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**UNITED STATES BANKRUPTCY COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SANTA ROSA DIVISION**

In re:

LEFEVER MATTSON, a California
 corporation, *et al.*,¹
 Debtors.

Lead Case No. 24-10545 (CN)

(Jointly Administered)

Chapter 11

**APPLICATION OF DEBTORS FOR
 ORDER CORRECTING SCRIVENER'S
 ERROR IN ORDER APPROVING
 ASSET SALE OF THE PROPERTY
 LOCATED AT 5800 FAIR OAKS BLVD.,
 CARMICHAEL, CA 95608**

In re

KS MATTSON PARTNERS, LP,
 Debtor.

[No Hearing Requested]

[Re: Dkt. No. 3162]

¹ The last four digits of LeFever Mattson's tax identification number are 7537. The last four digits of the tax identification number for KS Mattson Partners, LP ("KSMP") are 5060. KSMP's address for service is c/o Stapleton Group, 514 Via de la Valle, Solana Beach, CA 92075. The address for service on LeFever Mattson and all other Debtors is 6359 Auburn Blvd., Suite B, Citrus Heights, CA 9562. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://veritaglobal.net/IM>

LeFever Mattson, a California corporation (“LeFever Mattson”), and certain of its affiliates that are debtors and debtors in possession (collectively, the “Debtors”)¹ in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), hereby move (the “Application”) for entry of an order, pursuant to Rule 9024 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), correcting a scrivener’s error in the *Order Approving Asset Sale of the Property Located at 5800 Fair Oaks Blvd., Carmichael, CA 95608* [Dkt. No. 3162] (the “Sale Order”), as contemplated by the sale procedures approved by the *Order Establishing Omnibus Procedures for Real Property Sales* [Dkt. No. 971] (the “Sale Procedures Order”)². A proposed form of order granting the relief requested herein is attached hereto as **Exhibit A** (the “Proposed Order”). In support of this Application, the Debtors respectfully represent as follows:

JURISDICTION AND VENUE

The Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334, the Order Referring Bankruptcy Cases and Proceedings to the Bankruptcy Judges, General Order 24 (N.D. Cal.), and Rule 5011-1(a) of the Bankruptcy Local Rules for the United States District Court for the Northern District of California (the “Bankruptcy Local Rules”). This is a core proceeding under 28 U.S.C. § 157(b).

Venue of these cases and this Application is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

Windscape Apartments, LLC, filed its chapter 11 petition on August 6, 2024. Fifty-eight debtors, including LeFever Mattson, filed their chapter 11 petitions on September 12, 2024 (the “Petition Date”). Debtors Pinewood Condominiums, LP, and Ponderosa Pines, LP, filed their chapter 11 petitions on October 2, 2024. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the

¹ Unless otherwise indicated, “Debtors” as used herein excludes KSMP and Live Oak Investments, LP.

² Capitalized terms not otherwise defined herein shall have the meaning given to them in the Sale Procedures Order.

Bankruptcy Code. The United States Trustee appointed an official committee of unsecured creditors (the “Committee”) in the Chapter 11 Cases on October 9, 2024 [Dkt. No. 135] and amended the appointment on November 25, 2024 [Dkt. No. 368] and on August 26, 2025 [Dkt. No. 2104].

On December 17, 2025, the Court entered the Sale Order approving the sale of real property located 5800 Fair Oaks Blvd., Carmichael, CA 95608. In this Sale Order, language memorializing an agreement among the Debtors, the Committee and U.S. Bank National Association, as Trustee for the Registered Holders of J.P. Morgan Chase Commercial Mortgage Securities Corp., Multifamily Mortgage Securities Corp., Multifamily Mortgage Pass-Through Certificates, Series 2022-SB96 (as Successor to Greystone Servicing Company LLC) (“Fannie Mae”) to escrow the sale proceeds pending further order of the Court was mistakenly omitted.

RELIEF REQUESTED

By this Application, the Debtors respectfully request that the Court enter the Proposed Order in the form attached hereto as **Exhibit A** directing the entry of an amended order (the “Amended Sale Order”) in the form attached hereto as **Exhibit B**, to correct a scrivener’s error in the Sale Order by providing for the omitted language.

