

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address GOLDEN GOODRICH LLP Jeffrey I. Golden, State Bar No. 133040 jgolden@go2.law Ryan W. Beall, State Bar No. 313774 rbeall@go2.law 3070 Bristol Street, Suite 640 Costa Mesa, California 92626 Telephone 714-966-1000 Facsimile 714-966-1002 <input type="checkbox"/> Individual appearing without attorney <input checked="" type="checkbox"/> Attorney for: Chapter 7 Trustee Weneta M.A. Kosmala	FOR COURT USE ONLY
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UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA DIVISION	
In re: TIDALWAVE FINANCE CORPORATION, Debtor(s).	CASE NO.: 8:23-bk-10794-SC CHAPTER: 7 <p style="text-align: center; font-weight: bold; font-size: 1.2em;">NOTICE OF SALE OF ESTATE PROPERTY</p>

Sale Date: 12/12/2023	Time: 11:00 am
Location: United States Bankruptcy Court, Courtroom 5C - Via ZoomGov	

Type of Sale: Public Private **Last date to file objections:** 11/28/2023

Description of property to be sold: All the Estate's right, title and interest in the Debtor's assets, including, but not limited to, all remaining car loan receivables, all titles held by the Debtor, and any other assets of the Debtor other than certain excluded assets. See attached notice of hearing.

Terms and conditions of sale: Subject to overbid. Sale is "as is, where is," with no warranties or guaranties of any kind. Offer must be non-contingent and "all cash" to the estate. Subject to Bankruptcy Court approval. Other terms and conditions apply; see motion on file with the Clerk of Court.

Proposed sale price: \$ 6,000.00

This form is mandatory. It has been approved for use in the United States Bankruptcy Court for the Central District of California.

Overbid procedure (if any): Overbid increments: \$1,000.00 initial/\$1,000.00 thereafter/\$7,000.00 deposit required.
See attached overbid procedures.

If property is to be sold free and clear of liens or other interests, list date, time and location of hearing:

Sale Date: December 12, 2023 at 11:00 a.m.

Location

United States Bankruptcy Court

Central District of California, Santa Ana Division

411 W. Fourth Street, Courtroom 5C, Santa Ana, CA 92701

Video and audio connection information for the hearing will be provided on Judge Clarkson's publicly posted hearing calendar, which may be viewed online at: <http://ecf-ciao.cacb.uscourts.gov/CiaoPosted/?jid=SC>.

Contact person for potential bidders (include name, address, telephone, fax and/or email address):

Ryan W. Beall, Esq.

Golden Goodrich LLP

3070 Bristol Street, Suite 640

Costa Mesa, CA 92626

714-966-1000; 714-966-1002

rbeall@go2.law

Date: 11/16/2023

Overbid Procedures - Case No. 8:23-bk-10794-SC

The Trustee proposes the following procedure to allow for overbids prior to the Court's approval of the sale of the Assets to ensure the Assets are sold for the best possible price:

1. Qualifying bidders ("Qualifying Bidder") shall:
 - a. Bid at least \$7,000.00 in cash for the Assets;
 - b. Set forth in writing the terms and conditions of the offer that are at least as favorable to the Trustee as those set forth in the Sale Agreement attached to the Motion as **Exhibit 2**;
 - c. Be financially qualified, in the Trustee's exercise of her sound business judgment, to close the sale as set forth in the Sale Agreement;
 - d. Submit an offer that does not contain any contingencies to closing the sale, including, but not limited to, financing, inspection, or repair contingencies;
 - e. Submit a cash deposit in the amount of \$7,000.00 ("Overbid Deposit") payable to Weneta M.A. Kosmala, Chapter 7 Trustee for the Bankruptcy Estate of Tidalwave Finance Corporation, in the form of a cashier's check, which Overbid Deposit shall be non-refundable if the bid is deemed to be the Successful Bid, as defined in paragraph 4 below. The Overbid Deposit, written offer, and evidence of financial qualification must be delivered to the Trustee's counsel (at the address shown in the upper left hand corner of the first page of this Motion) by no later than **4:00 p.m.**, Pacific Standard Time, two business days prior to the scheduled hearing ("Overbid Deadline"). In her absolute and sole discretion, the Trustee shall have the right to accept additional overbids submitted prior to the hearing but after the Overbid Deadline.

2. If the Trustee receives a Qualified Bid by the Overbid Deadline, an auction will take place at the time of the hearing on the Motion ("Auction"). Only Buyer and any party who is deemed a Qualifying Bidder shall be entitled to bid.

