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IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA

WAYFARER AVIATION, INC.,
Plaintiff,

No. C 10-00165 CRB

~~[PROPOSED]~~

v.

CHARGING ORDER

THE HALSEY MCLEAN MINOR
REVOCABLE TRUST U/A/D 11/2/2004,
Defendant.

_____ /

Upon review of *Plaintiff's Application For Order Charging Defendant/Judgment Debtor's Membership Interests In Limited Liability Companies*, and for good cause shown, said Motion is hereby granted.

Pursuant to Cal Code Civ Proc § 708.310, the Court orders that the interest of the defendant and judgment debtor, The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004, in any of the following limited liability companies ("Parties Being Charged") is hereby charged and shall be applied toward satisfaction of the Judgment entered on March 24, 2011, against The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004 and in favor of the plaintiff and judgment creditor, Wayfarer Aviation, Inc., nka WAI Liquidating Co., Inc. ("Wayfarer"), in the amount of \$608,619.55 (dckt. no. 38). The charging order shall include The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004's membership interests in:

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- * Fox Ridge Farm, LLC
Principal Office:
17182 Fox Ridge Lane
Smithfield, VA 23430

- Fox Ridge Farm, LLC
Registered Agent:
Robyn H. Hansen
Jones, Blechman, Woltz & Kelly
701 Town Center Drive, Suite 800
Newport News, VA 23606

- * Fox Ridge Farms Holdings, LLC
Principal Office:
530 E. Main Street
Charlottesville, VA 22902

- Fox Ridge Farms Holdings, LLC
Registered Agent:
David H. Pettit
530 E. Main Street
Charlottesville, VA 22902

- * Fox Ridge Farms Management, LLC
Principal Office:
530 E. Main Street
Charlottesville, VA 22902

- Fox Ridge Farms Management, LLC
Registered Agent:
David H. Pettit
530 E. Main Street
Charlottesville, VA 22902

- * Fox Ridge Investments, LLC
Principal Office:
2787 C S Farm Road
Free Union, VA 22940

- Fox Ridge Investments, LLC
Registered Agent:
David H. Pettit
530 E. Main Street
Charlottesville, VA 22902

- * Minor Management Services, LLC
Registered Agent:
CT Corporation System

1 818 West Seventh Street, 2nd Floor
Los Angeles, CA 90017

2 * Minor/O'Brien Ventures I, L.L.C.
3 Principal Office:
4 580 California Street, Suite 1600
San Francisco, CA 94140

5 Minor/O'Brien Ventures I, L.L.C.
6 Registered Agent:
7 CT Corporation System
8 818 West Seventh Street, 2nd Floor
Los Angeles, CA 90017

9 * Minor Stables, LLC
10 Registered Agent:
11 David Pettit
12 530 East Main Street
13 Charlottesville, VA 22902

14 Minor Ventures, LLC
15 Registered Agent:
16 CT Corporation System
17 818 West Seventh Street, 2nd Floor
18 Los Angeles, CA 90017

19 Pursuant to Cal Corp Code § 17302(a), the Court specifically charges the assignable
20 membership interest of The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004 in the
21 Parties Being Charged to satisfy the Judgment in this case.

22 Pursuant to Cal Corp Code § 17302(b), this charging order constitutes a lien on the
23 assignable membership interest of The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004
24 in the Parties Being Charged. The court may order a foreclosure on the membership interests
25 subject to this charging order at any time.

26 The Court further orders that no distribution of income of any kind or any kind of income
27 being revenue, profits, distributions or proceeds from the sale of the Parties Being Charged
28 hereinbefore identified, whether it be real or personal property, fixtures, intangible property,
income, revenue, profits or proceeds be disbursed to The Halsey McLean Minor Revocable Trust
U/A/D 11/2/2004, unless and until the Judgment balance, together with interest and costs, is paid to
Wayfarer.

1 The Court further orders that The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004
2 shall account to Wayfarer upon Wayfarer's request an accounting of the The Halsey McLean
3 Minor Revocable Trust U/A/D 11/2/2004's interest in the Parties Being Charged, and shall further
4 account to Wayfarer for any monies, property, goods and effect due and owing, or to be due and
5 owing to The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004, by virtue of its
6 membership interests and/or ownership interests in the Parties Being Charged.

7 The Court further orders that The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004
8 is restrained from transferring, attempting to transfer, distributing, crediting, alienating, signing,
9 giving, pledging, hypothecating or otherwise disposing of any present existing equitable legal
10 interest in the membership interests or otherwise in property, real, personal, mixed, tangible or
11 intangible wheresoever located to any person or entity in said entities being the Parties Being
12 Charged until such a time as Wayfarer's Judgment, together with interest and costs, has been
13 satisfied, and without prior approval of the Court as the result of Wayfarer's equitable Liens on
14 The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004's interest in the Parties Being
15 Charged.

16 The Court further orders that in the event any distribution is to be made by the Parties
17 Being Charged to The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004, as the result of
18 The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004 's membership interest in the Parties
19 Being Charged, that said distribution be made to Wayfarer, as Wayfarer has been granted a
20 Charging Order against The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004's
21 membership interests in the Parties Being Charged.

22 IT IS, THEREFORE, ORDERED, ADJUDGED AND DECREED that The Halsey McLean
23 Minor Revocable Trust U/A/D 11/2/2004's membership interest in the Parties Being Charged is
24 charged with Wayfarer's Judgment in the amount of \$608,619.55, and that in the event any
25 distribution is made by Parties Being Charged to The Halsey McLean Minor Revocable Trust
26 U/A/D 11/2/2004, that said distribution be made to Wayfarer subject Wayfarer's Charging Order,
27 and that the Parties Being Charged are hereby restrained from making any distributions of any kind
28

1 whatsoever to The Halsey McLean Minor Revocable Trust U/A/D 11/2/2004, until such a time as
2 Wayfarer's Judgment, together with interest and costs, has been paid and satisfied.

3 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that The Halsey McLean
4 Minor Revocable Trust U/A/D 11/2/2004, is enjoined from receiving any distribution of any kind
5 whatsoever from the Parties Being Charged until such a time as Wayfarer's Judgment, together
6 with interest and costs, has been paid, and that any further distribution to be made by the Parties
7 Being Charged, which would otherwise belong to The Halsey McLean Minor Revocable Trust
8 U/A/D 11/2/2004, that said distribution be made to Wayfarer until such a time as Wayfarer's
9 Judgment, together with interest and costs, has been paid and satisfied.

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IT IS SO ORDERED.

Dated: August 16, 2012