BASIS FOR RELIEF REQUESTED

Rule 60(a) of the Federal Rules of Civil Procedure, as made applicable by Rule 9024, provides a means for correcting clerical errors:

(a) Corrections Based on Clerical Mistakes; Oversights and Omissions. The court may correct a clerical mistake or a mistake arising from oversight or omission whenever one is found in a judgment, order, or other part of the record. The court may do so on motion or on its own, with or without notice....

The Sale Order mistakenly omitted language memorializing an agreement among the Debtors, the Committee and Fannie Mae for the disposition of the Debtors’ and Fannie Mae’s sale proceeds. It does not change the disposition of funds with respect to any other parties. The Amended Sale Order replaces the following language:

The Debtors, and any escrow agent upon the Debtors’ written instruction, shall pay directly from escrow upon closing (i) all Closing Costs, including but not limited to, the real estate commission of the Broker and FTI’s advisory and transaction fee in the indicated amounts, costs of sale, and escrow costs, (ii) any outstanding property taxes, and (iii) any

liens of any secured creditor for which there are no objections pending at the time of closing.

With the following language:

The Debtors, and any escrow agent upon the Debtors' written instruction, shall pay directly from escrow upon closing (i) all Closing Costs, including but not limited to, real estate commissions of the Brokers and escrow costs and FTI's advisory and transaction fee and (ii) any outstanding property taxes (collectively, the "Approved Closing Costs").

Notwithstanding anything to the contrary contained herein, the Sale Procedures Order, the Sale Notice, or Amendment, at the close of the Sale, the Debtors shall, or shall cause any applicable escrow agent to, deposit in a segregated, interest-bearing escrow account at Axos Bank, the proceeds of the Sale less Approved Closing Costs (the "Net Sale Proceeds"). The Net Sale Proceeds shall include (i) amounts owed to Fannie Mae, on account of its lien against the Subject Property, and (ii) proceeds otherwise distributable to the Seller. The Net Sale Proceeds shall be held in escrow pending further order of the Court.

The lien of Fannie Mae against the Subject Property shall attach to the Net Sale Proceeds to the same validity, priority, and extent as of the Petition Date.

NOTICE

Notice of this Application will be provided to (i) the United States Trustee; (ii) the Committee; (iii) the DIP Lender; and (iv) those persons who have formally appeared in these Chapter 11 Cases and requested service pursuant to Bankruptcy Rule 2002. The Debtors respectfully submit that no further notice is required. No previous request for the relief sought herein has been made to this or any other Court.

WHEREFORE, the Debtors respectfully request entry of an order, substantially in the form attached hereto as Exhibit A directing entry of the Amended Employment Order attached hereto as Exhibit B, granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: December 18, 2025

KELLER BENVENUTTI KIM LLP

By: /s/ Gabrielle L. Albert

Gabrielle L. Albert

Attorneys for the Debtors and Debtors in Possession

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Exhibit A
(Proposed Order)

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**UNITED STATES BANKRUPTCY COURT
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In re:

LEFEVER MATTSON, a California
corporation, *et al.*,¹

Debtors.

In re

KS MATTSON PARTNERS, LP,

Debtor.

Lead Case No. 24-10545 (CN)

(Jointly Administered)

Chapter 11

**[PROPOSED] ORDER CORRECTING
SCRIVENER'S ERROR IN ORDER
APPROVING ASSET SALE OF THE
PROPERTY LOCATED AT 5800 FAIR
OAKS BLVD., CARMICHAEL, CA
95608**

[No Hearing Requested]

¹ The last four digits of LeFever Mattson's tax identification number are 7537. The last four digits of the tax identification number for KS Mattson Partners, LP ("KSMP") are 5060. KSMP's address for service is c/o Stapleton Group, 514 Via de la Valle, Solana Beach, CA 92075. The address for service on LeFever Mattson and all other Debtors is 6359 Auburn Blvd., Suite B, Citrus Heights, CA 9562. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://veritaglobal.net/LM>.

