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CENTRAL DISTRICT OF CALIFORNIA
SANTA ANA, CALIFORNIA
BY: _____

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RTHUR VAL PERKINS, Texas Bar No. 15782600
COATS, ROSE, YALE, RYMAN & LEE, P.C.
3 East Greenway Plaza, Suite 2000
Houston, Texas 77046
Telephone: 713-653-7341
Facsimile: 713-890-3946
vperkins@coatsrose.com

Attorneys for THOMAS A. SEAMAN,
RECEIVER

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA, SOUTHERN DIVISION

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

LAMBERT VANDER TUIG (a/k/a/
LAMBERT VANDER TAG a/k/a
DEAN I. VANDER TAG), THE
CAROLINA DEVELOPMENT
COMPANY, INC. (a/k/a THE
CAROLINA COMPANY AT
PINEHURST, inc.), AND JONATHAN
CARMAN,

Defendants.

Case No. SACV06-172 AHS(ANx)
Complaint Filed: February 16, 2006

- (1) **COATS ROSE'S
THIRD INTERIM
APPLICATION FOR
ALLOWANCE OF
COMPENSATION AND
REIMBURSEMENT OF
EXPENSES FROM
AUGUST 1, 2006 THROUGH
OCTOBER 31, 2006:**
- (2) **DECLARATION OF
ARTHUR VAL PERKINS; AND**
- (3) **DECLARATION OF
THOMAS A. SEAMAN**

[Notice Of Interim Fee Applications Of
Thomas A. Seaman, Sheppard Mullin
Richter & Hampton, Coats Rose, and
Hughes Luce Filed Concurrently Herewith]

Hearing
Date: January 8, 2007
Time: 10:00a.m.
Place: Courtroom 10A

1 Coats, Rose, Yale, Ryman & Lee, P.C. ("Coats Rose"), attorneys for
2 the court-appointed Receiver, Thomas A. Seaman ("Receiver"), hereby submits its
3 third interim fee application ("Fee Application") for allowance of compensation and
4 reimbursement of expenses incurred from August 1, 2006 through and including
5 October 31, 2006 (the "Period") on behalf of the Receiver as its counsel in
6 connection with an application for a waste discharge permit in Collin County, Texas
7 (the "Application"). In support of its Fee Application, Coats Rose respectfully
8 represents as follows:

9
10 **I. INTRODUCTION.**

11 **A. Coats Rose is Duly Employed as Counsel for the Receiver.**

12 On February 16, 2006, the Court appointed a receiver for Lambert
13 Vander Tuig (a/k/a Lambert Vander Tag, a/k/a Dean L. Vander Tag, a/k/a Dean L.
14 Vandertag), The Carolina Development Company, Inc. (a/k/a The Carolina
15 Company at Pinehurst, Inc.), and Jonathan Carman (collectively, "Carolina"). The
16 Receiver has employed Coats Rose as its counsel in connection with an application
17 presently pending before the Texas Commission on Environmental Quality
18 ("TCEQ"). Coats Rose represented Carolina beginning on November 10, 2005 and
19 has represented the Receiver since the Receiver was appointed on February 16,
20 2006.

21
22 **B. Compensation Requested/Amounts Available in the Estate.**

23 In this Fee Application, Coats Rose requests that the Court allow
24 compensation for legal services rendered on behalf of the Receiver during the Period
25 in the total amount of Three Thousand Six Hundred Fifty-One and 25/100 Dollars
26 (\$3,651.25) and expenses incurred in the total amount of One Hundred Thirty-Seven
27 and 22/100 Dollars (\$137.22). This is the third interim fee application filed by
28

1 Coats Rose. Coats Rose understands that there are approximately \$5,590,000.00 in
2 cash and liquid assets available in the estate.

3
4 As reflected in the attached declaration of Thomas A. Seaman, the
5 Receiver instructed Coats Rose to undertake the tasks discussed below, has
6 approved the amounts billed by Coats Rose in connection with these tasks, and has
7 instructed Coats Rose to prepare this Fee Application.

