

Report of The Debtor In Possession

Wellington Preserve Corporation
(In Chapter 11 Bankruptcy)

For the period from April 27, 2010 to December 31, 2010

Wellington Preserve Corporation
(In Chapter 11 Bankruptcy)

Report of the Debtor In Possession *(From April 27, 2010 to December 31, 2010)*

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Wellington Preserve Corporation
(In Chapter 11 Bankruptcy)

Report of the Debtor In Possession (From April 27, 2010 to December 31, 2010)

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INTRODUCTION

The Report of the Debtor In Possession of Wellington Preserve Corporation ("the Company") is intended for use by the Supreme Court of the Commonwealth of The Bahamas. This report sets out the steps taken by the Debtor In Possession ("DIP") during the period from April 12, 2010 to December 31, 2010.

DEFINITIONS

In this Report, the words and expressions hereunder shall mean, as follows:

"Debtor In Possession" means Wellington Preserve Corporation.

"DIP" means Debtor In Possession.

"I" or "Me" means Craig A. (Tony) Gomez or any member of his team.

"The Company" means Wellington Preserve Corporation.

"CEL" means CLICO Enterprises Limited.

"CBL" means Clico (Bahamas) Limited.

"General Counsel" means Callenders & Co., the Liquidator's General Counsel.

"United States ("US") Counsel" means Fowler White Burnett, PA.

"Court" means the Supreme Court of the Commonwealth of The Bahamas.

"United States ("US") Court" means the Southern District Court of Florida.

"WPC" means Wellington Preserve Corporation.

BACKGROUND AND BASIS OF APPOINTMENT

The Wellington Preserve Corporation is a company incorporated in Florida and is a wholly owned subsidiary of Clico Enterprises Limited, a company incorporated in the Bahamas under the companies Act 1992.

The Wellington property originally consisted of approximately 640 acres of land situated in the Village of Wellington, Palm Beach County, Florida (the "Wellington Property"). The Wellington Property was purchased from Jadov/Levy Investment, LLC, a Florida limited liability company ("Jadov/Levy") on July 1, 2004, for a purchase price of US\$55 Million. The purchase price was funded by cash in the amount of US\$20 Million and a purchase money mortgage from the seller, Jadov/Levy, in the amount of US\$35 Million. As of April 27, 2010, the purchase money mortgage had been paid in full, through a combination of partial payments to Jadov/Levy prior to April 2009 by the Company, with the balance of approximately \$700K being paid by the Company with the proceeds of a loan from CLICO (Bahamas) Limited (in Liquidation).

The Wellington Property was designed to be an equestrian themed high-end residential subdivision. The property was subdivided into parcels of land for sale to equestrian-oriented buyers. So far, approximately 100 acres have been sold and 523 acres remain. The remainder consists of improved parcels which are ready for sale.

As of December 31, 2010, the development remained unfinished and, since it is unlikely that WPC can secure the financing necessary to complete the development, I decided that it was in the best interest of Wellington Preserve, and the creditors of CEL, that the property be sold as is.

I first procured copies of two existing independent US based appraisals of the property; the first from Anderson & Carr, Inc. of 521 South Olive Avenue, West Palm Beach ("Anderson valuation"). The Anderson valuation, as at January 20, 2009, based on the market value of a completed development, concluded the estimated market value of the Wellington property at a retail price US\$127,310,000.

Another valuation was received from Parrish & Edwards, Inc. as at December 31, 2008. The Parrish valuation, based on the market value, concluded the estimated market value of the Wellington property at a wholesale price US\$66,000,000.

Despite the necessity of the "as is" sale, I felt it was in the best interests of the debtor and its creditors to continue to safeguard the Wellington Property until a sale is completed.

BACKGROUND AND BASIS OF APPOINTMENT *(continued)*

In an effort to safeguard the property and prepare it for sale, in 2010 there was an ongoing effort to complete a re-platting of the Wellington Property. The planned re-platting would allow for a 60-acre reservation at the center of the Wellington Property in which various equestrian amenities were planned to be constructed for the purchasers of units therein. Preparations required much engineering work including the installation of drainage, having utilities installed, and the like. It is believed that the re-platting and engineering work substantially enhanced the stability and marketability of the property.

These works were primarily financed via the refund of various deposits which have been placed in escrow at the request of the South Florida Water Management and the Village of Wellington. As improvements were completed, the escrows were released.

The safety of this asset was threatened by various creditors, as follows:

- **Brennan Financial, Inc.**

This issue involves an unsatisfied judgment resulting from an out-of-court settlement with respect to a claim for unpaid real estate brokers' commissions made between the broker, Brennan Financial, Inc. ("Brennan"), and Mr. Duprey, principal at the time of the CL Financial conglomerate. The unsatisfied judgment was payable in installments, which WPC defaulted on.

More specifically, Brennan had commenced litigation against Dalco Properties, Inc ("Dalco"), (a company owned by Mr. Duprey), and Mr. Duprey. Dalco and Mr. Duprey had initially used the services of Brennan's agent, William B. Walker, to negotiate the purchase of the Wellington Property. At some point during the transaction, there was a renegotiation between the parties, from which Brennan was excluded, which resulted in title to the property being ultimately being taken by WPC. Brennan then sued for his unpaid real estate brokers' fees.

The dispute was settled out of court and for approximately US\$2 Million which was to be paid in annual installments of US\$200,000. The substance of the settlement was that Dalco and Mr. Duprey would be released from liability and the case against them dismissed, while CEL and WPC would be liable for the payment of the annual installments. WPC and CEL (with Mr. Duprey as their control person) agreed to become parties to the settlement and an Order was entered in the US Courts making WPC and CEL parties to the action for the purpose of enforcing the settlement.

BACKGROUND AND BASIS OF APPOINTMENT *(continued)*

- **Brennan Financial, Inc.** *(continued)*

However, the settlement amount had not been fully repaid at the time I was appointed liquidator of CEL. On January 27, 2010 a Final Judgment in the Brennan litigation in the amount of US\$1,445,490 plus interest was entered against WPC. See Appendix 4 for final judgment against WPC.

On February 11, 2010 a Motion for Stay of Execution of the Brennan Final Judgment was lodged with the US Courts by my US Counsel on behalf of WPC. This application came on for hearing on March 1, 2010 and was denied. See Appendix 5 for Motion for Stay of Execution.

As of December 31, 2010, the Brennan financial judgment in the amount of \$1.445M, plus interest and attorneys fees, remained unpaid.

- **Operating Expenses**

Bills generated for the continued upkeep of the Wellington Preserve property including manager expenses, insurance, ongoing accrual of real estate taxes at the rate of approximately \$1.5M per year; lawn services; and periodic mandatory testing of water runoff.

- **Taxes Due**

WPC also failed to file US tax returns for 2006 through 2009. Due to lack of corporate records, US counsel needed to obtain records from third parties to compile sufficient information needed for the filing of the returns.

The compendium of the above had led to the financial state of WPC as of April 2010, in short, WPC had virtually no cash; a judgment recorded against it; amounts owing in real property and other taxes and a miscellany of other financial obligations. In addition to this, it owed approximately US\$73,801,867 to CEL.

Due to the aforementioned, I believed that the Wellington property was vulnerable to being foreclosed upon or sold by way of execution. In order to safeguard this asset, I further believed that it was in the best interests of Wellington Preserve and its creditors, including CEL, that WPC be placed into Chapter 11 Bankruptcy in the United States.

I was advised by my US Counsel that filing a Chapter 11 proceeding is among the alternatives available to prevent the forfeiture of the Wellington Property by virtue of an execution sale on behalf of the Judgment Creditor, Brennan.

BACKGROUND AND BASIS OF APPOINTMENT *(continued)*

The costs associated with the filing were not prohibitive and principally included:

- (i) Filing fees in the amount of US\$1,039 to be paid to the Clerk of the Court.
- (ii) Monitoring fees to be paid every quarter to the US Trustees' Office.
- (iii) Quarterly payments in respect of the turnover of the business operation; the minimum amount being US\$375 and the maximum amount US\$3,500.

I was further advised that the filing of the Chapter 11 would impose an automatic stay of most of the litigation affecting WPC until such time as the matter could be resolved in Bankruptcy Court. The automatic stay prevents a Judgment Creditor from attempting to seize the property of the DIP, or to collect money from it. It would absolutely prevent the Judgment creditor from pursuing execution and would likewise prevent Palm Beach County from attempting to foreclose upon unpaid ad valorem real estate tax.

Another benefit of the filing is that a sale of the property under a confirmed Chapter 11 Plan of Liquidation is free of documentary stamp taxes. This may result, based on the current valuation of the property, in a savings of in excess of US\$350,000 on the sale.

Further, I was advised that a Chapter 11 filing before April 27, 2010, would render the Judgment Lien or charge obtained by Brennan over the Wellington Property, a preferential transfer voidable by the DIP. We believed this would allow the DIP to negotiate a sale of the Wellington Property at market value, or as close thereto as possible, and thereafter enable retirement of the debts of WPC.

The combined effect of the Chapter 11 filing would be that any sale of the Wellington Property would result in a substantial recapture by CEL of the net proceeds, prorated with other unsecured creditors.

On April 27, 2010, I attended Court in the Bahamas with General Counsel seeking an Order to proceed with the Chapter 11 Bankruptcy filing in the United States. The Order was granted. Thereafter, also on April 27, 2010, U.S. Counsel filed a Voluntary Chapter 11 Bankruptcy Petition on behalf of Wellington Preserve in the U.S. Court.

On May 12, 2010, the U.S. Court issued an Order scheduling an Initial Chapter 11 Status Hearing for May 27, 2010. See Appendix 6 for Order scheduling an Initial Chapter 11 Status Hearing.

On June 2, 2010 the U.S. Court issued an Order setting out the plan of filings for the WPC reorganization to allow the matter to proceed in an efficient manner.

STEPS TAKEN BY THE DEBTOR IN POSSESSION (for the period from April 27, 2010 to December 31, 2010)

1. Attended Court with General Counsel to apply for and obtained the Order to proceed with the Chapter 11 Bankruptcy filing in the US Court.
2. United States Counsel filed a petition for Relief under Chapter 11 Bankruptcy in the Southern District Court of Florida for Wellington Preserve Corporation.
3. Received an Order from the Southern District Court of Florida on May 12, 2010 scheduling Initial Chapter 11 Status Hearing for May 27, 2010.
4. Received an Order from the Southern District Court of Florida on June 2, 2010 setting out the plan of filings for the WPC reorganization to allow the matter to proceed in an efficient manner.
5. On June 11, 2010 United States Counsel attended court in Florida to address Creditors. See Appendix 7 for Notice of Chapter 11 Bankruptcy Case, Meeting of Creditors, & deadlines.
6. Paid risk insurance for the Wellington Property.
7. Liaised with United States Counsel and Bankruptcy Trustee on the process for Chapter 11. United States Counsel attended Court in Florida to address the Brennan litigation.
8. Chapter 11 Case Management Summary filed by US Counsel in Chapter 11 Proceeding.
9. Litigation commenced in the Chapter 11 proceeding against Brennan to seek avoidance of its claim as a preference.
10. Document subpoenas were issued to the former counsel of Wellington Preserve Corporation. The subpoenas seek discovery of all information and financial transaction records between WPC's Attorneys, Mr. Duprey and/or CL Financial. From company records, I believe that the former counsel to Wellington Preserve Corporation is also the former and/or present counsel to a host of other associated entities affiliated in one way or the other either with Clico, Mr. Duprey, and/or CL Financial. I have discovered a total of over sixty-five (65) corporate entities and the said records are required to aid my investigation into the Company's financial affairs.
11. A document subpoena was also issued to Wachovia Bank seeking documents relating to an account believed to be held in the name of WPC. Documents were received and reviewed.
12. Applied to the United States Court to employ United States special counsel to assist with the re-platting of the Wellington Property.