Upon the application dated as of December 18, 2025 (the “Application”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”)³ in the Chapter 11 cases, for entry of an order pursuant to Rule 9024 of the Federal Rules of Bankruptcy Procedure correcting a scrivener’s error in the *Order Approving Asset Sale of the Property Located at 5800 Fair Oaks Blvd., Carmichael, CA 95608* [Dkt. No. 3162] (the “Sale Order”); and this Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges, General Order 24 and Rule 5011-1(a) of the Bankruptcy Local Rules for the United States District Court for the Northern District of California (the “Bankruptcy Local Rules”); venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; this is a core proceeding pursuant to 28 U.S.C. § 157(b); and the Court having found and determined that notice of the Application as provided to the parties listed therein is reasonable and sufficient under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Application; and this Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and it appearing that the relief requested in the Application is in the best interests of the Debtors, their estates, their creditors, their equity holders, and all parties in interest; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is granted as set forth herein.
2. The *Order Approving Asset Sale of the Property Located at 5800 Fair Oaks Blvd., Carmichael, CA 95608* [Dkt. No. 3162] shall be amended as requested in the Application.
3. The Court shall separately enter the proposed Amended Sale Order attached as Exhibit B.

END OF ORDER

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

³ Unless otherwise indicated, “Debtors” as used herein excludes KSMP and Live Oak Investments, LP.

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Exhibit B
(Proposed Amended Sale Order)

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**UNITED STATES BANKRUPTCY COURT
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In re:

LEFEVER MATTSON, a California
corporation, *et al.*,¹

Debtors.

In re

KS MATTSON PARTNERS, LP,

Debtor.

Lead Case No. 24-10545 (CN)

(Jointly Administered)

Chapter 11

**[PROPOSED] AMENDED ORDER
APPROVING ASSET SALE OF THE
PROPERTY LOCATED AT 5800 FAIR
OAKS BLVD., CARMICHAEL, CA
95608**

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Upon submission of the Certificate of No Objection regarding the proposed sale (the “Sale”) of the property located at 5800 Fair Oaks Blvd., Carmichael, CA 95608 (the “Subject Property”) as contemplated by the Sale Procedures approved by the *Order Establishing Omnibus Procedures for Real Property Sales* [Dkt. No. 971] (the “Sale Procedures Order”),² filed by the above-captioned debtors and debtors in possession (the “Debtors”)³; the Court having reviewed the *Notice of Sale of Subject Property 5800 Fair Oaks Blvd., Carmichael, CA 95608* dated November 21, 2025 [Dkt. No. 2902] (the “Sale Notice”), and the *Declaration of Joseph Ramos in Support of Adequate Assurance of Future Performance by MJ2 Investors, LLC with Respect to the Assumption and Assignment of Executory Contracts in Connection with the Sale of 5800 Fair Oaks Blvd., Carmichael, CA 95608* [Dkt. No. 2903] (the “Buyer’s Declaration”); and the Court having found that (i) the Court has jurisdiction to consider the proposed sale pursuant to 28 U.S.C. §§ 157 and 1334, and the *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General Order 24 and Rule 5011-1(a) of the Bankruptcy Local Rules for the United States District Court for the Northern District of California (the “Bankruptcy Local Rules”); (ii) venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b); (iv) the Sale Notice was sufficient under the circumstances; and (v) all Notice Parties have been served with Sale Notice; and after due deliberation the Court having determined that the relief requested in the Sale Notice is in the best interests of the Debtors, their estates, and their creditors; and good and sufficient cause having been shown;

IT IS HEREBY ORDERED THAT:

1. The proposed Sale of the Subject Property located at 5800 Fair Oaks Blvd., Carmichael, CA 95608, APN 283-0050-034-0000, owned by Debtor Scotch Pine, LP, to MJ2 Investors, LLC, a California limited liability company (the “Buyer”), pursuant to the terms of the purchase agreement attached hereto as **Exhibit A**, is approved.

2. The Buyer’s offer was the highest and otherwise best offer for the Subject Property.

² Capitalized terms not otherwise defined herein shall have the meanings given to them in the Sale Procedures Order.