8
9 **C. Distribution of Charges.**

10 Attached hereto as Exhibit A and incorporated herein by reference is a
11 detailed description of the legal services provided by Coats Rose, along with a
12 description of each expense incurred on behalf of Carolina and the Receiver. Also
13 included on Exhibit A is a distribution of hours and the costs of services rendered by
14 the various attorneys utilized by Coats Rose in connection with this case overall.
15 These descriptions and tables provide a quick reference to enable the Court to
16 determine the distribution of efforts by Coats Rose among the various tasks required
17 in connection with the TCEQ application.

18
19 **II. BACKGROUND OF THE CELINA BRIDGES PROPERTY AND THE**
20 **WASTE DISCHARGE PERMIT APPLICATION.**

21 **A. Events Occurring Prior to Carolina's Purchase of the Property.**

22 In April 2004, 14875 Partners, Ltd. owned property in Collin County,
23 Texas known as "Celina Bridges." In order to maximize the value of Celina
24 Bridges, 14875 Partners, Ltd. filed an application with the TCEQ for a waste
25 discharge permit for a domestic wastewater treatment facility to be located on the
26 property (the "Application"). After notice of the Application was given, the TCEQ
27 received objections from, among others, the City of Celina ("Celina"), the Upper
28 Trinity Regional Water Authority (a regional water and wastewater provider)

1 ("Upper Trinity") and Ms. Julia Jackson Gray (an adjacent landowner). Celina's
2 objection was later withdrawn under the terms of a Development Agreement
3 between Celina and 14875 Partners, Ltd. by which it was agreed that the permit, if
4 granted, will be transferred to Celina.

5
6 Under the rules of the TCEQ, unless all objections can be resolved
7 administratively, the objections will result in the TCEQ referring the referenced
8 Application to the State Office of Administrative Hearings ("SOAH") for an
9 administrative hearing before an administrative law judge ("ALJ"). This can result
10 in a delay of as long as 12 to 18 months in the granting of a waste discharge permit
11 such as that sought by the Application.

12
13 **B. Carolina Purchases the Celina Bridges Property and Retains Coats**
14 **Rose**

15 Carolina purchased the Celina Bridges property from 14875 Partners,
16 Ltd. in August 2005. In connection with this purchase, Carolina retained Coats
17 Rose on or around November 10, 2005 to work towards a resolution of all
18 objections and to represent Carolina's interests before the TCEQ and SOAH as
19 necessary. After being retained by Carolina, Coats Rose has, among other things:

- 20
21
- 22 • Communicated extensively with representatives of TCEQ
23 regarding the Application and the various objections to the
24 Application;
 - 25 • Represented Carolina at a meeting of the Commissioners of the
26 TCEQ held on November 30, 2005 during which the Application
27 was referred to SOAH for an administrative hearing;
- 28

- 1 • Negotiated and finalized a settlement agreement with Ms. Julia
2 Jackson Gray, one of the objectors;
- 3
- 4 • Obtained a continuance of the administrative hearing in order to
5 continue settlement negotiations with Upper Trinity, another
6 objector;
- 7
- 8 • Negotiated with Upper Trinity and prepared a Memorandum of
9 Understanding describing Upper Trinity's intention on
10 withdrawing its request for a hearing;
- 11
- 12 • Continued negotiations with Celina regarding the Memorandum
13 of Understanding and an amendment to the Development
14 Agreement required as a part of the Memorandum of
15 Understanding.
- 16

17 **C. The Receiver is Appointed and Retains Coats Rose**

18 After the Receiver was appointed on February 16, 2006¹, the Receiver
19 retained Coats Rose to continue these efforts. Between February 16, 2006 and
20 July 31, 2006, Coats Rose has, among other things:

- 21
- 22 • Prepared, reviewed and revised a final status report to ALJ;
- 23
- 24 • Prepared a second amendment to the development agreement
25 with Celina;
- 26

27 ¹ For a summary of the scope and circumstances surrounding the Receivership,
28 please refer to the Receiver's Fee Application filed concurrently herewith.