STEPS TAKEN BY THE DEBTOR IN POSSESSION (for the period from April 27, 2010 to December 31, 2010) *(continued)*

13. United States counsel met with the IRS on multiple occasions to address unfiled WPC United States tax returns and outstanding sums due to the IRS by WPC.
14. WPC applied to the United States Court to employ an affiliated United States accountant to assist with the filing of United States tax returns for the years of 2006 through 2010.
15. WPC applied to the United States Court to seek turnover of cash held in an account in the name of WPC at First Citizens Bank in Trinidad and Tobago. The motion was granted and on December 28, 2010, First Citizens turned over the account which held approximately US\$527,000, as well as documents pertaining to the account.

CONCERNS

- **Court Matters**
(United States)

Brennan Litigation

During my visit to the United States and meeting with US Counsel in Florida, full disclosure of the Brennan Litigation, which resulted in an out-of-court settlement involving WPC and CEL was reported to me.

The law suit was commenced by a Mr. William B. Walker as a result of his involvement and brokerage of the purchase of the Wellington Property. Mr. Walker's brokerage fee was apparently excluded from the final purchase price of the property and as a result of non-payment, Mr. Walker and his company sued Mr. Lawrence Duprey and Dalco Properties Inc., the parties with whom he had contracted with and who had agreed to pay the brokerage commission.

The dispute, if left unresolved, would affect the title to the property and it was ended by way of an out-of-court settlement and compromise in the sum of US\$2M, to be paid by WPC and CEL to Mr. Walker in annual installments in the amount of US\$200K.

On July 22, 2010, Brennan filed a proof of claim in the amount US\$1,479,370.08. See Appendix 8 for Brennan Proof of Claim.

- **Chapter 11 Bankruptcy Proceedings**

On September 2, 2010, US Counsel filed an adversary proceeding against Brennan seeking to avoid their claim as a preference. On November 2, 2010, Brennan filed a Motion for Summary Judgment against WPC. The pre-trial conference was set for January 13, 2011.

I met with US Counsel at my office on April 12, 2010 to discuss the way forward for WPC and he advised me that he would suggest that I proceed with a Chapter 11 Bankruptcy filing in the United States Court to achieve an orderly process to sell the Wellington Property, pending approval of The Bahamas Court.

My reasoning to proceed in this manner is detailed as follows: the Company holds approximately 523 acres of land in Wellington, Palm Beach, Florida. It was previously estimated that the project required a substantial cash injection of a minimum of US\$42M to fund the development before it could be reasonably presented for sale.

CONCERNS *(continued)*

- **Court Matters**
(United States)

WPC is currently insolvent and it is not generating revenue to meet its current liabilities and outstanding bills. WPC's major obligations are as follows:

- (i) Real estate taxes, US\$2.9M.
- (ii) Broker Judgment, US\$1.45M.
- (iii) IRS taxes, US\$1,500M.
- (iv) Legal fees, US\$212K.
- (v) Third party contractors to prepare the land for sale, US\$198K.
- (vi) Post bankruptcy accrued real estate taxes of approximately \$1.4M.
- (vii) Loan due to CBL for \$730K.

In addition to the aforementioned obligations, WPC also owes CEL approximately \$74M.

The Chapter 11 Bankruptcy process was necessary to give me more time to seek another buyer for the Wellington Property; place a stay on all actions by creditors; and, most of all, to allow an orderly liquidation of the property.

I advised General Counsel to apply to the Court for an Order to allow me to file a petition for Chapter 11 Bankruptcy in the United States Court. The Order was granted on April 27, 2010. That same day, US Counsel filed a Voluntary Chapter 11 Bankruptcy Petition. All concerned parties were served with the application.

On May 27, 2010 the initial Status hearing was held to discuss and review the general background for the Chapter 11 bankruptcy proceedings for WPC.

On June 2, 2010 the Florida Court issued an Order setting out the plan of filings for the WPC reorganization to allow the matter to proceed in an efficient manner, as follows:

- (i) Filing of proofs of claims or interest (other than governmental) on July 26, 2010.
- (ii) Debtor or Trustee to reject executory contracts and unexpired leases.
- (iii) Filing of Debtor or Trustee disclosure statement and plan on August 25, 2010.

CONCERNS *(continued)*

- **Court Matters**
(United States)

- (iv) Debtor or Trustee to solicit acceptance of plan.
- (v) Filing of party of interest plan.
- (vi) Proponent other than the Debtor to solicit acceptance of plan.
- (vii) Notice for hearing on the approval of the disclosure statement.
- (viii) Consider if the hearing of the approval of the disclosure statement.
- (ix) The confirmation of the plan should be combined.

I appeared in the Florida Court with the United States Counsel for a meeting of Creditors on June 11, 2010. The Court was informed on the status of the Wellington sale matters relating to CEL and CBL's liquidators.

On June 24, 2010 a hearing was held in the Florida Court to hear the Motions to (1) Assume Executory Contract and (2) Assume Pre-Petition Real Estate Listings Agreement with attached Affidavit of Listing Agent. The Order was granted.

On October 7, 2010 United States Counsel served a subpoena to Wachovia Bank N.A. in Florida. See Appendix 9 for subpoena served on Wachovia Bank.

On October 7, 2010 United States Counsel filed a Motion for the employment of Perry & Taylor, P.A. as special Counsel for the Debtor, See Appendix 10 for Motion.

On December 17, 2010 United States Counsel filed an application to employ F. Martin Perry of the firm Perry and Taylor, P. A. as special Counsel. See Appendix 12 for the application.

United States Counsel attended Court on December 28, 2010 to hear the Motion to retain F. Martin Perry of the firm Perry and Taylor, P. A. to represent the DIP in the matters concerning, land use, zoning, planning and liaison with the government agencies. The Order was granted on December 30, 2010 to retain Mr. Perry. See Appendix 15 for Oder to retain F. Martin Perry.

CONCERNS

- **Tax Returns**

I have obtained information on the outstanding IRS taxes, amounting to \$1,500,000, and accruing, which is claimed to be owed by the Wellington Property.

I later discovered that the tax returns for years 2008 and 2009 had not been completed, which had been protracted because of lack of records to prepare these tax returns.

United States Counsel had originally received an Order on July 6, 2010 to extend the filing of the tax returns by 180 days. However, the necessary information was not obtained during that period.

I have communicated with an affiliate Accounting Firm in the United States and United States Counsel obtained United States Court approval to retain the affiliated Accounting Firm to review the Company's tax records and to prepare the necessary unfiled IRS statements from 2005 to 2010.

On December 17, 2010 United States Counsel filed an application to employ Jamie J. Byington, C.P.A. and the firm Cherry, Bekaer & Holland, L.L.P as Accountants to complete the tax returns. See Appendix 12 for the application.

On December 21, 2010, United States Counsel filed an Ex Parte Motion for an extension of time to file tax returns for the years 2008 and 2009. See Appendix 13 for Debtor's Ex Parte Motion for an extension to file tax returns.

On December 28, 2010 an Order was granted by the Florida Court to extend the time to produce and submit to the Court the tax returns for 2008 and 2009. See Appendix 14 for Order granting extension of time to file tax returns.

The Order was granted on December 30, 2010 retain Jamie J. Byington, C.P.A. and the firm Cherry, Bekaer & Holland, L.L.P as Accountants. See Appendix 16 for the Order to retain the Accountants.

- **Asset Discovery**

I located a bank account in the name of Wellington Preserve Corporation at First Citizen Bank in Trinidad with a balance of US\$527K. United States Counsel obtained an Order from the United States Court to have the funds turned over from First Citizen Bank to WPC.

CONCERNS

- **Asset Discovery** (continued)

A Court Order was granted on December 7, 2010, that First Citizen Bank release all documents related to this account. See Appendix 11 for the Order for turnover of estate property.

- **Statement of Affairs**

See Appendix 1 for the unaudited statement showing assets at estimated realizable values and liabilities as at December 31, 2010.

- **Receipts and Disbursements**

See Appendix 2 for receipts and disbursements for the period.

- **List of Creditors**

See Appendix 3 for list of Creditors.

CONCLUSION

From an operational perspective, I will continue to move the liquidation forward, primarily to realize the fair values from the sale of real estate and other properties for the benefit of creditors, of which CEL is the majority creditor.

The primary challenges facing the liquidation are:

- (1) Realizing a fair value from the sale of the Wellington Property.
- (2) Funding of the costs in the Bankruptcy proceedings.
- (3) Settling the Brennan Judgment.
- (4) The settlement of the \$73.8M loan from Clico Enterprises Limited.
- (5) Completing the replatting.
- (6) Settling the outstanding real estate taxes.
- (7) Settling the outstanding IRS taxes.
- (8) Settling the outstanding monies due to trade contractors.
- (9) Achieving Court deadlines in the Chapter 11 Bankruptcy proceedings.

Very truly yours

Craig A. (Tony) Gomez
Official Liquidator
Wellington Preserve Corporation
(In Chapter 11 Bankruptcy)
Nassau, Bahamas
December 31, 2010

**Wellington Preserve Corporation
(In Chapter 11)**Statement of Assets at Estimated Realizable Values
And Liabilities As Expected to RankAs at December 31, 2010
(Expressed in Bahamian Dollars)**ASSETS:**

Investment property (Wellington)	\$ 66,000,000
Escrow cash - held by FWB	374,544
Total assets	66,374,544

LIABILITIES:

Clico Enterprises Limited	73,801,867
USA Tax Department	2,848,556
USA IRS Tax	1,500,000
Bill Walker - WPC Broker (out-of-court settlement)	1,445,491
Loan due to Clico (Bahamas) Limited (In Liquidation)	730,225
Fowler White Burnett	212,008
Accounts payable - Trade Contractors	197,554
Total liabilities	80,735,701

ESTIMATED DEFICIT AS REGARDS MEMBERS **\$ (14,361,157)**

**Wellington Preserve Corporation
(In Chapter 11)**

Creditor's list

As at December 31, 2010
(Expressed in Bahamian Dollars)

Creditors	Amount
Clico Enterprises Limited	\$ 73,801,867
USA tax department	2,848,556
USA IRS tax	1,500,000
Bill Walker	1,445,491
Clico (Bahamas) Limited (In Liquidation)	730,225
FowlerWhite Burnett	212,008
Agnoli Barber & Brundage, Inc.	92,317
O'Dell Inc.	47,522
H & J Contracting Inc.	23,059
Hunt & Gross	12,803
Lucido & Associates	7,232
Atlantic Caribbean Mapping, Inc.	4,066
Alan Gerwig & Associates, Inc.	3,532
Lake & Wetland Management, Inc.	2,697
Adonel Concrete	2,219
Village of Wellington	955
Cotton & Co.	750
Genapure	340
Dixie blueprint services, inc.	62
Balance	\$ 80,735,701

Appendix 2

**MONTHLY FINANCIAL REPORT FOR BUSINESS
ATTACHMENT**

Detail of Other Receipts and Other Disbursements

FOR THE PERIOD BEGINNING December 1, 2010 AND ENDING December 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

	Current Month	Cumulative Petition To Date
Other Receipts		
Funds deposited	<u>527,649.27</u>	<u>550,878.14</u>
Transfers		
Returns		<u>16.00</u>
Total		<u>550,894.14</u>
Other Operating Expenses:		
Wellington Operating Expenses	<u>500.00</u>	<u>21,031.76</u>
Bank Service Charges	<u>15.93</u>	<u>93.81</u>
Florida Power & Light		<u>446.57</u>
Mowing Services		<u>480.00</u>
Return of funds deposited in error by Fowler White Burnett, P.A.		<u>200.00</u>
Issuance of Subpoena re serve Ocean Bank for production of bank account		<u>337.75</u>
Search fee to First American Title Ins. Co.		<u>200.00</u>
Fowler White Burnett, P.A. Fees and Cost	<u>152,569.17</u>	<u>152,569.17</u>
Total Other Disbursements	<u>153,085.10</u>	<u>175,359.06</u>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA

Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

DEBTOR.