3. Any incremental bid in the bidding process shall be at least \$1,000.00 higher than the prior bid for the Assets.

4. At the hearing on the Motion and upon conclusion of the Auction, the Trustee shall decide, subject to Court approval, which of the bids is the best bid, and such bid shall be deemed to be the "Successful Bid." The bidder who is accepted by the Trustee as the successful bidder ("Successful Bidder") must pay all amounts reflected in the Successful Bid in cash no later than 5 days after the Effective Date. The Trustee may also acknowledge a back-up bidder ("Back-Up Bidder") which shall be the bidder with the next best bid. Should the Successful Bidder fail to close the sale of the Assets, the Trustee may sell the Assets to the Back-Up Bidder without further Court order.

5. Overbids shall be all cash and no credit shall be given to the purchaser or overbidder(s).

1 **GOLDEN GOODRICH LLP**
Jeffrey I. Golden, State Bar No. 133040
2 jgolden@go2.law
Ryan W. Beall, State Bar No. 313774
3 rbeall@go2.law
3070 Bristol Street, Suite 640
4 Costa Mesa, California 92626
Telephone 714-966-1000
5 Facsimile 714-966-1002

6 Counsel for Chapter 7 Trustee
Weneta M.A. Kosmala
7

8 **UNITED STATES BANKRUPTCY COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA DIVISION**

10 In re
11 TIDALWAVE FINANCE CORPORATION,
12 Debtor.

Case No. 8:23-bk-10794-SC

Chapter 7

**NOTICE OF HEARING ON CHAPTER 7
TRUSTEE'S MOTION FOR ORDER:**
(1) **AUTHORIZING SALE OF
PERSONAL PROPERTY FREE AND
CLEAR OF LIENS, CLAIMS, AND
INTERESTS PURSUANT TO
11 U.S.C. §§ 363(b) AND (f);**
(2) **APPROVING OVERBID
PROCEDURES;**
(3) **APPROVING BUYER,
SUCCESSFUL BIDDER, AND
BACK-UP BIDDER AS GOOD-
FAITH PURCHASER PURSUANT
TO 11 U.S.C. § 363(m); AND**
(4) **WAIVING ANY LODGING PERIODS
AND ANY STAY OF THE ORDER
ON THE MOTION**

Remote Hearing:

DATE: December 12, 2023
TIME: 11:00 a.m.
CTRM: Courtroom 5C/Via ZoomGov
411 West Fourth Street
Santa Ana, CA 92701

Golden Goodrich LLP
3070 Bristol Street, Suite 640
Costa Mesa, California 92626
Tel 714-966-1000 Fax 714-966-1002

1 **TO THE DEBTOR, CREDITORS, OFFICE OF THE UNITED STATES TRUSTEE AND**
2 **ALL PARTIES IN INTEREST:**

3 **PLEASE TAKE NOTICE** that on **December 12, 2023, at 11:00 a.m.** in the United
4 States Bankruptcy Court for the Central District of California, Santa Ana Division, located
5 at 411 W. Fourth Street, Santa Ana, California, in Courtroom 5C, the Court will hold a
6 hearing on the *Motion for Order: (1) Authorizing Sale of Personal Property Free and Clear*
7 *of Liens, Claims, and Interests Pursuant to 11 U.S.C. §§ 363(b) and (f); (2) Approving*
8 *Overbid Procedures; (3) Approving Buyer, Successful Bidder, and Back-up Bidder as*
9 *Good-Faith Purchaser Pursuant to 11 U.S.C. § 363(m); and (4) Waiver of any Lodging*
10 *Periods and any Stay of the Order on the Motion* (“Motion”)¹ filed by Weneta M.A.
11 Kosmala, the chapter 7 trustee (“Trustee”) for the bankruptcy estate (“Estate”) of
12 Tidalwave Finance Corporation (“Debtor”), which seeks an order:

13 1. approving the Sale Agreement (defined below) and the sale of all the
14 Debtor’s assets, including, but not limited to, all remaining car loan receivables, all titles
15 held by the Debtor, and any other assets of the Debtor (“Assets”) other than certain
16 excluded assets, free and clear of any and all liens, claims, and interests, pursuant to
17 11 U.S.C. §§ 363(b) and (f);

