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 9 GENERAL ELECTRIC CAPITAL
 10 CORPORATION, CEF FUNDING II, L.L.C.
 11 and CEF FUNDING V, LLC

8 UNITED STATES DISTRICT COURT
 9 FOR THE EASTERN DISTRICT OF CALIFORNIA - SACRAMENTO

10 GENERAL ELECTRIC CAPITAL
 11 CORPORATION; CEF FUNDING II,
 12 L.L.C. and CEF FUNDING V, LLC,

13 Plaintiffs,

14 v.

15 TEN FORWARD DINING, INC.;
 16 DELIGHTFUL DINING, INC.; TGIA
 17 RESTAURANTS, INC.; KOBRA
 18 RESTAURANT PROPERTIES, L.L.C.;
 19 ABOLGHASSEM ALIZADEH; THE
 20 MECHANICS BANK; EQUITY
 21 LENDERS, LLC; APEX PROPERTY
 22 ADVISORS INC.; KEY REAL ESTATE
 23 EQUITY CAPITAL, INC.; COUNTY
 24 OF SACRAMENTO DEPARTMENT
 25 OF PUBLIC WORKS
 26 ADMINISTRATION; STATE OF
 27 CALIFORNIA EMPLOYMENT
 28 DEVELOPMENT DEPARTMENT;
 UNITED STATES OF AMERICA;
 CITY OF CITRUS HEIGHTS; CITY OF
 ELK GROVE; CITY OF REDDING;
 CITY OF GRASS VALLEY; COUNTY
 OF PLACER; COUNTY OF
 SACRAMENTO; COUNTY OF
 SHASTA; COUNTY OF NEVADA, and
 DOES 1 – 100, INCLUSIVE,

Defendants.

Case No. 2:09-cv-03296-FCD-EFB

Assigned to Judge:
 Hon. Frank C. Damrell, Jr.

Assigned to Magistrate:
 Hon. Edmund F. Brennan

**STIPULATION TO DISMISS,
 WITHOUT PREJUDICE,
 DEFENDANT KEY REAL
 ESTATE EQUITY CAPITAL,
 INC.; ORDER**

Complaint Filed on: Nov. 25, 2009

1 Plaintiffs General Electric Capital Corporation; CEF Funding II, L.L.C. and
2 CEF Funding V, LLC (“Plaintiffs”), on the one hand, and Defendant Key Real
3 Estate Equity Capital, Inc. (“KREEC”), on the other hand, (collectively Plaintiffs
4 and KREEC are referred to as, the “Parties”) by and through their respective
5 attorneys of record, HERBY STIPULATE AND AGREE UPON THE
6 FOLLOWING:

7 1. On November 25, 2009, Plaintiffs initiated this lawsuit by filing a
8 Complaint for Damages and Injunctive Relief (“Complaint”) against various
9 defendants, including KREEC. In the Complaint, Plaintiffs allege that KREEC
10 may have or asserts an interest in the real and personal properties at issue in this
11 lawsuit.

12 2. Based on information currently available to Plaintiffs, it appears
13 KREEC is not a proper party to this lawsuit. KREEC represents and warrants that
14 it has assigned any and all of its interests in the real and personal properties at issue
15 in this lawsuit pursuant to an assignment of judgment (“Assignment”) entered in the
16 Placer County Superior Court case entitled, *Key Real Estate Equity Capital, Inc. v.*
17 *Kobra Properties, et al.*, Case No. SCV22771. As such, Plaintiffs have agreed to
18 dismiss, without prejudice, KREEC from this lawsuit.

19 3. In exchange for the dismissal, without prejudice, KREEC has agreed
20 to a waiver of all fees and costs against Plaintiffs and not seek any action relating
21 thereto.

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1 4. If the Assignment proves to be incorrect or KREEC needs to be
2 involved in this lawsuit for any other reason, then KREEC will agree that it can be
3 brought back in as a party without prejudice to Plaintiffs and without argument by
4 KREEC.

5 SO STIPULATED AND AGREED:

6 Dated: May 31, 2011

KUTAK ROCK LLP

7
8 By: /s/ J. David Bournazian

9 J. David Bournazian
10 Attorneys for Plaintiffs
11 GENERAL ELECTRIC CAPITAL
12 CORPORATION, CEF FUNDING II,
13 L.L.C. and CEF FUNDING V, LLC

14 Dated: May ____, 2011

PROCOPIO, CORY, HARGREAVES &
SAVITCH LLP

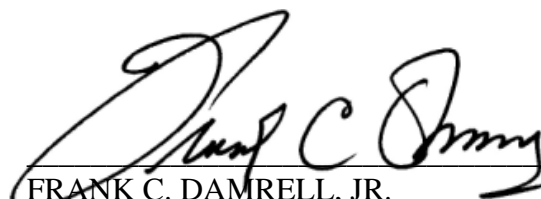
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17 By: /s/

18 Gerald P. Kennedy
19 Attorneys for Defendant
20 KEY REAL ESTATE EQUITY
21 CAPITAL, INC.

22
23 **ORDER**

24 **IT IS SO ORDERED.**

25 Dated: June 2, 2011

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27 FRANK C. DAMRELL, JR.
28 UNITED STATES DISTRICT JUDGE