CASE NUMBER 10-22049-BKC-EPL

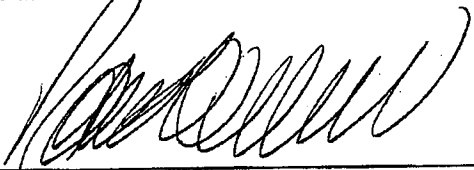
CHAPTER 11

DEBTOR'S MONTHLY OPERATING REPORTS (BUSINESS)

FOR THE PERIOD

From December 1, 2010 to December 31, 2010

Comes now the above-named Debtor and files its Monthly Operating Reports in accordance with the Guidelines established by the United States Trustee and FRBP 2015.



Ronald G. Neiwirth
Attorney for Debtor

Debtor's Address
and Phone Number:
Wellington Preserve Corporation
c/o Craig A. (Tony) Gomez
P.O. Box N 1991
Nassau, Bahamas

Attorney's Address
and Phone Number:
1395 Brickell Avenue, 14th Floor
Miami, FL 33131
305-789-9200

ATTACHMENT 1

MONTHLY ACCOUNTS RECEIVABLE AGING AND RECONCILIATION

FOR THE PERIOD BEGINNING December 1, 2010 AND ENDING December 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION Case Number 10-22049-EPK

Date of Petition: April 27, 2010

ACCOUNTS RECEIVABLE AT PETITION DATE: \$-0-

ACCOUNTS RECEIVABLE RECONCILIATION (Include all accounts receivable, pre-petition and post-petition, including charge card sales which have not been received):

Beginning of Month Balance	<u>-0-</u>
PLUS: Current Month New Billings	<u> </u>
LESS: Collection During the Month	<u> </u>
End of Month Balance	<u>-0-</u>

AGING: (Show the total amount for each age group of accounts incurred since filing the petition)

0-30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
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ATTACHMENT 2

MONTHLY ACCOUNTS PAYABLE AND SECURED PAYMENTS REPORT

FOR THE PERIOD BEGINNING December 1, 2010 AND ENDING December 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

In the space below list all invoices or bills incurred and not paid since the filing of the petition. Do not include amounts owed prior to filing the petition.

<u>Date Incurred</u>	<u>Days Outstanding</u>	<u>Vendor</u>	<u>Description</u>	<u>Amount</u>
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NONE

ACCOUNTS PAYABLE RECONCILIATION (Post Petition Only):

Opening Balance (total from prior report)	<u>-0-</u>
PLUS: New Indebtedness Incurred This Month	<u> </u>
LESS: Amount Paid on Prior Accounts Payable	<u> </u>
Ending Month Balance	<u>-0-</u>

SECURED; List the status of Payments to Secured Creditors and Lessors (Post Petition Only)

<u>Secured Creditor/ Lessor</u>	<u>Date Payment Due</u>	<u>Payment Amount</u>	<u>Number of Post Petition Payments Delinquent</u>	<u>Total Amount of Post Petition Payment Delinquent</u>
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ATTACHMENT 3

INVENTORY AND FIXED ASSETS REPORT

FOR THE PERIOD BEGINNING December 1, 2010 AND ENDING December 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

INVENTORY REPORT

INVENTORY BALANCE AT PETITION DATE: _____

INVENTORY RECONCILIATION:

Inventory Balance at Beginning of Month	<u>-0-</u>
Inventory Purchased During Month	_____
Inventory Used or Sold	_____
Inventory On Hand at End of Month	<u>-0-</u>

METHOD OF COSTING INVENTORY: _____

FIXED ASSET REPORT

FIXED ASSETS FAIR MARKET VALUE AT PETITION DATE: \$ _____
(Includes Property, Plant and Equipment)

BRIEF DESCRIPTION (First Report Only): _____

FIXED ASSETS RECONCILIATION:

Fixed Asset Book Value at Beginning of Month	<u>-0-</u>
LESS: Depreciation Expense	_____
PLUS: New Purchases	_____
Ending Monthly Balance	<u>-0-</u>

BRIEF DESCRIPTION OF FIXED ASSETS PURCHASED OR DISPOSED OF DURING THE REPORTING PERIOD: _____

ATTACHMENT 4

MONTHLY BANK ACCOUNT RECONCILIATION

FOR THE PERIOD BEGINNING December 1, 2010 AND ENDING December 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION Case Number 10-22049-EPK

Date of Petition: April 27, 2010

A separate sheet is required for each bank account, including all savings and investment accounts, i.e. certificates of deposits, money market accounts, stocks and bonds, etc.

NAME OF BANK: CITY NATIONAL BANK OF FLORIDA

BRANCH: 25 Flagler Street, Miami, Florida 33130

ACCOUNT NAME: WELLINGTON PRESERVE CORPORATION DEBTOR IN POSSESSION

ACCOUNT NUMBER: 1753864382

PURPOSE OF ACCOUNT: OPERATING

Beginning Balance	\$ 630.06
Total of Deposits Made	\$ 527,649.27
Total Amount of Checks Written	\$ 153,719.17
Service Charges	15.93
Closing Balance	\$ 374,544.23

Number of First Check Written this Period -0-

Number of Last Check Written this Period _____

Total Number of Checks Written this Period _____

INVESTMENT ACCOUNTS

<u>Type of Negotiable Instrument</u>	<u>Face Value</u>	<u>Purchase Price</u>	<u>Date of Purchase</u>
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NONE

ATTACHMENT 5

CHECK REGISTER

Name FOR THE PERIOD BEGINNING December 1, 2010 AND ENDING December 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

NAME OF BANK: CITY NATIONAL BANK OF FLORIDA

BRANCH: 25 Flagler Street, Miami, Florida 33130

ACCOUNT NAME: WELLINGTON PRESERVE CORPORATION DEBTOR IN POSSESSION

ACCOUNT NUMBER: 1753864382

PURPOSE OF ACCOUNT: OPERATING

Account for All Check Numbers, Including Voided, Lost, Stopped
Payment, Etc.

<u>Date</u>	<u>Check Number</u>	<u>Payee</u>	<u>Purpose</u>	<u>Amount</u>
12/14/2010	1004	Village of Wellington	Development order	\$500.00
12/29/2010		Payment from account to Fowler White Burnett for Interim Fees and Cost as counsel for Debtor (Per Order entered by the Bankruptcy Court on December 29, 2010)		\$152,569.17

ATTACHMENT 6

MONTHLY TAX REPORT

FOR THE PERIOD BEGINNING December 1, 2010 AND ENDING December 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION Case Number 10-22049-EPK

Date of Petition: April 27, 2010

TAXES PAID DURING THE MONTH

Report all post-petition taxes paid directly or deposited into the tax account.

<u>Date</u>	<u>Bank</u>	<u>Description</u>	<u>Amount</u>
-------------	-------------	--------------------	---------------

NONE

TAXES OWED AND DUE

Report all unpaid post-petition taxes including Federal and State withholding FICA, State sales tax, property tax, unemployment tax, and State workmen's compensation. Date last tax return filed _____, Period _____.

<u>Name of Taxing Authority</u>	<u>Date Payment Due</u>	<u>Description</u>	<u>Amount</u>
---------------------------------	-------------------------	--------------------	---------------

NONE

ATTACHMENT 7

SUMMARY OF OFFICER OR OWNER COMPENSATION

SUMMARY OF PERSONNEL AND INSURANCE COVERAGES

Name FOR THE PERIOD BEGINNING December 1, 2010 AND ENDING December 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION Case Number 10-22049-EPK

Date of Petition: April 27, 2010

Report all compensation received during the month. Do not include reimbursement for expenses incurred for which you have receipts.

Name of Officer or Owner Title Amount Paid

NONE

PERSONNEL REPORT

	Full Time	Part Time
Number of employees at beginning of period	<u>0</u>	<u>0</u>
Number hired during the period	<u>0</u>	<u>0</u>
Number terminated or resigned during period	<u>0</u>	<u>0</u>
Number of employees on payroll at end of period	<u>0</u>	<u>0</u>

CONFIRMATION OF INSURANCE

List all policies of insurance in effect, including but not limited to workers' compensation, liability, fire, theft, comprehensive, vehicle, health and life.

<u>Carrier</u>	<u>Agent & Phone Number</u>	<u>Policy No.</u>	<u>Coverage Type</u>	<u>Expiration Date</u>	<u>Date Premium Due</u>
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NO INSURANCE COVERAGE



ORDERED in the Southern District of Florida on December 07, 2010.

Erik P. Kimball, Judge
United States Bankruptcy Court

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA**

West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

Debtor.

CASE NO. 10-22049-BKC-EPK

Chapter 11

**ORDER GRANTING DIP'S EX PARTE MOTION FOR TURNOVER
OF ESTATE PROPERTY BY NON-DEBTOR**

THIS MATTER came before the Court *ex parte* upon WELLINGTON PRESERVE CORPORATION, the Debtor-In-Possession, seeking the turnover of the proceeds of the U.S. Dollar denominated bank account no. 1619246, held by the Debtor in FIRST CITIZENS BANK, a corporate entity of the country of Trinidad and Tobago. The DIP also seeks records of the account from the inception to date. The Court being fully advised in the premises, and FIRST CITIZENS BANK having not opposed the Motion, nor the relief sought therein; and for good cause shown, it is

ORDERED, that dollar-denominated bank account statement from FIRST CITIZENS BANK (the "Bank") indicating an ending balance of U.S. \$527,340.86 is owned and maintained by the DIP, WELLINGTON PRESERVE CORPORATION (the "Account"); and it is further

ORDERED, that the Account, the proceeds thereof and records relating thereto are owned by the DIP and are property of the estate under Section 542 of the Bankruptcy Code; and it further

ORDERED, that the Bank is hereby directed to and shall forthwith turnover the proceeds of the Account by wiring the sum of US \$527,340.86, together with any accumulated interest since July 31, 2010, less any customary fees and expenses due and owing the Bank as of the date of the entry of this Order relating to the Account together with any customary fees and expenses incurred by the Bank in producing the documents compelled produced by hereby, to the account of the DIP, WELLINGTON PRESERVE CORPORATION, Debtor-In-Possession, which is located at CITY NATIONAL BANK, Miami, Florida, and after the transfer of such funds shall immediately close the Account without further Order of the Court. The DIP's counsel shall furnish the wiring instructions to counsel for the Bank; and it is further

ORDERED, that the Bank be and hereby is directed to produce copies of the records maintained by the Bank in connection with the Account, including but not limited to the account opening documentation, all regular periodic statements issued by the Bank with respect to the Account up to the present; and records of all transfers made into and out of the Account, including but not limited to cancelled checks and wire-transfer confirmations; and it is further

ORDERED, that the Bank be and hereby is directed to provide the same inform for any account that WELLINGTON PRESERVE CORPORATION may have held at any time with the Bank; and it is further

ORDERED, that any and all confidentiality and privileges related to the production of the documents ordered produced herein be and hereby are waived; and it further

ORDERED, that upon receipt, by the DIP of the proceeds, after deducting the customary fees and expenses set forth herein of the Account, and of the documents produced related therein, any and all claims and rights with respect to the Account be and hereby are deemed waived and extinguished; and it is further

ORDERED, that this Court shall retain jurisdiction to resolve any disputes that may arise relating to the implementation and enforcement of this Order.

#

Conformed Copies to:

Ronald G. Neiwirth, Esq.
Susan F. Balaschak, Esq.