18 a. to Access Finance, Inc. (“Buyer”), whose address is 3415 S.
19 Sepulveda Blvd., Suite 410, Los Angeles, California 90034, for \$6,000.00
20 (“Purchase Price”) pursuant to the terms of the Sale Agreement (“Sale Agreement”)
21 attached as Exhibit 2 to the Motion; or

22 b. to the successful bidder whose purchase offer for the Assets is
23 accepted by the Trustee at the hearing on the Motion;

24 2. approving the overbid procedures set forth in the Motion as summarized
25 below;

26 3. approving the Buyer, the successful bidder, and the back-up bidder as a
27 “good faith” purchaser under § 363(m) of the Bankruptcy Code;

28 4. authorizing the Trustee to pay, from the Net Proceeds, any tax liability to the
Estate from the sale;

5. authorizing the Trustee to take any and all necessary actions to
consummate the sale of the Assets;

6. waiving any requirements for lodging periods of the order approving the
Motion imposed by Local Bankruptcy Rule 9021-1 and any other applicable bankruptcy
rules; and

7. waiving the stay of the order approving the Motion imposed by Federal Rule
of Bankruptcy Procedure 6004(h) and any other applicable bankruptcy rules.

The Trustee does not believe there will be any tax consequences from the sale. If
there is any net gain to the Estate, it will be paid from the sale proceeds.

¹ All capitalized terms have the same meaning or definition as the capitalized terms in the Motion.

1 **PLEASE TAKE FURTHER NOTICE** that the Trustee seeks to sell the Assets free
2 and clear of any and all liens, claims, and interests. In its bankruptcy schedules, the
3 Debtor scheduled accounts receivable with a value of \$124,627.92. The Debtor did not
4 schedule any liens against the A/R. The Debtor's A/R has been collected throughout the
5 case. The Buyer has investigated the remaining A/R of the Debtor in order to determine
6 the sale price.

7 **PLEASE TAKE FURTHER NOTICE that all overbids must be in writing and**
8 **must be submitted to the Trustee's counsel whose address is listed in the top left**
9 **hand corner of the first page of the instant Notice. Overbids are due two business**
10 **days prior to the hearing on the Motion ("Overbid Deadline").**

11 **PLEASE TAKE FURTHER NOTICE** that the overbid procedures sought to be
12 approved by the Court are as follows:

- 13 1. Qualifying bidders ("Qualifying Bidder") shall:
 - 14 a. Bid at least \$7,000.00 in cash for the Assets;
 - 15 b. Set forth in writing the terms and conditions of the offer that are
16 at least as favorable to the Trustee as those set forth in the Sale Agreement
17 attached to the Motion as **Exhibit 2**;
 - 18 c. Be financially qualified, in the Trustee's exercise of her sound
19 business judgment, to close the sale as set forth in the Sale Agreement;
 - 20 d. Submit an offer that does not contain any contingencies to
21 closing the sale, including, but not limited to, financing, inspection, or repair
22 contingencies;
 - 23 e. Submit a cash deposit in the amount of \$7,000.00 ("Overbid
24 Deposit") payable to Weneta M.A. Kosmala, Chapter 7 Trustee for the
25 Bankruptcy Estate of Tidalwave Finance Corporation, in the form of a
26 cashier's check, which Overbid Deposit shall be non-refundable if the bid is
27 deemed to be the Successful Bid, as defined in paragraph 4 below. The
28 Overbid Deposit, written offer, and evidence of financial qualification must be
delivered to the Trustee's counsel (at the address shown in the upper left
hand corner of the first page of this Motion) by no later than **4:00 p.m.**,
Pacific Standard Time, two business days prior to the scheduled hearing
("Overbid Deadline"). In her absolute and sole discretion, the Trustee shall
have the right to accept additional overbids submitted prior to the hearing
but after the Overbid Deadline.
2. If the Trustee receives a Qualified Bid by the Overbid Deadline, an
auction will take place at the time of the hearing on the Motion ("Auction"). Only
Buyer and any party who is deemed a Qualifying Bidder shall be entitled to bid.
3. Any incremental bid in the bidding process shall be at least \$1,000.00
higher than the prior bid for the Assets.
4. At the hearing on the Motion and upon conclusion of the Auction, the
Trustee shall decide, subject to Court approval, which of the bids is the best bid,
and such bid shall be deemed to be the "Successful Bid." The bidder who is
accepted by the Trustee as the successful bidder ("Successful Bidder") must pay
all amounts reflected in the Successful Bid in cash no later than 5 days after the
Effective Date. The Trustee may also acknowledge a back-up bidder ("Back-Up
Bidder") which shall be the bidder with the next best bid. Should the Successful
Bidder fail to close the sale of the Assets, the Trustee may sell the Assets to the
Back-Up Bidder without further Court order.
5. Overbids shall be all cash and no credit shall be given to the
purchaser or overbidder(s).