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- Reviewed extensive information pertaining to Celina and the development agreement;
- Communicated extensively regarding the Celina development agreement.
- Conducted further and additional reviews and revisions of the Memorandum of Understanding and Amendment to the Development Agreement as a part of the Memorandum of Understanding in order to meet certain objections raised by Celina;
- Engaged in additional discussions and negotiations with representatives of Celina and Upper Trinity regarding the MOU and proposed Amendment;
- Conducted research and prepared memoranda regarding various usury issues under Texas law in relation to financial transactions entered into prior to the appointment of the receiver;
- Achieved successful resolution of issues regarding the MOU and proposed Amendment to Development Agreement with Celina and effectuated the approval of the MOU and Amendment to Development Agreement by the Celina City Council;

D. Representation Since August 1, 2006.

The above efforts caused Upper Trinity to agree to withdraw its objection to the Application upon final approval of the MOU and proposed

1 Amendment by Celina and all other parties. On or about November 3, 2006, the
2 Applicant received notice from the Texas Commission on Environmental Quality
3 that the Executive Director had issued final approval of its Application. If a motion
4 to overturn is not filed with the chief clerk of the TCEQ on or before November 27,
5 2006, the permit shall be administratively granted.

6
7 **III. DETAILED ANALYSIS OF ALL TIME RECORDED BY**
8 **PROFESSIONALS IN CONNECTION WITH THIS CASE.**

9 Exhibit A to this Application is a detailed description of time expended
10 and fees incurred by Coats Rose's attorneys in connection with this case. Exhibit A
11 also shows the total activity of each attorney who has billed time on this case. In
12 addition, Exhibit A includes a description of each expense incurred by Coats Rose
13 on behalf of Carolina and the Receiver.

14
15 The amounts sought in this Application are reasonable for the
16 professional services performed by Coats Rose on behalf of the Receiver and
17 Carolina, and are the same rates charged to Coats Rose's non-receiver clients for
18 similar services. Coats Rose believes that the services that Coats Rose has rendered
19 constitute necessary and appropriate services incident to the representation of the
20 Receiver. Moreover, Coats Rose believes that the services rendered have also
21 provided substantial benefit to the Receiver and Carolina's investors. As such,
22 Coats Rose submits that the fees requested are properly compensable.

1 **IV. STATEMENT OF QUALIFICATIONS OF COATS ROSE**
2 **PROFESSIONALS CHARGING MATERIAL TIME IN CONNECTION**
3 **WITH THIS CASE.**

4 The professional qualifications of those attorneys who have performed
5 work on this matter to date — Arthur Val Perkins, Julianne Kugle and Richard L.
6 Rose— are attached as Exhibit B.

7
8 **V. CONCLUSION.**

9 Based on the foregoing, Coats Rose requests that its fees and costs be
10 approved and awarded as set forth in this Application.

11
12 Dated: November 14, 2006

13 COATS ROSE YALE RYMAN & LEE, P.C.

14
15 By Arthur Val Perkins
16 ARTHUR VAL PERKINS
17 Counsel for Receiver
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DECLARATION OF ARTHUR VAL PERKINS

I, Arthur Val Perkins, hereby declare and say that:

1. I am an attorney licensed to practice law in the State of Texas and am a member of the bar of Texas. I am a partner in the law firm of Coats Rose Yale Ryman & Lee, P.C. ("Coats Rose"), and one of the attorneys with principal responsibility for this matter. I have responsibility for overseeing the billing in this matter. I have personal knowledge of the facts set forth herein, and if called as a witness could testify competently thereto.

2. The Receiver has reviewed the fee and expense statements reflected in this Fee Application and the Receiver has approved the Fee Application.

I declare under penalty of perjury pursuant to the laws of the United States of America that the foregoing is true and correct and that this Declaration was executed on November 17, 2006.