Mr. Neiwirth to serve a copy of conformed copy
Of this Order to all parties in interest and file a
Certificate of Service with the Court.

ATTACHMENT 8

SIGNIFICANT DEVELOPMENTS DURING REPORTING PERIOD

We anticipate filing a Plan of Reorganization and Disclosure Statement on or before _____.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA

Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

DEBTOR.

CASE NUMBER 10-22049-BKC-EPL

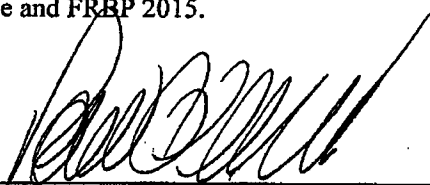
CHAPTER 11

DEBTOR'S MONTHLY OPERATING REPORTS (BUSINESS)

FOR THE PERIOD

From November 1, 2010 to November 30, 2010

Comes now the above-named Debtor and files its Monthly Operating Reports in accordance with the Guidelines established by the United States Trustee and FRBP 2015.



Ronald G. Neiwirth
Attorney for Debtor

Debtor's Address
and Phone Number:
Wellington Preserve Corporation
c/o Craig A. (Tony) Gomez
P.O. Box N 1991
Nassau, Bahamas

Attorney's Address
and Phone Number:
1395 Brickell Avenue, 14th Floor
Miami, FL 33131
305-789-9200

MONTHLY FINANCIAL REPORT FOR BUSINESS

FOR THE PERIOD BEGINNING November 1, 2010 AND ENDING November 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

	<u>CURRENT</u> <u>MONTH</u>	<u>CUMULATIVE</u> <u>PETITION TO DATE</u>
1. CASH AT BEGINNING OF PERIOD	<u>646.28</u>	<u> </u>
2. RECEIPTS:		
A. Cash Sales	<u> </u>	<u> </u>
Less: Cash Refunds	<u> </u>	<u> </u>
Net Cash Sales	<u> </u>	<u> </u>
B. Collection on Postpetition A/R	<u> </u>	<u> </u>
C. Collection on Prepetition A/R	<u> </u>	<u> </u>
D. Other Receipts (Attach List)	<u> </u>	<u>23,244.87</u>
(If you receive rental income, you must attach a rent roll.)		
3. TOTAL RECEIPTS	<u>646.28</u>	<u>23,244.87</u>
4. TOTAL CASH AVAILABLE FOR OPERATIONS (Line 1 + Line 3)	<u>646.28</u>	<u>23,244.87</u>
5. DISBURSEMENTS		
A. U.S. Trustee Quarterly Fees	<u> </u>	<u>325.00</u>
B. Net Payroll	<u> </u>	<u> </u>
C. Payroll Taxes Paid	<u> </u>	<u> </u>
D. Sales and Use Taxes	<u> </u>	<u> </u>
E. Other Taxes	<u> </u>	<u> </u>
F. Rent	<u> </u>	<u> </u>
G. Other Leases (Attachment 3)	<u> </u>	<u> </u>
H. Telephone	<u> </u>	<u> </u>
I. Utilities	<u> </u>	<u> </u>
J. Travel & Entertainment	<u> </u>	<u> </u>
K. Vehicle Expenses	<u> </u>	<u> </u>
L. Office Supplies	<u> </u>	<u> </u>
M. Advertising	<u> </u>	<u> </u>
N. Insurance (Attachment 7)	<u> </u>	<u> </u>
O. Purchases of Fixed Assets	<u> </u>	<u> </u>
P. Purchases of Inventory	<u> </u>	<u> </u>
Q. Manufacturing Supplies	<u> </u>	<u> </u>
R. Repairs & Maintenance	<u> </u>	<u> </u>
S. Payments to Secured Creditors	<u> </u>	<u> </u>
T. Other Operating Expenses (Attach List)	<u>16.22</u>	<u>22,289.81</u>
6. TOTAL CASH DISBURSEMENTS	<u> </u>	<u>22,614.81</u>
7. ENDING CASH BALANCE (LINE 4 - LINE 6)	<u>630.06</u>	<u>630.06</u>

I declare under penalty of perjury that this statement and the accompanying documents and reports are true and correct to the best of my knowledge and belief.
This 11 day of January 2011.

**MONTHLY FINANCIAL REPORT FOR BUSINESS
ATTACHMENT**

Detail of Other Receipts and Other Disbursements

FOR THE PERIOD BEGINNING November 1, 2010 AND ENDING November 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

	Current Month	Cumulative Petition To Date
Other Receipts		
Funds deposited		23,228.87
Transfers		
Returns		16.00
Total		<u>23,244.87</u>
 Other Operating Expenses:		
Wellington Operating Expenses		20,531.76
Bank Service Charges	16.22	77.88
Florida Power & Light		446.57
Mowing Services		480.00
Return of funds deposited in error by Fowler White Burnett, P.A.		200.00
Issuance of Subpoena re serve Ocean Bank for production of bank account		<u>337.75</u>
Search fee to First American Title Ins. Co.		200.00
Total Other Disbursements	<u>16.22</u>	<u>22,273.97</u>

ATTACHMENT 1

MONTHLY ACCOUNTS RECEIVABLE AGING AND RECONCILIATION

FOR THE PERIOD BEGINNING November 1, 2010 AND ENDING November 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION Case Number 10-22049-EPK

Date of Petition: April 27, 2010

ACCOUNTS RECEIVABLE AT PETITION DATE: \$-0-

ACCOUNTS RECEIVABLE RECONCILIATION (Include all accounts receivable, pre-petition and post-petition, including charge card sales which have not been received):

Beginning of Month Balance	-0-
PLUS: Current Month New Billings	_____
LESS: Collection During the Month	_____
End of Month Balance	-0-

AGING: (Show the total amount for each age group of accounts incurred since filing the petition)

0-30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
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ATTACHMENT 2

MONTHLY ACCOUNTS PAYABLE AND SECURED PAYMENTS REPORT

FOR THE PERIOD BEGINNING November 1, 2010 AND ENDING November 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

In the space below list all invoices or bills incurred and not paid since the filing of the petition. Do not include amounts owed prior to filing the petition.

<u>Date</u> <u>Incurred</u>	<u>Days</u> <u>Outstanding</u>	<u>Vendor</u>	<u>Description</u>	<u>Amount</u>
--------------------------------	-----------------------------------	---------------	--------------------	---------------

NONE

ACCOUNTS PAYABLE RECONCILIATION (Post Petition Only):

Opening Balance (total from prior report)	<u>-0-</u>
PLUS: New Indebtedness Incurred This Month	<u> </u>
LESS: Amount Paid on Prior Accounts Payable	<u> </u>
Ending Month Balance	<u>-0-</u>

SECURED; List the status of Payments to Secured Creditors and Lessors (Post Petition Only)

<u>Secured</u> <u>Creditor/</u> <u>Lessor</u>	<u>Date</u> <u>Payment</u> <u>Due</u>	<u>Payment</u> <u>Amount</u>	<u>Number</u> <u>of Post</u> <u>Petition</u> <u>Payments</u> <u>Delinquent</u>	<u>Total</u> <u>Amount of</u> <u>Post Petition</u> <u>Payment</u> <u>Delinquent</u>
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ATTACHMENT 3

INVENTORY AND FIXED ASSETS REPORT

FOR THE PERIOD BEGINNING November 1, 2010 AND ENDING November 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

INVENTORY REPORT

INVENTORY BALANCE AT PETITION DATE: _____

INVENTORY RECONCILIATION:

Inventory Balance at Beginning of Month	-0-
Inventory Purchased During Month	_____
Inventory Used or Sold	_____
Inventory On Hand at End of Month	-0-

METHOD OF COSTING INVENTORY: _____

FIXED ASSET REPORT

FIXED ASSETS FAIR MARKET VALUE AT PETITION DATE: \$ _____
(Includes Property, Plant and Equipment)

BRIEF DESCRIPTION (First Report Only): _____

FIXED ASSETS RECONCILIATION:

Fixed Asset Book Value at Beginning of Month	-0-
LESS: Depreciation Expense	_____
PLUS: New Purchases	_____
Ending Monthly Balance	-0-

BRIEF DESCRIPTION OF FIXED ASSETS PURCHASED OR DISPOSED OF DURING THE REPORTING PERIOD: _____

ATTACHMENT 4

MONTHLY BANK ACCOUNT RECONCILIATION

FOR THE PERIOD BEGINNING November1, 2010 AND ENDING November 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

A separate sheet is required for each bank account, including all savings and investment accounts, i.e. certificates of deposits, money market accounts, stocks and bonds, etc.

NAME OF BANK: CITY NATIONAL BANK OF FLORIDA

BRANCH: 25 Flagler Street, Miami, Florida 33130

ACCOUNT NAME: WELLINGTON PRESERVE CORPORATION DEBTOR IN POSSESSION

ACCOUNT NUMBER: 1753864382

PURPOSE OF ACCOUNT: OPERATING

Beginning Balance	\$	<u>646.28</u>
Total of Deposits Made	\$	<u> </u>
Total Amount of Checks Written	\$	<u> </u>
Service Charges		<u>16.22</u>
Closing Balance		<u>630.06</u>

Number of First Check Written this Period 0

Number of Last Check Written this Period

Total Number of Checks Written this Period

INVESTMENT ACCOUNTS

<u>Type of Negotiable Instrument</u>	<u>Face Value</u>	<u>Purchase Price</u>	<u>Date of Purchase</u>
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NONE

ATTACHMENT 5

CHECK REGISTER

Name FOR THE PERIOD BEGINNING November 1, 2010 AND ENDING November 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

NAME OF BANK: CITY NATIONAL BANK OF FLORIDA

BRANCH: 25 Flagler Street, Miami, Florida 33130

ACCOUNT NAME: WELLINGTON PRESERVE CORPORATION DEBTOR IN POSSESSION

ACCOUNT NUMBER: 1753864382

PURPOSE OF ACCOUNT: OPERATING

Account for All Check Numbers, Including Voided, Lost, Stopped
Payment, Etc.

<u>Date</u>	<u>Check Number</u>	<u>Payee</u>	<u>Purpose</u>	<u>Amount</u>
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ATTACHMENT 6

MONTHLY TAX REPORT

FOR THE PERIOD BEGINNING November 1, 2010 AND ENDING November 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

TAXES PAID DURING THE MONTH

Report all post-petition taxes paid directly or deposited into the tax account.

<u>Date</u>	<u>Bank</u>	<u>Description</u>	<u>Amount</u>
-------------	-------------	--------------------	---------------

NONE

TAXES OWED AND DUE

Report all unpaid post-petition taxes including Federal and State withholding FICA, State sales tax, property tax, unemployment tax, and State workmen's compensation. Date last tax return filed _____, Period _____

<u>Name of Taxing Authority</u>	<u>Date Payment Due</u>	<u>Description</u>	<u>Amount</u>
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NONE

ATTACHMENT 7

SUMMARY OF OFFICER OR OWNER COMPENSATION

SUMMARY OF PERSONNEL AND INSURANCE COVERAGES

Name FOR THE PERIOD BEGINNING November 1, 2010 AND ENDING November 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION . Case Number 10-22049-EPK
Date of Petition: April 27, 2010

Report all compensation received during the month. Do not include reimbursement for expenses incurred for which you have receipts.

Name of Officer or Owner Title Amount Paid

NONE

PERSONNEL REPORT

	Full Time	Part Time
Number of employees at beginning of period	<u>0</u>	<u>0</u>
Number hired during the period	<u>0</u>	<u>0</u>
Number terminated or resigned during period	<u>0</u>	<u>0</u>
Number of employees on payroll at end of period	<u>0</u>	<u>0</u>

CONFIRMATION OF INSURANCE

List all policies of insurance in effect, including but not limited to workers' compensation, liability, fire, theft, comprehensive, vehicle, health and life.