1 The Motion is based upon the Memorandum of Points and Authorities, the
2 Declarations of Weneta M.A. Kosmala and Avishai Shraga, and the Exhibits attached to
3 the Motion, all pleadings, papers and records on file with the Court, and on such other
evidence, oral or documentary, as may be presented to the Court at the time of the
hearing on the Motion.

4 **PLEASE TAKE FURTHER NOTICE that the hearing will be conducted**
5 **remotely using ZoomGov. Video and audio connection information for the hearing**
6 **will be provided on Judge Clarkson's publicly posted hearing calendar, which may**
7 **be viewed online at: <http://ecf-ciao.cacb.uscourts.gov/CiaoPosted/?jid=SC>.**

8 **Your Rights May Be Affected.** You should read these papers carefully and
9 discuss them with your attorney, if you have one. (If you do not have an attorney, you
10 may wish to consult one.)

11 **Deadline for Opposition Papers.** The Motion is being heard on regular notice
12 pursuant to LBR 9013-1. If you wish to oppose the Motion, you must file a written
13 response with the Court and serve a copy of it upon the Movant or Movant's attorney at
14 the address set forth above no less than **14 days** prior to the above hearing date. If you
15 fail to file a written response to the Motion within such time period, the Court may treat
16 such failure as a waiver of your right to oppose the Motion and may grant the requested
relief.

17 **Hearing Date Obtained Pursuant to Judge's Self-Calendaring Procedure.** The
18 undersigned hereby verifies that the above hearing date and time were available for this
19 type of Motion according to the judge's self-calendaring procedures.

20 **PLEASE TAKE FURTHER NOTICE** that any party requesting a copy of the Motion
21 or any supporting documents filed with the Court with respect to the Motion may contact
22 counsel for the Trustee, Ryan W. Beall, Golden Goodrich LLP by email at rbeall@go2.law,
23 by mail at 3070 Bristol Street, Suite 640, Costa Mesa, California 92626, or by telephone at
24 (714) 966-1000.

25 Dated: November 16, 2023

GOLDEN GOODRICH LLP

26 By: /s/ Ryan W. Beall

27 RYAN W. BEALL
28 Attorneys for Chapter 7 Trustee,
Weneta M.A. Kosmala

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:

3070 Bristol Street, Suite 640, Costa Mesa, California 92626

A true and correct copy of the foregoing document entitled (*specify*): **NOTICE OF HEARING ON CHAPTER 7 TRUSTEE'S MOTION FOR ORDER: (1) AUTHORIZING SALE OF PERSONAL PROPERTY FREE AND CLEAR OF LIENS, CLAIMS, AND INTERESTS PURSUANT TO 11 U.S.C. §§ 363(B) AND (F); (2) APPROVING OVERBID PROCEDURES; (3) APPROVING BUYER, SUCCESSFUL BIDDER, AND BACK-UP BIDDER AS GOOD-FAITH PURCHASER PURSUANT TO 11 U.S.C. § 363(M); AND (4) WAIVING ANY LODGING PERIODS AND ANY STAY OF THE ORDER ON THE MOTION**

will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner indicated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) **November 16, 2023**, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) **November 16, 2023**, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) **November 16, 2023**, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

The Honorable Scott Clarkson, 411 W. 4th Street, Ctrm 5C, Santa Ana, CA 92701

Service information continued on attached page

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

November 16, 2023

Date

Kelly Adele

Printed Name

Kelly Adele

Signature

SERVED BY UNITED STATES MAIL:

Tidalwave Finance Corporation
Attn: Elvia Garcia
1560 Brookhollow Dr, Suite 201
Santa Ana, CA 92705

Debtor

Honorable Scott C. Clarkson
United States Bankruptcy Court
Central District of California, Santa Ana Division
411 W Fourth St., Suite 5130/Ctrm 5C
Santa Ana, CA 92701-4593