³ Unless otherwise indicated, “Debtors” as used herein excludes KSMP.

1 3. The Sale Notice and Buyer's Declaration have been served on all Notice Parties.

2 4. Pursuant to the Sale Notice and section 363(f) of the Bankruptcy Code, the Sale
3 shall be free and clear of liens and encumbrances to the extent provided under the Bankruptcy
4 Code, with any such liens or encumbrances of any kind or nature, to the extent not paid pursuant
5 to paragraph 8 below, to attach to the net proceeds of the sale in the order of their priority, with
6 the same validity, force and effect which they had immediately prior to Sale as against the Subject
7 Property.

8 5. The Debtors are authorized to fully assume, perform under, consummate and
9 implement the sale agreement and all additional instruments and documents that may be
10 reasonably necessary or desirable to implement the Sale, including the purchase and sale
11 agreement and escrow instructions.

12 6. Pursuant to Bankruptcy Code section 365(a), the Debtors are authorized to assume
13 the Leases identified in the Sale Notice.

14 7. Pursuant to Bankruptcy Code section 365(f), the Debtors are authorized to assign
15 the Leases to the Buyer and, pursuant to Bankruptcy Code section 365(k), the Debtors shall be
16 relieved from any liability for any breach of the lease after such assignment, both effective upon
17 the closing of the Sale.

18 8. The Debtors, and any escrow agent upon the Debtors' written instruction, shall pay
19 directly from escrow upon closing (i) all Closing Costs, including but not limited to, real estate
20 commissions of the Brokers and escrow costs and FTI's advisory and transaction fee and (ii) any
21 outstanding property taxes (collectively, the "Approved Closing Costs").

22 9. Notwithstanding anything to the contrary contained herein, the Sale Procedures
23 Order, the Sale Notice, or Amendment, at the close of the Sale, the Debtors shall, or shall cause
24 any applicable escrow agent to, deposit in a segregated, interest-bearing escrow account at Axos
25 Bank, the proceeds of the Sale less Approved Closing Costs (the "Net Sale Proceeds"). The Net
26 Sale Proceeds shall include (i) amounts owed to Fannie Mae, on account of its lien against the
27 Subject Property, and (ii) proceeds otherwise distributable to the Seller. The Net Sale Proceeds
28 shall be held in escrow pending further order of the Court.

1 10. The lien of Fannie Mae against the Subject Property shall attach to the Net Sale
2 Proceeds to the same validity, priority, and extent as of the Petition Date.

3 11. This Order shall be effective immediately upon entry, and any stay of orders
4 provided for in Bankruptcy Rules 6004 or 6006 or any other provision of the Bankruptcy Code or
5 Bankruptcy Rules is expressly lifted. The Debtors are not subject to any stay in the
6 implementation, enforcement or realization of the relief granted in this Order, and may, in their
7 discretion and without further delay, take any action and perform any act authorized under this
8 Order.

9 12. Nothing contained in the Sale Notice or this Order is intended to be or shall be
10 construed as (i) an admission as to the validity of any claim against the Debtors; (ii) a waiver of
11 the Debtors' or any appropriate party in interest's rights to dispute the amount of, basis for, or
12 validity of any claim against the Debtors; (iii) a waiver of any claims or causes of action that may
13 exist against any creditor or interest holder; or (iv) an approval, assumption, adoption, or rejection
14 of any agreement, contract, lease, program, or policy, other than those identified in the Sale Notice,
15 between the Debtors and any third party under section 365 of the Bankruptcy Code.

16 13. The Debtors are hereby authorized to take such actions and to execute such
17 documents as may be necessary to implement the relief granted by this Order.

18 14. The Debtors are authorized to make non-substantive changes to the documents
19 referenced herein without further order of the Court, including, without limitation, changes to
20 correct typographical and grammatical errors and to make conforming changes among the
21 aforementioned documents prior to their distribution.

22 15. The Court retains exclusive jurisdiction with respect to all matters arising from or
23 related to the implementation, interpretation, and enforcement of this Order.

24 ** END OF ORDER **
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