<u>Carrier</u>	<u>Agent & Phone Number</u>	<u>Policy No.</u>	<u>Coverage Type</u>	<u>Expiration Date</u>	<u>Date Premium Due</u>
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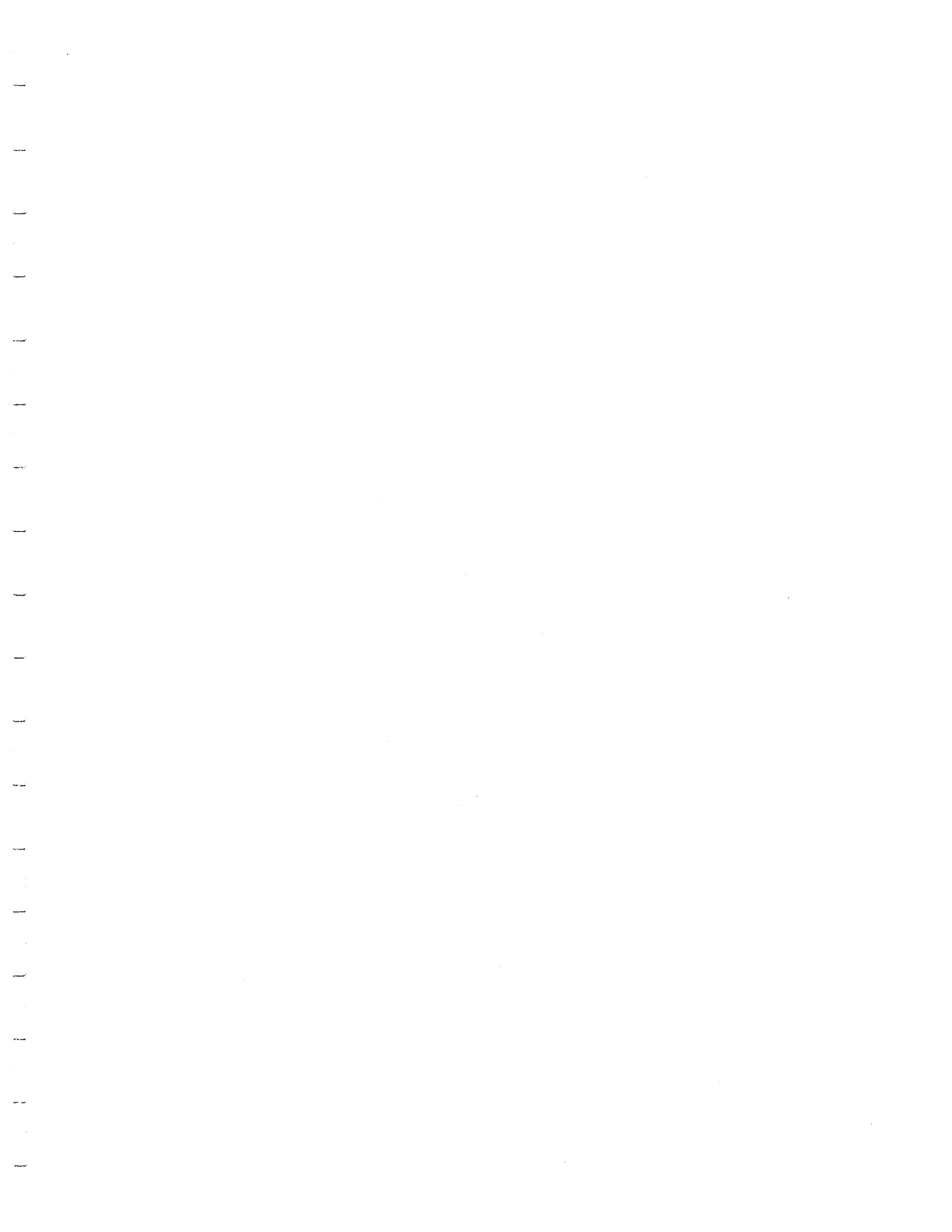
NO INSURANCE COVERAGE

ATTACHMENT 8

SIGNIFICANT DEVELOPMENTS DURING REPORTING PERIOD

We anticipate filing a Plan of Reorganization and Disclosure Statement on or before _____.

W:\80542\CATALO53-DIP REPORT NOV 2010.RGN(1/13/11-13:23)



UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA

Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

DEBTOR.

CASE NUMBER 10-22049-BKC-EPL

CHAPTER 11

DEBTOR'S MONTHLY OPERATING REPORTS (BUSINESS)

FOR THE PERIOD

From October 1, 2010 to October 31, 2010

Comes now the above-named Debtor and files its Monthly Operating Reports in accordance with the Guidelines established by the United States Trustee and FRBP 2015.



Ronald G. Neiwirth
Attorney for Debtor

Debtor's Address
and Phone Number:
Wellington Preserve Corporation
c/o Craig A. (Tony) Gomez
P.O. Box N 1991
Nassau, Bahamas

Attorney's Address
and Phone Number:
1395 Brickell Avenue, 14th Floor
Miami, FL 33131
305-789-9200

MONTHLY FINANCIAL REPORT FOR BUSINESS

FOR THE PERIOD BEGINNING October 1, 2010 AND ENDING October 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION
Date of Petition: April 27, 2010

Case Number 10-22049-EPK

	<u>CURRENT MONTH</u>	<u>CUMULATIVE PETITION TO DATE</u>
1. CASH AT BEGINNING OF PERIOD	<u>1,199.88</u>	
2. RECEIPTS:		
A. Cash Sales		
Less: Cash Refunds		
Net Cash Sales		
B. Collection on Postpetition A/R		
C. Collection on Prepetition A/R		
D. Other Receipts (Attach List)		<u>23,244.87</u>
(If you receive rental income, you must attach a rent roll.)		
3. TOTAL RECEIPTS	<u>1,199.88</u>	<u>23,244.87</u>
4. TOTAL CASH AVAILABLE FOR OPERATIONS (Line 1 + Line 3)	<u>1,199.88</u>	<u>23,244.87</u>
5. DISBURSEMENTS		
A. U.S. Trustee Quarterly Fees		<u>325.00</u>
B. Net Payroll		
C. Payroll Taxes Paid		
D. Sales and Use Taxes		
E. Other Taxes		
F. Rent		
G. Other Leases (Attachment 3)		
H. Telephone		
I. Utilities		
J. Travel & Entertainment		
K. Vehicle Expenses		
L. Office Supplies		
M. Advertising		
N. Insurance (Attachment 7)		
O. Purchases of Fixed Assets		
P. Purchases of Inventory		
Q. Manufacturing Supplies		
R. Repairs & Maintenance		
S. Payments to Secured Creditors		
T. Other Operating Expenses (Attach List)	<u>553.60</u>	<u>22,273.59</u>
6. TOTAL CASH DISBURSEMENTS		<u>22,598.59</u>
7. ENDING CASH BALANCE (LINE 4 - LINE 6)	<u>646.28</u>	<u>646.28</u>

I declare under penalty of perjury that this statement and the accompanying documents and reports are true and correct to the best of my knowledge and belief.
This 11 day of January 2011.

**MONTHLY FINANCIAL REPORT FOR BUSINESS
ATTACHMENT**

Detail of Other Receipts and Other Disbursements

FOR THE PERIOD BEGINNING October 1, 2010 AND ENDING October 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

	Current Month	Cumulative Petition To Date
Other Receipts		
Funds deposited		23,228.87
Transfers		
Returns		16.00
Total		<u>23,244.87</u>
Other Operating Expenses:		
Wellington Operating Expenses		20,531.76
Bank Service Charges	15.85	61.66
Florida Power & Light		446.57
Mowing Services		480.00
Return of funds deposited in error by Fowler White Burnett, P.A.		200.00
Issuance of Subpoena re serve Ocean Bank for production of bank account	337.75	337.75
Search fee to First American Title Ins. Co.	200.00	200.00
Total Other Disbursements	<u>553.60</u>	<u>22,257.75</u>

ATTACHMENT 1

MONTHLY ACCOUNTS RECEIVABLE AGING AND RECONCILIATION

FOR THE PERIOD BEGINNING October 1, 2010 AND ENDING October 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

ACCOUNTS RECEIVABLE AT PETITION DATE: \$-0-

ACCOUNTS RECEIVABLE RECONCILIATION (Include all accounts receivable, pre-petition and post-petition, including charge card sales which have not been received):

Beginning of Month Balance	-0-
PLUS: Current Month New Billings	_____
LESS: Collection During the Month	_____
End of Month Balance	-0-

AGING: (Show the total amount for each age group of accounts incurred since filing the petition)

0-30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
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ATTACHMENT 2

MONTHLY ACCOUNTS PAYABLE AND SECURED PAYMENTS REPORT

FOR THE PERIOD BEGINNING October 1, 2010 AND ENDING October 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

In the space below list all invoices or bills incurred and not paid since the filing of the petition. Do not include amounts owed prior to filing the petition.

<u>Date</u> <u>Incurred</u>	<u>Days</u> <u>Outstanding</u>	<u>Vendor</u>	<u>Description</u>	<u>Amount</u>
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NONE

ACCOUNTS PAYABLE RECONCILIATION (Post Petition Only):

Opening Balance (total from prior report)	<u>-0-</u>
PLUS: New Indebtedness Incurred This Month	<u> </u>
LESS: Amount Paid on Prior Accounts Payable	<u> </u>
Ending Month Balance	<u>-0-</u>

SECURED; List the status of Payments to Secured Creditors and Lessors (Post Petition Only).

<u>Secured</u> <u>Creditor/</u> <u>Lessor</u>	<u>Date</u> <u>Payment</u> <u>Due</u>	<u>Payment</u> <u>Amount</u>	<u>Number</u> <u>of Post</u> <u>Petition</u> <u>Payments</u> <u>Delinquent</u>	<u>Total</u> <u>Amount of</u> <u>Post Petition</u> <u>Payment</u> <u>Delinquent</u>
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ATTACHMENT 3

INVENTORY AND FIXED ASSETS REPORT

FOR THE PERIOD BEGINNING October 1, 2010 AND ENDING October 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

INVENTORY REPORT

INVENTORY BALANCE AT PETITION DATE: _____

INVENTORY RECONCILIATION:

Inventory Balance at Beginning of Month	<u>-0-</u>
Inventory Purchased During Month	_____
Inventory Used or Sold	_____
Inventory On Hand at End of Month	<u>-0-</u>

METHOD OF COSTING INVENTORY: _____

FIXED ASSET REPORT

FIXED ASSETS FAIR MARKET VALUE AT PETITION DATE: \$ _____
(Includes Property, Plant and Equipment)

BRIEF DESCRIPTION (First Report Only): _____

FIXED ASSETS RECONCILIATION:

Fixed Asset Book Value at Beginning of Month	<u>-0-</u>
LESS: Depreciation Expense	_____
PLUS: New Purchases	_____
Ending Monthly Balance	<u>-0-</u>

BRIEF DESCRIPTION OF FIXED ASSETS PURCHASED OR DISPOSED OF DURING THE REPORTING PERIOD: _____

ATTACHMENT 4

MONTHLY BANK ACCOUNT RECONCILIATION

FOR THE PERIOD BEGINNING October 1, 2010 AND ENDING October 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION Case Number 10-22049-EPK

Date of Petition: April 27, 2010

A separate sheet is required for each bank account, including all savings and investment accounts, i.e. certificates of deposits, money market accounts, stocks and bonds, etc.