Amanda Grey
565 Clayton St.
Denver, CO 80206-4232

Barbara Merill
PO Box 3857
Palm Desert, CA 92261-3857

Barbara Merrill
519 Falcon View Circle
Palm Desert, CA 92211

Daphne Masin
D Masin Consulting LLC
710 S. Myrtle Ave, #516
Monrovia, CA 91016

Elizabeth Beresford
PO Box 27874
Santa Ana, CA 92799-7874

Employment Development Department
Bankruptcy Group MIC 92E
PO Box 826880
Sacramento, CA 94280

Estate of T.F. Beresford
PO Box 80578
Rancho Santa Margarita, CA 92688-0578

Franchise Tax Board
Bankruptcy Section, MS: A-340
PO Box 2952
Sacramento, CA 95812

H. Vincent McNally (Vincent H. McNally in
Petition)
12424 Wilshire Blvd, Suite 900
Los Angeles, CA 90025

Hilda E. Hoffman Trust
333 Old Mill Rd #199
Santa Barbara, CA 93110-3537

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101

Jeff Beresford
33601 Windlass Dr.
Dana Point, CA 92629-4472

John Cymerint
24681 Venablo Dr.
Mission Viejo, CA 92691-5018

Julie Mullen
13672 Goldenwest St. Ste. H
Westminster, CA 92683-7917

Julie Mullen
6606 E. Bay Shore Walk
Long Beach, CA 90803-4531

Nancy Clarke & Mary J.T. Trust
43 Vesta St.
San Francisco, CA 94124-2544

Nancy Clarke & Mary J.T. Trust
c/o Andrew Benton, Trustee
43 Vesta St.
San Francisco, CA 94124

Ocean Insurance Co. Ltd.
PO Box 27874
Santa Ana, CA 92799-7874

Renroc Insurance Co. LTR
9160 Deering Ave.
Chatsworth, CA 91311-5801

State Board of Equalization
PO Box 942879
Sacramento, CA 94279

Susan Bernstein
1645 Clark Ave, #118
Long Beach, CA 90815

Theodore R. Beresford
PO Box 27874
Santa Ana, CA 92799-7874

Vincent H. McNally
12424 Wilshire Blvd. Ste. 900
Los Angeles, CA 90025-1071

SERVICE BY EMAIL

Avishai Shruga, President
Access Finance, Inc.
avi@accessfinanceinc.com

Electronic Mail Notice List

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kadele@go2.law;dfitzgerald@go2.law;rbeall@ecf.courtdrive.com;cmeecker@go2.law
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eyi.b117954@notify.bestcase.com
Richard H Golubow rgolubow@wghlawyers.com,
jmartinez@wghlawyers.com;svillegas@wghlawyers.com
Weneta M.A. Kosmala (TR) ecf.alert+Kosmala@titlexi.com,
wkosmala@txitrustee.com;dmf@txitrustee.com;sdk@txitrustee.com
Christopher J Langley chris@slclawoffice.com,
omar@slclawoffice.com;langleycr75251@notify.bestcase.com;ecf123@casedriver.com
United States Trustee (SA) ustpreion16.sa.ecf@usdoj.gov

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:

3070 Bristol Street, Suite 640, Costa Mesa, California 92626

A true and correct copy of the foregoing document entitled (*specify*): **NOTICE OF SALE OF ESTATE PROPERTY** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner indicated below:

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The Honorable Scott Clarkson, 411 W. 4th Street, Ctrm 5C, Santa Ana, CA 92701

Service information continued on attached page

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

November 16, 2023
Date

Kelly Adele
Printed Name


Signature

Electronic Mail Notice List

Ryan W Beall rbeall@go2.law, kadele@go2.law;dfitzgerald@go2.law;rbeall@ecf.courtdrive.com;cmeecker@go2.law
Jeffrey I Golden jgolden@go2.law,
kadele@ecf.courtdrive.com;cbmeecker@gmail.com;lbracken@wglp.com;dfitzgerald@go2.law;golden.jeffreyi.b117954@n
otify.bestcase.com
Richard H Golubow rgolubow@wghlawyers.com, jmartinez@wghlawyers.com;svillegas@wghlawyers.com
Weneta M.A. Kosmala (TR) ecf.alert+Kosmala@titlexi.com,
wkosmala@txitrustee.com;dmf@txitrustee.com;sdk@txitrustee.com
Christopher J Langley chris@slclawoffice.com,
omar@slclawoffice.com;langleycr75251@notify.bestcase.com;ecf123@casedriver.com
United States Trustee (SA) ustpreion16.sa.ecf@usdoj.gov