name*

b. 6359 Auburn Boulevard, Suite B Citrus Heights CA 95621  
*Agent's Street Address (if agent is not a corporation)* *City (no abbreviations)* *State Zip*

**General Partners** (List the name and address of each general partner. Attach additional pages, if necessary.)

④ a. LeFever Mattson 6359 Auburn Boulevard, Suite B Citrus Heights CA 95621  
*General Partner's Name* *Address* *City (no abbreviations)* *State Zip*

b. \_\_\_\_\_  
*General Partner's Name* *Address* *City (no abbreviations)* *State Zip*

**Read and sign below:** This form must be signed by all of the general partners listed in Item 4. If a trust, association, attorney-in-fact, or any other person is signing, go to [www.sos.ca.gov/business/be/filing-tips.htm](http://www.sos.ca.gov/business/be/filing-tips.htm) for more information. If you need more space, attach extra pages that are 1-sided and on standard letter-sized paper (8 1/2" x 11"). All attachments are part of this certificate. Signing this document affirms under penalty of perjury that the stated facts are true.

▶ *[Signature]* Tim LeFever, Vice President, LeFever Mattson  
*General Partner - Sign here* *Print your name here*

▶ \_\_\_\_\_  
*General Partner - Sign here* *Print your name here*

Make check/money order payable to: <b>Secretary of State</b>	<b>By Mail</b>	<b>Drop-Off</b>
Upon filing, we will return one (1) uncertified copy of your filed document for free, and will certify the copy upon request and payment of a \$5 certification fee.	Secretary of State Business Entities, P.O. Box 944225 Sacramento, CA 94244-2250	Secretary of State 1500 11th Street., 3rd Floor Sacramento, CA 95814









# D069E (UWC re Ponderosa Pines BK)

Final Audit Report

2024-09-30

Created:	2024-09-30
By:	Colin Mitsuoka (cmitsuoka@kbkllp.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAA5fo_xa5ywCsDmunNyzvEVY1ptBFpQSpp

## "D069E (UWC re Ponderosa Pines BK)" History

-  Document created by Colin Mitsuoka (cmitsuoka@kbkllp.com)  
2024-09-30 - 4:16:54 PM GMT
-  Document emailed to Rishi Jain (rjain@nirollc.com) for signature  
2024-09-30 - 4:16:59 PM GMT
-  Document emailed to Lance Miller (lance.miller@pivotgrp.com) for signature  
2024-09-30 - 4:16:59 PM GMT
-  Email viewed by Lance Miller (lance.miller@pivotgrp.com)  
2024-09-30 - 4:21:53 PM GMT
-  Document e-signed by Lance Miller (lance.miller@pivotgrp.com)  
Signature Date: 2024-09-30 - 4:22:16 PM GMT - Time Source: server
-  Email viewed by Rishi Jain (rjain@nirollc.com)  
2024-09-30 - 5:56:59 PM GMT
-  Document e-signed by Rishi Jain (rjain@nirollc.com)  
Signature Date: 2024-09-30 - 5:57:43 PM GMT - Time Source: server
-  Agreement completed.  
2024-09-30 - 5:57:43 PM GMT