NAME OF BANK: CITY NATIONAL BANK OF FLORIDA

BRANCH: 25 Flagler Street, Miami, Florida 33130

ACCOUNT NAME: WELLINGTON PRESERVE CORPORATION DEBTOR IN POSSESSION

ACCOUNT NUMBER: 1753864382

PURPOSE OF ACCOUNT: OPERATING

Beginning Balance	\$	<u>1199.88</u>
Total of Deposits Made	\$	<u> </u>
Total Amount of Checks Written	\$	<u>537.75</u>
Service Charges		<u>15.85</u>
Closing Balance		<u>646.28</u>

Number of First Check Written this Period -0-

Number of Last Check Written this Period

Total Number of Checks Written this Period

INVESTMENT ACCOUNTS

<u>Type of Negotiable Instrument</u>	<u>Face Value</u>	<u>Purchase Price</u>	<u>Date of Purchase</u>
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NONE

ATTACHMENT 5

CHECK REGISTER

Name FOR THE PERIOD BEGINNING October 1, 2010 AND ENDING October 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

NAME OF BANK: CITY NATIONAL BANK OF FLORIDA

BRANCH: 25 Flagler Street, Miami, Florida 33130

ACCOUNT NAME: WELLINGTON PRESERVE CORPORATION DEBTOR IN POSSESSION

ACCOUNT NUMBER: 1753864382

PURPOSE OF ACCOUNT: OPERATING

Account for All Check Numbers, Including Voided, Lost, Stopped
Payment, Etc.

<u>Date</u>	<u>Check Number</u>	<u>Payee</u>	<u>Purpose</u>	<u>Amount</u>
10/01/10	1002	Ocean Bank	Fee for copies of bank accounts per Subpoena served upon Ocean Bank	\$337.75
10/13/10	1003	First American Title Insurance	Search fee	\$200.00

ATTACHMENT 6

MONTHLY TAX REPORT

FOR THE PERIOD BEGINNING October 1, 2010 AND ENDING October 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

TAXES PAID DURING THE MONTH

Report all post-petition taxes paid directly or deposited into the tax account.

<u>Date</u>	<u>Bank</u>	<u>Description</u>	<u>Amount</u>
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NONE

TAXES OWED AND DUE

Report all unpaid post-petition taxes including Federal and State withholding FICA, State sales tax, property tax, unemployment tax, and State workmen's compensation. Date last tax return filed _____ . Period _____

<u>Name of Taxing Authority</u>	<u>Date Payment Due</u>	<u>Description</u>	<u>Amount</u>
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NONE

ATTACHMENT 8

SIGNIFICANT DEVELOPMENTS DURING REPORTING PERIOD

We anticipate filing a Plan of Reorganization and Disclosure Statement on or before _____.

ATTACHMENT 7

SUMMARY OF OFFICER OR OWNER COMPENSATION

SUMMARY OF PERSONNEL AND INSURANCE COVERAGES

Name FOR THE PERIOD BEGINNING October 1, 2010 AND ENDING October 31, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

Report all compensation received during the month. Do not include reimbursement for expenses incurred for which you have receipts.

Name of Officer or Owner Title Amount Paid

NONE

PERSONNEL REPORT

	Full Time	Part Time
Number of employees at beginning of period	<u>0</u>	<u>0</u>
Number hired during the period	<u>0</u>	<u>0</u>
Number terminated or resigned during period	<u>0</u>	<u>0</u>
Number of employees on payroll at end of period	<u>0</u>	<u>0</u>

CONFIRMATION OF INSURANCE

List all policies of insurance in effect, including but not limited to workers' compensation, liability, fire, theft, comprehensive, vehicle, health and life.

<u>Carrier</u>	<u>Agent & Phone Number</u>	<u>Policy No.</u>	<u>Coverage Type</u>	<u>Expiration Date</u>	<u>Date Premium Due</u>
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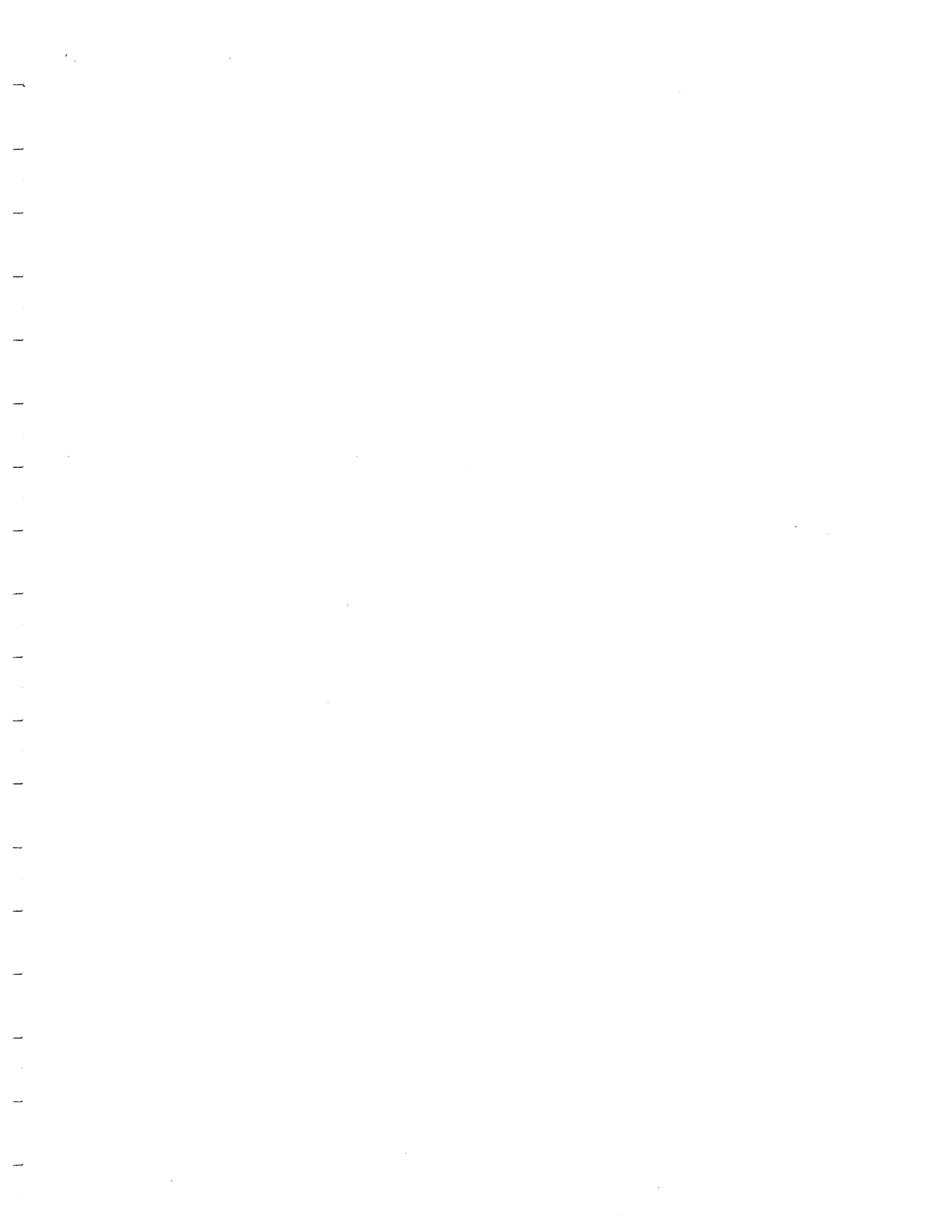
NO INSURANCE COVERAGE

ATTACHMENT 8

SIGNIFICANT DEVELOPMENTS DURING REPORTING PERIOD

We anticipate filing a Plan of Reorganization and Disclosure Statement on or before _____.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA

Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

DEBTOR.

CASE NUMBER 10-22049-BKC-EPL

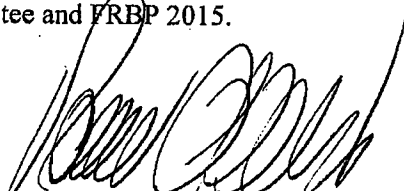
CHAPTER 11

DEBTOR'S MONTHLY OPERATING REPORTS (BUSINESS)

FOR THE PERIOD

From September 1, 2010 to September 30, 2010

Comes now the above-named Debtor and files its Monthly Operating Reports in accordance with the Guidelines established by the United States Trustee and FRBP 2015.



Ronald G. Neiwirth
Attorney for Debtor

Debtor's Address
and Phone Number:
Wellington Preserve Corporation
c/o Craig A. (Tony) Gomez
P.O. Box N 1991
Nassau, Bahamas

Attorney's Address
and Phone Number:
1395 Brickell Avenue, 14th Floor
Miami, FL 33131
305-789-9200

MONTHLY FINANCIAL REPORT FOR BUSINESS

FOR THE PERIOD BEGINNING September 1, 2010 AND ENDING September 30, 2010

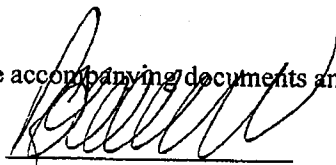
Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

	<u>CURRENT MONTH</u>	<u>CUMULATIVE PETITION TO DATE</u>
1. CASH AT BEGINNING OF PERIOD	<u>1,215.22</u>	<u> </u>
2. RECEIPTS:		
A. Cash Sales	<u> </u>	<u> </u>
Less: Cash Refunds	<u> </u>	<u> </u>
Net Cash Sales	<u> </u>	<u> </u>
B. Collection on Postpetition A/R	<u> </u>	<u> </u>
C. Collection on Prepetition A/R	<u> </u>	<u> </u>
D. Other Receipts (Attach List)	<u> </u>	<u>23,244.87</u>
(If you receive rental income, you must attach a rent roll.)		
3. TOTAL RECEIPTS	<u>1,215.22</u>	<u>23,244.87</u>
4. TOTAL CASH AVAILABLE FOR OPERATIONS (Line 1 + Line 3)	<u>1,215.22</u>	<u>23,244.87</u>
5. DISBURSEMENTS		
A. U.S. Trustee Quarterly Fees	<u> </u>	<u>325.00</u>
B. Net Payroll	<u> </u>	<u> </u>
C. Payroll Taxes Paid	<u> </u>	<u> </u>
D. Sales and Use Taxes	<u> </u>	<u> </u>
E. Other Taxes	<u> </u>	<u> </u>
F. Rent	<u> </u>	<u> </u>
G. Other Leases (Attachment 3)	<u> </u>	<u> </u>
H. Telephone	<u> </u>	<u> </u>
I. Utilities	<u> </u>	<u> </u>
J. Travel & Entertainment	<u> </u>	<u> </u>
K. Vehicle Expenses	<u> </u>	<u> </u>
L. Office Supplies	<u> </u>	<u> </u>
M. Advertising	<u> </u>	<u> </u>
N. Insurance (Attachment 7)	<u> </u>	<u> </u>
O. Purchases of Fixed Assets	<u> </u>	<u> </u>
P. Purchases of Inventory	<u> </u>	<u> </u>
Q. Manufacturing Supplies	<u> </u>	<u> </u>
R. Repairs & Maintenance	<u> </u>	<u> </u>
S. Payments to Secured Creditors	<u> </u>	<u> </u>
T. Other Operating Expenses (Attach List)	<u>15.34</u>	<u>21,719.99</u>
6. TOTAL CASH DISBURSEMENTS	<u> </u>	<u>22,044.99</u>
7. ENDING CASH BALANCE (LINE 4 - LINE 6)	<u>1,199.88</u>	<u>1,199.88</u>

I declare under penalty of perjury that this statement and the accompanying documents and reports are true and correct to the best of my knowledge and belief.
This 11 day of January 2011.