ARTHUR VAL PERKINS

List of Exhibits

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- Exhibit A Distribution of hours / costs of services rendered, by attorney
- Exhibit B Descriptions of professional education, experience and expertise of
 each attorney who billed time

EXHIBIT “A”

COATS | ROSE
COATS ROSE YALE RYMAN & LEE
A Professional Corporation
 3 E. Greenway Plaza
 Suite 2000
 Houston, Texas 77046
 Phone: 713-651-0111
 Fax: 713-651-0220
 Web: www.coatsrose.com
 Tax I.D. # 76-0294490

THOMAS SEAMAN COMPANY
 1 PARK PLAZA, SUITE 370
 IRVINE, CA 92614

Attention: THOMAS A. SEAMAN, CFA - JUDICIAL RECEIVER

September 12, 2006
 Client: 006262
 Matter: 000001
 Invoice #: 20072536
 Resp. Atty.: AVP
 Page: 1

RE: 14875 PARTNERS, LTD. - TCEQ APPLICATION

For Professional Services Rendered Through August 31, 2006

SERVICES

Date	Atty	Description of Services	Hours	Amount
08/07/2006	AVP	Email and telephone communication regarding Celina and UTRWA action. [CA14].	1.50	\$412.50
08/16/2006	AVP	Regarding MOU and First Amendment. [CA14].	1.00	\$275.00
08/21/2006	AVP	Regarding celina payment and MOU; phone conference with Mr. Stalnaker regarding same. [CA14].	1.00	\$275.00
Total Professional Services			3.50	\$962.50

PERSON RECAP

Person	Level	Hours	Rate	Amount
AVP ARTHUR V. PERKINS	DIRECTOR	3.50	\$275.00	\$962.50

DISBURSEMENTS

Date	Description of Disbursements	Amount
08/08/2006	KENNETH L. MAUN - Miscellaneous	\$5.44
08/16/2006	Photocopies	\$7.00

DISBURSEMENTS

Date	Description of Disbursements	Amount
08/16/2006	FEDERAL EXPRESS CORP. - Courier Service	\$16.56
08/21/2006	Photocopies	\$0.50
	Total Disbursements	\$29.50
	Total Services	\$962.50
	Total Disbursements	\$29.50
	Total Current Charges	\$992.00
	Previous Balance	\$16,153.07
	<i>Less Payments</i>	<i>(\$0.00)</i>
	<i>Less Retainer Applied</i>	<i>(\$0.00)</i>
	<i>Less Trust Applied</i>	<i>(\$0.00)</i>
	<i>Less Credits/Write Offs</i>	<i>(\$0.00)</i>
	PAY THIS AMOUNT	\$17,145.07

Trust Balance	\$0.00
Retainer Balance	\$0.00

TOTALS

Total Current Fees	\$962.50
Total Current Expenses	<u>\$29.50</u>
Current Grand Total	\$992.00

AGGREGATE FILE HOURS, FEES AND EXPENSES

Hours:	3.50
Fees:	\$51,542.50
Expenses:	\$1,452.57
Total Fees & Expenses:	\$52,995.07

MATTER RECAP

	<u>Current Invoice</u>	<u>Since Inception</u>	<u>Total</u>
Services	\$962.50	\$50,580.00	\$51,542.50
Disbursements	<u>\$29.50</u>	<u>\$1,423.07</u>	<u>\$1,452.57</u>
Total	\$992.00	\$52,003.07	\$52,995.07

