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**UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA  
WESTERN DIVISION**

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

STEVE CHEN, USFIA, INC.,  
ALLIANCE FINANCIAL  
GROUP, INC., AMAUCTION, INC.,  
ABORELL MGMT I, LLC, ABORELL  
ADVISORS I, LLC, ABORELL  
REIT II, LLC, AHOME REAL  
ESTATE, LLC, ALLIANCE  
NGN, INC., APOLLO REIT I, INC.,  
APOLLO REIT II, LLC, AMKEY, INC.,  
US CHINA CONSULTATION  
ASSOCIATION, and QUAIL RANCH  
GOLF COURSE, LLC,

Defendants.

Case No. 2:15-cv-07425 RGK PLA

**[PROPOSED] ORDER GRANTING  
MOTION OF RECEIVER,  
THOMAS A. SEAMAN:  
(1) APPROVING FINAL REPORT  
AND ACCOUNTING;  
(2) AUTHORIZING PAYMENT OF  
FINAL APPLICATIONS OF  
RECEIVER AND PROFESSIONALS  
FOR PAYMENT OF FEES AND  
REIMBURSEMENT OF EXPENSES;  
(3) AUTHORIZING CORRECTIVE  
DISTRIBUTIONS ON ALLOWED  
CLAIMS;  
(4) AUTHORIZING SUBMISSION  
OF FINAL TAX RETURNS;  
(5) AUTHORIZING  
ABANDONMENT OR  
DESTRUCTION OF RECORDS; AND  
(6) CLOSING RECEIVERSHIP  
CASE AND DISCHARGING  
RECEIVER**

Date: June 17, 2024  
Time: 9:00 a.m.  
Ctrm.: 850, 8th Floor  
Judge: Hon. R. Gary Klausner

1 Before this Court is the Motion of Thomas A. Seaman, the Court-appointed  
2 permanent receiver (“Receiver”) for Defendants USFIA, Inc., Alliance Financial  
3 Group, Inc., Amauction, Inc., Aborell Mgmt I, LLC, Aborell Advisors I, LLC,  
4 Aborell REIT II, LLC, Ahome Real Estate, LLC, Alliance NGN, Inc., Apollo  
5 REIT I, Inc., Apollo REIT II, LLC, Amkey, Inc., US China Consultation  
6 Association, Quail Ranch Golf Course, LLC, and their subsidiaries and affiliates  
7 (collectively, “Receivership Entities”), to Approve the Receiver’s Motion for Order:  
8 (1) Approving Final Report and Accounting; (2) Authorizing Payment of Final Fee  
9 Applications of Receiver and Professionals; (3) Authorizing Corrective  
10 Distributions on Allowed Claims; (4) Authorizing Submission of Final Tax Returns;  
11 (5) Authorizing Abandonment or Destruction of Records; and (6) Closing  
12 Receivership Case and Discharging Receiver (the "Motion").

13 The Receiver has determined, in his reasonable business judgment, that each  
14 of his responsibilities under this Court's October 6, 2015 Preliminary Injunction and  
15 Orders (1) Freezing Assets; (2) Appointing A Permanent Receiver; (3) Prohibiting  
16 Destruction of Documents; and (4) Requiring Accountings (ECF No. 14), have been  
17 fulfilled or otherwise satisfied and the cost of continuing the receivership outweigh  
18 any potential benefit. On that basis, the Receiver believes that it is appropriate to  
19 conclude the receivership, pay outstanding professional and administrative fees and  
20 expenses, terminate the receivership case, and discharge and release the Receiver.

21 The Receiver met and conferred with the Securities and Exchange  
22 Commission prior to filing this Motion. The foundation and detailed basis for the  
23 Motion is set forth in the concurrently filed Memorandum of Points and Authorities,  
24 the supporting Declaration of Thomas A. Seaman and the exhibits thereto.

25 Having considered Receiver's Motion: the supporting declaration, and having  
26 found that good and proper notice has been provided, and good cause appearing  
27 therefor,

28 1. The Receiver's Motion is GRANTED, in its entirety;

1           2.     The Receiver’s Final Report and Accounting is approved;  
2           3.     The Court approves the final fee applications of the Receiver and his  
3 Professionals and authorizes the Receiver to pay the following fees and expenses:  
4 (1) the total unpaid holdbacks in the aggregate amount of \$900,113,72;  
5 (2) the outstanding administrative and Professional fees and expenses, from  
6 October 1, 2023 – May 3, 2024 in the amount of \$179,128.85; and (3) the  
7 anticipated fees and expenses of the Receiver and his Professionals necessary to  
8 prepare and file the final tax returns and complete the wind-down and termination of  
9 the instant receivership, (i.e., addressing these closing motions, preparation of final  
10 tax returns, destruction of records, closing bank accounts, and related closing tasks.),  
11 in the aggregate amount of not more than \$50,000 (“Closing Reserve”) as set forth  
12 in further detail in the Final Fee Applications. The amount of the Closing Reserve  
13 that is not used will be reflected in the Receiver's Final Declaration and turned over  
14 to the SEC;

15           4.     The Receiver is authorized to make the corrective distributions on  
16 allowed claims as specifically set forth in the Motion and Receiver’s supporting  
17 declaration;

18           5.     The Receiver is authorized to submit the final tax returns;

19           6.     The Receiver is authorized to abandon or destroy records; and

20           7.     Upon completion of the closing tasks as described in the Motion, the  
21 Receiver shall file a declaration with this Court affirming the completion of the  
22 closing tasks . Upon receipt of the Receiver’s declaration, the receivership case  
23 shall be closed and the Receiver shall be fully discharged from his duties and  
24 obligations.

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1           8       The Court shall retain jurisdiction over this matter pending the  
2 discharge of the Receiver, including any disputes arising out of or related to the  
3 Receiver's discharge.

4           **IT IS SO ORDERED.**

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6 Dated: \_\_\_\_\_

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7 Hon. R. Gary Klausner  
8 Judge, United States District Court  
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