**MONTHLY FINANCIAL REPORT FOR BUSINESS
ATTACHMENT**

Detail of Other Receipts and Other Disbursements

FOR THE PERIOD BEGINNING September 1, 2010 AND ENDING September 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

	Current Month	Cumulative Petition To Date
Other Receipts		
Funds deposited		23,228.87
Transfers		
Returns		16.00
Total		<u>23,244.87</u>
 Other Operating Expenses:		
Wellington Operating Expenses		20,531.76
Bank Service Charges	15.34	61.66
Florida Power & Light		446.57
Mowing Services		480.00
Return of funds deposited in error by Fowler White Burnett, P.A.		200.00
 Total Other Disbursements	<u>15.34</u>	<u>21,704.15</u>

ATTACHMENT 1

MONTHLY ACCOUNTS RECEIVABLE AGING AND RECONCILIATION

FOR THE PERIOD BEGINNING September 1, 2010 AND ENDING September 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

ACCOUNTS RECEIVABLE AT PETITION DATE: \$-0-

ACCOUNTS RECEIVABLE RECONCILIATION (Include all accounts receivable, pre-petition and post-petition, including charge card sales which have not been received):

Beginning of Month Balance	-0-
PLUS: Current Month New Billings	_____
LESS: Collection During the Month	_____
End of Month Balance	-0-

AGING: (Show the total amount for each age group of accounts incurred since filing the petition)

0-30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
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ATTACHMENT 2

MONTHLY ACCOUNTS PAYABLE AND SECURED PAYMENTS REPORT

FOR THE PERIOD BEGINNING September 1, 2010 AND ENDING September 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

In the space below list all invoices or bills incurred and not paid since the filing of the petition. Do not include amounts owed prior to filing the petition.

<u>Date</u> <u>Incurred</u>	<u>Days</u> <u>Outstanding</u>	<u>Vendor</u>	<u>Description</u>	<u>Amount</u>
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NONE

ACCOUNTS PAYABLE RECONCILIATION (Post Petition Only):

Opening Balance (total from prior report)	<u>-0-</u>
PLUS: New Indebtedness Incurred This Month	<u> </u>
LESS: Amount Paid on Prior Accounts Payable	<u> </u>
Ending Month Balance	<u>-0-</u>

SECURED; List the status of Payments to Secured Creditors and Lessors (Post Petition Only)

<u>Secured</u> <u>Creditor/</u> <u>Lessor</u>	<u>Date</u> <u>Payment</u> <u>Due</u>	<u>Payment</u> <u>Amount</u>	<u>Number</u> <u>of Post</u> <u>Petition</u> <u>Payments</u> <u>Delinquent</u>	<u>Total</u> <u>Amount of</u> <u>Post Petition</u> <u>Payment</u> <u>Delinquent</u>
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ATTACHMENT 3

INVENTORY AND FIXED ASSETS REPORT

FOR THE PERIOD BEGINNING September 1, 2010 AND ENDING September 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

INVENTORY REPORT

INVENTORY BALANCE AT PETITION DATE: _____

INVENTORY RECONCILIATION:

Inventory Balance at Beginning of Month	-0-
Inventory Purchased During Month	_____
Inventory Used or Sold	_____
Inventory On Hand at End of Month	-0-

METHOD OF COSTING INVENTORY: _____

FIXED ASSET REPORT

FIXED ASSETS FAIR MARKET VALUE AT PETITION DATE: \$ _____
(Includes Property, Plant and Equipment)

BRIEF DESCRIPTION (First Report Only): _____

FIXED ASSETS RECONCILIATION:

Fixed Asset Book Value at Beginning of Month	-0-
LESS: Depreciation Expense	_____
PLUS: New Purchases	_____
Ending Monthly Balance	-0-

BRIEF DESCRIPTION OF FIXED ASSETS PURCHASED OR DISPOSED OF DURING THE REPORTING PERIOD: _____

ATTACHMENT 4

MONTHLY BANK ACCOUNT RECONCILIATION

FOR THE PERIOD BEGINNING September 1, 2010 AND ENDING September 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION Case Number 10-22049-EPK
Date of Petition: April 27, 2010

A separate sheet is required for each bank account, including all savings and investment accounts, i.e. certificates of deposits, money market accounts, stocks and bonds, etc.

NAME OF BANK: CITY NATIONAL BANK OF FLORIDA
BRANCH: 25 Flagler Street, Miami, Florida 33130

ACCOUNT NAME: WELLINGTON PRESERVE CORPORATION DEBTOR IN POSSESSION

ACCOUNT NUMBER: 1753864382

PURPOSE OF ACCOUNT: OPERATING

Beginning Balance	\$ <u>1,215.22</u>
Total of Deposits Made	\$ _____
Total Amount of Checks Written	\$ _____
Service Charges	<u>15.34</u>
Closing Balance	<u>1,199.88</u>

Number of First Check Written this Period -0-

Number of Last Check Written this Period _____

Total Number of Checks Written this Period _____

INVESTMENT ACCOUNTS

<u>Type of Negotiable Instrument</u>	<u>Face Value</u>	<u>Purchase Price</u>	<u>Date of Purchase</u>
--------------------------------------	-------------------	-----------------------	-------------------------

NONE

ATTACHMENT 5

CHECK REGISTER

Name FOR THE PERIOD BEGINNING September 1, 2010 AND ENDING September 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

NAME OF BANK: CITY NATIONAL BANK OF FLORIDA

BRANCH: 25 Flagler Street, Miami, Florida 33130

ACCOUNT NAME: WELLINGTON PRESERVE CORPORATION DEBTOR IN POSSESSION

ACCOUNT NUMBER: 1753864382

PURPOSE OF ACCOUNT: OPERATING

Account for All Check Numbers, Including Voided, Lost, Stopped
Payment, Etc.

<u>Date</u>	<u>Check Number</u>	<u>Payee</u>	<u>Purpose</u>	<u>Amount</u>
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ATTACHMENT 6

MONTHLY TAX REPORT

FOR THE PERIOD BEGINNING September 1, 2010 AND ENDING September 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION

Case Number 10-22049-EPK

Date of Petition: April 27, 2010

TAXES PAID DURING THE MONTH

Report all post-petition taxes paid directly or deposited into the tax account.

<u>Date</u>	<u>Bank</u>	<u>Description</u>	<u>Amount</u>
-------------	-------------	--------------------	---------------

NONE

TAXES OWED AND DUE

Report all unpaid post-petition taxes including Federal and State withholding FICA, State sales tax, property tax, unemployment tax, and State workmen's compensation. Date last tax return filed _____ . Period _____

<u>Name of Taxing Authority</u>	<u>Date Payment Due</u>	<u>Description</u>	<u>Amount</u>
---------------------------------	-------------------------	--------------------	---------------

NONE

ATTACHMENT 7

SUMMARY OF OFFICER OR OWNER COMPENSATION

SUMMARY OF PERSONNEL AND INSURANCE COVERAGES

Name FOR THE PERIOD BEGINNING September 1, 2010 AND ENDING September 30, 2010

Name of Debtor: WELLINGTON PRESERVE CORPORATION Case Number 10-22049-EPK
Date of Petition: April 27, 2010

Report all compensation received during the month. Do not include reimbursement for expenses incurred for which you have receipts.

Name of Officer or Owner Title Amount Paid

NONE

PERSONNEL REPORT

	Full Time	Part Time
Number of employees at beginning of period	<u>0</u>	<u>0</u>
Number hired during the period	<u>0</u>	<u>0</u>
Number terminated or resigned during period	<u>0</u>	<u>0</u>
Number of employees on payroll at end of period	<u>0</u>	<u>0</u>

CONFIRMATION OF INSURANCE

List all policies of insurance in effect, including but not limited to workers' compensation, liability, fire, theft, comprehensive, vehicle, health and life.

<u>Carrier</u>	<u>Agent & Phone Number</u>	<u>Policy No.</u>	<u>Coverage Type</u>	<u>Expiration Date</u>	<u>Date Premium Due</u>
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NO INSURANCE COVERAGE

ATTACHMENT 8

SIGNIFICANT DEVELOPMENTS DURING REPORTING PERIOD

We anticipate filing a Plan of Reorganization and Disclosure Statement on or before _____.

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Appendix 4



IN THE CIRCUIT COURT OF THE
17TH JUDICIAL CIRCUIT IN AND
FOR BROWARD COUNTY, FLORIDA

CASE NO.: 05-010118 (18)

BRENNAN FINANCIAL, INC., a
Florida corporation,
Plaintiff,

v.

DALCO PROPERTIES, INC., a
Florida corporation, and **LAWRENCE A.
DUPREY,** an individual,
Defendants.

CIRCUIT CIVIL
2010 JAN 27 AM 10:29
FILED FOR RECORD
CLERK OF CIRCUIT COURT
BROWARD COUNTY, FLORIDA

FINAL JUDGMENT AGAINST WELLINGTON PRESERVE CORPORATION

This cause came before the Court upon Plaintiff Brennan Financial, Inc.'s Motion:
for Final Judgment Against Wellington Preserve Corporation and after reviewing said
motion and hearing argument of counsel,

IT IS HEREBY ADJUDGED that Plaintiff Brennan Financial, Inc. c/o Bradford J.
Beilly, P.A., 1144 S.E. 3rd Avenue, Fort Lauderdale, FL 33316, recover from Wellington
Preserve Corporation c/o Ronald Neiwirth, Esq., Registered Agent, 1395 Brickell Ave., Ste.
14, Miami, FL 33131, the principal amount of One Million and Four Hundred Thousand
Dollars (\$ 1,400,000.00) and prejudgment interest in the amount of Forty Five Thousand
and Four Hundred and Ninety Dollars and 58 cents (\$ 45,490.58) for a total of \$
1,445,490.58 that shall bear interest at the statutory rate, for which let execution issue.

It is further ordered and adjudged that Wellington Preserve Corporation complete
under oath Florida Rule of Civil Procedure Form 1.977 (Fact Information Sheet), including

FILED FOR RECORD
CLERK OF CIRCUIT COURT
BROWARD COUNTY, FLORIDA
DATE: 01/28/2010 10:43:07 Pgs 1666 - 1667 (2pgs)

all required attachments, and serve it on Plaintiff's attorney within 45 days from the date of this Final Judgment, unless the Final Judgment is satisfied or post-judgment discovery is stayed.

Jurisdiction of this case is retained by the Court in order to enter further orders that are proper to compel Wellington Preserve Corporation to complete Form 1.977, including all required attachments, and serve it on Plaintiff's attorney. Jurisdiction of this case is also retained in order to enter a separate judgment awarding Plaintiff its attorney fees and costs.

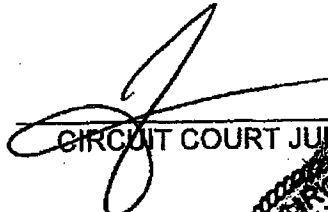
ORDERED at Fort Lauderdale, Broward County, Florida on January 27, 2010.

Copies furnished to:

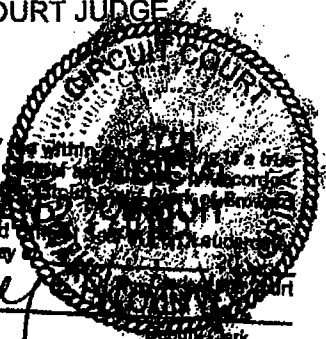
Bradford J. Beilly, Esq.
Counsel for Plaintiff
1144 SE 3rd Avenue
Fort Lauderdale, FL 33316

Ronald Neiwirth, Esq.
Registered Agent and Counsel
for Wellington Preserve Corporation
1395 Brickell Ave., Ste. 14
Miami, FL 33131

This is not a certified copy


CIRCUIT COURT JUDGE

STATE OF FLORIDA
BROWARD COUNTY
I DO HEREBY CERTIFY that this is a true
and correct copy of the original and
and file in the office of the Clerk of
County, Florida.
WITNESS my hand and seal of the
Florida, this the _____ day of _____
2010.