COATS | ROSE
COATS ROSE YALE RYMAN & LEE

A Professional Corporation

3 E. Greenway Plaza
Suite 2000
Houston, Texas 77046
Phone: 713-651-0111
Fax: 713-651-0220

Web: www.coatsrose.com

Tax I.D. # 76-0294490

THOMAS SEAMAN COMPANY
1 PARK PLAZA, SUITE 370
IRVINE, CA 92614

Attention: THOMAS A. SEAMAN, CFA - JUDICIAL RECEIVER

October 13, 2006

Client: 006262

Matter: 000001

Invoice #: 20073997

Resp. Atty.: AVP

Page: 1

RE: 14875 PARTNERS, LTD. - TCEQ APPLICATION

For Professional Services Rendered Through September 30, 2006

SERVICES

Date	Atty	Description of Services	Hours	Amount
09/12/2006	AVP	Phone conferences with Mr. Stalnaker and clients; prepare, review and revise status report. [CA13].	1.50	\$412.50
09/15/2006	AVP	Prepare, review and revise status report and motion to remand. [CA06].	1.00	\$275.00
09/17/2006	AVP	Review and revise status report and motion to remand. [CA06].	0.80	\$220.00
09/19/2006	RLR	Review draft contract and mark suggested revisions [CA10].	1.50	\$450.00
09/20/2006	RLR	Complete comments to draft contract and forward; review new draft of contract [CA10].	1.00	\$300.00
09/27/2006	AVP	Phone conferences with client and TCEQ re: SOAH Order. [CA13].	1.00	\$275.00
09/28/2006	AVP	Review and revise memorandum and forward to client. [CA02].	1.00	\$275.00
Total Professional Services			7.80	\$2,207.50

EXHIBIT A

PERSON RECAP

Person	Level	Hours	Rate	Amount
AVP ARTHUR V. PERKINS	DIRECTOR	5.30	\$275.00	\$1,457.50
RLR RICHARD L. ROSE	DIRECTOR	2.50	\$300.00	\$750.00

DISBURSEMENTS

Date	Description of Disbursements	Amount
09/19/2006	Photocopies	\$18.00
09/19/2006	Telecopy	\$9.00
09/19/2006	Telecopy	\$9.00
09/19/2006	Telecopy	\$9.00
09/19/2006	Telecopy	\$9.00
09/19/2006	Telecopy	\$9.00
09/19/2006	Telecopy	\$9.00
09/19/2006	FEDERAL EXPRESS CORP. - Courier Service	\$11.86
09/19/2006	FEDERAL EXPRESS CORP. - Courier Service	\$11.86

Total Disbursements \$95.72

Total Services	\$2,207.50
Total Disbursements	\$95.72
Total Current Charges	\$2,303.22
Previous Balance	\$17,145.07
Less Payments	(\$0.00)
Less Retainer Applied	(\$0.00)
Less Trust Applied	(\$0.00)
Less Credits/Write Offs	(\$0.00)
PAY THIS AMOUNT	\$19,448.29

Trust Balance \$0.00
 Retainer Balance \$0.00

TOTALS

Total Current Fees	\$2,207.50
Total Current Expenses	<u>\$95.72</u>
Current Grand Total	\$2,303.22

AGGREGATE FILE HOURS, FEES AND EXPENSES

Hours:	7.80	
Fees:	\$53,750.00	
Expenses:	\$1,548.29	
Total Fees & Expenses:		\$55,298.29

MATTER RECAP

	<u>Current Invoice</u>	<u>Since Inception</u>	<u>Total</u>
Services	\$2,207.50	\$51,542.50	\$53,750.00
Disbursements	<u>\$95.72</u>	<u>\$1,452.57</u>	<u>\$1,548.29</u>
Total	\$2,303.22	\$52,995.07	\$55,298.29

TASK RECAP

Services			Disbursements	
<u>Category</u>	<u>Hours</u>	<u>Amount</u>	<u>Category</u>	<u>Amount</u>
CA02	1.00	\$275.00	E100 - E101	\$18.00
CA06	1.80	\$495.00	E100 - E104	\$54.00
CA10	2.50	\$750.00	E100 - E107	\$23.72
CA13	2.50	\$687.50		
	<u>7.80</u>	<u>\$2,207.50</u>		<u>\$95.72</u>

BREAKDOWN BY PERSON

<u>Person</u>	<u>Category</u>	<u>Hours</u>	<u>Amount</u>
AVP ARTHUR V. PERKINS	CA02	1.00	\$275.00
AVP ARTHUR V. PERKINS	CA06	1.80	\$495.00
AVP ARTHUR V. PERKINS	CA13	2.50	\$687.50
RLR RICHARD L. ROSE	CA10	2.50	\$750.00
		<u>7.80</u>	<u>\$2,207.50</u>

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THOMAS SEAMAN COMPANY
1 PARK PLAZA, SUITE 370
IRVINE, CA 92614
Attention: THOMAS A. SEAMAN, CFA - JUDICIAL RECEIVER

November 09, 2006
Client: 006262
Matter: 000001
Invoice #: 20075473
Resp. Atty.: AVP
Page: 1

RE: 14875 PARTNERS, LTD. - TCEQ APPLICATION

For Professional Services Rendered Through October 31, 2006

SERVICES

Date	Atty	Description of Services	Hours	Amount
10/10/2006	AVP	Review file materials [CA15].	1.75	\$481.25
Total Professional Services			1.75	\$481.25

PERSON RECAP

Person	Level	Hours	Rate	Amount
AVP ARTHUR V. PERKINS	DIRECTOR	1.75	\$275.00	\$481.25

DISBURSEMENTS

Date	Description of Disbursements	Amount
10/03/2006	Telecopy	\$4.00
10/03/2006	Telecopy	\$4.00
10/03/2006	Telecopy	\$4.00
Total Disbursements		\$12.00

Total Services	\$481.25
Total Disbursements	\$12.00
Total Current Charges	\$493.25
Previous Balance	\$19,448.29
<i>Less Payments</i>	<i>(\$16,152.00)</i>
<i>Less Retainer Applied</i>	<i>(\$0.00)</i>
<i>Less Trust Applied</i>	<i>(\$0.00)</i>
<i>Less Credits/Write Offs</i>	<i>(\$0.00)</i>
PAY THIS AMOUNT	\$3,789.54

Trust Balance	\$0.00
Retainer Balance	\$0.00

TOTALS

Total Current Fees	\$481.25
Total Current Expenses	<u>\$12.00</u>
Current Grand Total	\$493.25

AGGREGATE FILE HOURS, FEES AND EXPENSES

Hours:	1.75
Fees:	\$54,231.25
Expenses:	\$1,560.29
Total Fees & Expenses:	\$55,791.54

MATTER RECAP

	Current Invoice	Since Inception	Total
Services	\$481.25	\$53,750.00	\$54,231.25
Disbursements	<u>\$12.00</u>	<u>\$1,548.29</u>	<u>\$1,560.29</u>
Total	\$493.25	\$55,298.29	\$55,791.54

TASK RECAP

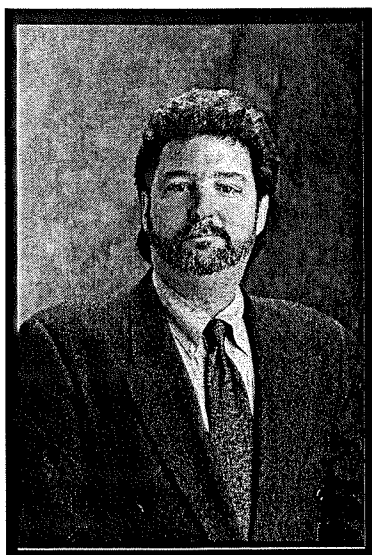
Services			Disbursements	
<u>Category</u>	<u>Hours</u>	<u>Amount</u>	<u>Category</u>	<u>Amount</u>
CA15	1.75	\$481.25	E100 - E104	\$12.00
	<u>1.75</u>	<u>\$481.25</u>		<u>\$12.00</u>

BREAKDOWN BY PERSON

<u>Person</u>	<u>Category</u>	<u>Hours</u>	<u>Amount</u>
AVP ARTHUR V. PERKINS	CA15	1.75	\$481.25
		<u>1.75</u>	<u>\$481.25</u>

EXHIBIT “B”

With over 20 years of experience in litigation and in municipal and legislative representation, Val has represented clients not only on all levels of the state and federal courts but also before the Texas Legislature and before a number of Texas municipalities and administrative agencies.



Val graduated Phi Beta Kappa from Tulane University and received his law degree *cum laude* from the Harvard Law School in 1979. He is licensed to practice before all Texas state courts and in the United States District Courts for the Southern District of Texas and the United States Court of Appeals for the Fifth Circuit. He has also appeared in matters before the Supreme Court of Texas and the United States Supreme Court.

As a lobbyist, Val has represented clients before the Texas Legislature in business, construction, health care, real estate, housing and other issues since 1981, as well as in administrative matters and in administrative hearings before state agencies, Houston area city councils and school district boards.

Val has extensive litigation experience not only in general and commercial litigation but also in areas of real estate, construction, environmental, zoning and public liability law and as a municipal lawyer, having represented Houston area municipalities on a full time basis and in matters of individual case representation since 1980.

COATS | ROSE

COATS | ROSE | YALE | RYMAN | LEE

Ms. Kugle is a Director in the Public Finance and Real Estate Sections of the firm. Her area of practice includes representation of special purpose districts, real estate developers and landowners.

Ms. Kugle represents municipal utility districts, public improvement districts



and tax increment investment zones located throughout Texas. Her representation as general counsel and bond counsel to special purpose districts involves creation and administration of such districts and the issuance of tax-exempt financings. Ms. Kugle's representation of real estate developers is primarily focused on residential and commercial projects, including the acquisition, development and disposition of property.

Ms. Kugle was born in New Braunfels, Texas, August 8, 1969. She is a graduate of Texas A&M University, Class of 1991 (B.S. Agricultural Economics) and the University of Houston Law Center (J.D., 1994). Ms. Kugle was admitted to the bar in Texas in 1994 and joined Coats | Rose in 1997, after working at Phillips Petroleum Company. She is a member of the Houston Bar Association, the State Bar of Texas, the American Bar Association and the National Association of Bond Lawyers.

COATS | ROSE

COATS | ROSE | YALE | RYMAN | LEE

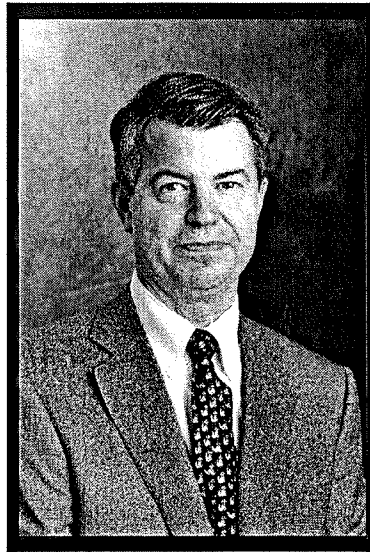
A Professional Corporation

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EXHIBIT B

RICHARD L. ROSE | Director

Mr. Rose is a director in the real estate section of the firm and a specialist in real estate development and the financing of real estate projects. He also serves as managing director/president of the firm. Mr. Rose has represented numerous real estate developers in connection with the development of all



types of commercial and residential projects in Texas and other states in excess of twenty-five years. He has particular expertise in the development of master-planned residential communities, and among other projects, has been involved with the Coles Crossing, Silverlake, Sienna Plantation, New Territory, Fall Creek, Seven Meadows, Riverstone, Woodbridge, and The Mews projects in the Houston area, the Stonebriar project in Dallas, and the Towne Lake and Bridgemill projects in

Atlanta. Mr. Rose has extensive experience in the representation of commercial real estate developers in connection with acquisitions, sales, leases, construction and permanent financings.

Mr. Rose was born in Knoxville, Tennessee on September 5, 1949 and was admitted to the bars of Tennessee and Texas in 1974. He graduated from the University of Tennessee (B.S., with high honors, 1971; J.D., 1974) where he was a member of Phi Kappa Phi, Beta Gamma Sigma, Phi Delta Phi, and the Order of the Coif and served as Editor-in-Chief of the Tennessee Law Review.

COATS | ROSE

COATS | ROSE | YALE | RYMAN | LEE

A Professional Corporation

289015.1/000001.000001

EXHIBIT B

RICHARD L. ROSE | *Director*

Mr. Rose is a member of the Houston Bar Association, the State Bar of Texas, the American Bar Association and the National Association of Bond Lawyers. Mr. Rose was certified in Commercial Real Estate Law by the Texas Board of Legal Specialization in 1986 and recertified in 1991, 1996 and 2001.

COATS | ROSE

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