Ashtey

IN THE CIRCUIT COURT OF THE SEVENTEENTH JUDICIAL CIRCUIT, IN AND FOR BROWARD COUNTY, FLORIDA

CASE NO.: 05 - 010118 (18)

BRENNAN FINANCIAL

Plaintiff,

vs.

Dalco, et al

Defendant.

ORDER

THIS CAUSE was considered by the Court on the following Motion(s) Wellington Preserve Corp's Motion to Stay Execution of Judgment Pursuant to Fla. R.C.P. 1.550(b)

HEARING was held on March 1, 2010

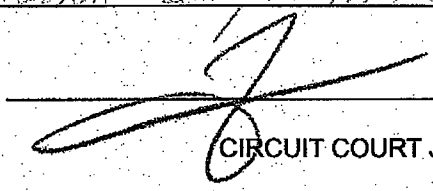
THE COURT having considered the grounds for the Motion, taken testimony, heard argument and considered the applicable law, it is FOUND,

ORDERED AND ADJUDGED as follows:

The Motion to Stay Execution by, and the same is, DENIED.

DONE AND ORDERED in chambers Pursuant to Fla. R.C.P. 1.550(b) on March 1, 2010

B. Bill
R. H. Smith



CIRCUIT COURT JUDGE

Copies furnished: In Open Court
 By Mail

Appendix 5

IN THE CIRCUIT COURT OF THE
17TH JUDICIAL CIRCUIT IN AND FOR
BROWARD COUNTY, FLORIDA

GENERAL JURISDICTION DIVISION

CASE NO. 05-010118 (18)

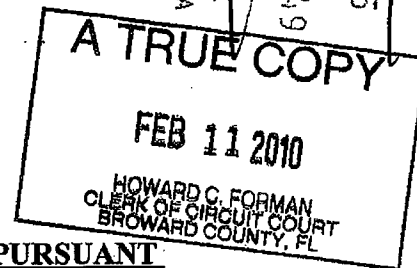
BRENNAN FINANCIAL, INC., a Florida
corporation,

Plaintiff,

v.

DALCO PROPERTIES, INC., a Florida
corporation; and LAWRENCE A. DUPREY,
individually,

Defendants.



**MOTION FOR STAY OF EXECUTION PURSUANT
TO FLA.R.CIV.P. 1.550(b)**

WELLINGTON PRESERVE CORPORATION (a Florida corporation) (“WELLINGTON”), against whom a Final Judgment for money has been entered (although WELLINGTON is not a Defendant or any other named party to the action), respectfully moves this Honorable Court pursuant to the provisions of Fla.R.Civ.P. 1.550(b), for an Order staying execution of the Judgment. In support thereof, WELLINGTON would respectfully submit the following:

INTRODUCTION

In June 2009, WELLINGTON, which is owned by CRAIG A. (TONY) GOMEZ (“GOMEZ”), a Liquidator appointed by the Supreme Court of the Bahamas to liquidate and “windup” WELLINGTON’s parent company, CLICO ENTERPRISES, LTD., missed a \$200,000 payment due under the terms of a Confidential Settlement Agreement, which purported to release the actual Defendants in this case and to shift the entire burden of payment to WELLINGTON, a nonparty. When cash flow (and the Bahamian Court) permitted, GOMEZ paid the Plaintiff the sum of

\$234,500 in August 2009, representing the missed payment, plus interest and attorneys' fees. Even so, Plaintiff insisted on pursuing a judgment for the remaining balance of the settlement, and refused to decelerate the settlement.

In the meantime, the Liquidator has continued to behave toward Plaintiff in a fair and equitable manner. The Liquidator, prior to the end of 2009, also paid off the existing first mortgage on the property, which had the effect of assuring that WELLINGTON's sole asset - real estate, would not be foreclosed upon. The property is presently under Contract for Sale ("CONTRACT") for a price exceeding \$50 million. The sale is scheduled to close in late March or April 2010.

WELLINGTON owes in excess of \$70 million to its parent company, which, in turn owes it to CLICO (BAHAMAS) LIMITED ("CLICO BAHAMAS"), a Bahamian insurance company which is also in liquidation and has substantial debt.¹ The sale which is presently under CONTRACT, will pay Plaintiff in full with interest, pay all other incidental debts of WELLINGTON, and would provide substantial reimbursement of the creditors of the CLICO companies which own WELLINGTON.

If this Court allows the Plaintiff to execute upon its Judgment, it would effect a horrendous forfeiture of equity which would be otherwise available for payment of unsecured creditors of the CLICO Companies.

Accordingly, WELLINGTON respectfully prays for a stay upon the potential execution of Plaintiff's Judgment which this Court has granted. On the one hand, Plaintiff would suffer nothing but a brief delay which is readily compensable by the accrual of interest. On the other hand,

¹Gomez is the Liquidator appointed by the Bahamas Supreme Court to "wind-up" CLICO (BAHAMAS) LTD. as well.

allowing the Plaintiff to proceed would result in the forfeiture of over \$48 million in equity, which otherwise would go to pay creditors in the corporate liquidations taking place in the Bahamas.

BACKGROUND

1. This case started out as a Complaint for the recovery of real estate commissions. The Defendants were DALCO PROPERTIES, INC. ("DALCO") and LAWRENCE A. DUPREY ("DUPREY" collectively the "BUYER").
2. According to the lawsuit, the BUYER, had utilized the services of the Plaintiff to negotiate the purchase of a large tract of land in Wellington, Palm Beach County, Florida (the "PROPERTY").
3. There came a point in time when the transaction was re-negotiated by the parties without the Plaintiff, as a result of which the eventual entity which took title to the PROPERTY at the time of purchase, was WELLINGTON, not DALCO. The Plaintiff sued and eventually a Confidential Settlement (the "SETTLEMENT") was reached between the parties. (See Exhibit "1"). The substance of the SETTLEMENT was that DALCO and DUPREY would be released and the case would be dismissed with prejudice; however, WELLINGTON and its corporate parent, CLICO ENTERPRISES, LTD. ("CLICO"), a Bahamian company, would be liable for the stream of SETTLEMENT payments instead. (See Exhibit "2"). WELLINGTON and CLICO, both controlled by DUPREY, agreed to the SETTLEMENT, and an Order was entered by this Court making WELLINGTON and CLICO parties to the lawsuit for the purpose of enforcing the SETTLEMENT, notwithstanding that they were not parties previously, or that no process was ever served upon them; nor was there ever a Complaint filed alleging that either WELLINGTON or CLICO had done anything to offend BRENNAN FINANCIAL, INC. ("BRENNAN"). (See Exhibit "3").

4. Under the terms of the SETTLEMENT, the payment schedule required annual installment payments without interest of \$200,000.00, payable on June 1 of each year.

5. In the interim, WELLINGTON's parent corporation, CLICO, had been placed in liquidation by the Bahamian Supreme Court. (See Exhibit "5"). CRAIG A. (TONY) GOMEZ ("GOMEZ") is the Liquidator appointed by the Bahamian Supreme Court for CLICO, and, in his capacity as Liquidator, is the sole shareholder of WELLINGTON.

6. In his capacity as Liquidator, GOMEZ has attempted, to the extent possible, to comply with the obligations of WELLINGTON under the SETTLEMENT. It is true that the annual payment due on June 1, 2009, was not made due to lack of funds, and Plaintiff sent a letter to accelerate the obligation. (See Exhibit "4").

7. It is also true that GOMEZ in his capacity as Liquidator, for the best interest of all, has accomplished the following, to the direct benefit of BRENNAN:

a. In August 2009, GOMEZ arranged to pay the Plaintiff the sum of \$234,500.00 - the \$200,000.00 was to cover the installment which had been missed on June 1, 2009. The remainder was for interest and attorneys' fees. (See Exhibit "6").

b. The PROPERTY was subject to a Purchase Money Mortgage in the original principal amount of \$35 million. As of June 1, 2009, there had remained a balance of \$1 million of principal, plus accumulated interest and attorneys' fees. In December 2009, GOMEZ was able to arrange funding to satisfy the first mortgage, in the sum of \$1,138,000.00. This action benefitted BRENNAN directly and assured that BRENNAN's claim would not be subject to foreclosure by anyone else other than real estate taxes. (See Exhibits "7", "8", and "9").

c. GOMEZ has negotiated the sale of the PROPERTY to a purchaser, whose identity is confidential, which includes a Purchase and Sale Agreement (the "CONTRACT") without any

financing contingency, for an amount well in excess of the original Mortgage amount, notwithstanding the current state of the economy. As the CONTRACT is written, the "due diligence" period under the terms of the CONTRACT is winding down, and it is anticipated that a closing will occur in due course, probably in March or April 2010. (See Exhibit "10").

d. Aside from real estate taxes, there are now no other liens encumbering the PROPERTY which have priority ahead of Plaintiff's Judgment.

e. Thus the Plaintiff, with a Judgment of approximately \$1.4 million, has recorded the Judgment against a property which is worth in excess of 30-times the amount of the Judgment. Plaintiff, simply put, is in no jeopardy of not recovering his full payment; the only question is the timing.

DISCUSSION

8. It is rare for an issue of this nature - i.e., a Motion for Stay of Execution of a Judgment or other process - to reach the stage of a reported case; however, there are cases construing Fla.R.Civ.P. 1.550(b), and its predecessor F.S.A. § 55.38, covering the last 166-years.² Generally speaking, the Florida Rules are clear that courts "before which an execution or other process based on a final judgment is returnable may stay such execution or other process and suspend proceedings thereon for good cause on motion and notice to all adverse parties." *Fla. R. Civ. P. 1.550(b)*. If properly invoked, Florida Rule of Civil Procedure 1.550(b) provides the trial court with an appropriate procedural mechanism to accommodate the interests of the parties during the accounting process. *Blimpie Capital Venture, Inc. v. Palms Plaza Partners, Ltd.*, 636 So. 2d 838, 841 (Fla. 2d

²See Act March 15, 1844, § 6. It was repealed in 1967, when it was designated section 55.38, Florida Statutes, because of its preemption by rule 1.550(b). See Ch. 67-254, § 49, at 691, and Reviser's Notes I, at 692, 698, Laws of Fla. *Blimpie Capital Venture, Inc. v. Palms Plaza Partners, Ltd.*, 636 So. 2d 838, 841 (Fla. 2d DCA 1994).

DCA 1994). Further, Florida Rule of Civil Procedure 1.550(b) is based on its statutory predecessor, F.S.A. § 55.38, under the same proposition that "the object of F.S.A. § 55.38 is to expressly authorize courts to correct, restrain and control their own proceedings." *Blimpie Capital Venture, Inc. v. Palms Plaza Partners, Ltd.*, 636 So. 2d 838, 841 (Fla. 2d DCA 1994); see also *Gann v. Levitt & Sons of Florida, Inc.*, 193 So. 2d 200, 201 (Fla. 4th DCA 1966); *City of Coral Gables v. Hepkins*, 107 Fla. 778, 144 So. 385 (Fla. 1932).

9. It is clear that court ordered stays of execution have long been invoked by courts in Florida. It is also clear that the moving party must demonstrate good cause as to why the stay should be granted. However, the rule, like its predecessor statute, "contains no provision with reference to the time within which such a motion may be made, nor is there in it any indication of what constitutes 'good cause.'" *Fair v. Tampa Elec. Co.*, 158 Fla. 15, 20, 27 So. 2d 514, 516 (1946). The limited opinions on the matter vary wildly depending on the factual situations inherent in each case. For example, one court has suggested that good cause might be found to stay the execution of a judgment until after the pendency of a second arbitration that was pending in that matter. *Carpet Concepts of St. Petersburg, Inc. v. Architectural Concepts, Inc.*, 559 So. 2d 303, 305 (Fla. 2d DCA 1990). Another court has declared that Fla. R. Civ. P. 1.550(b) may be utilized to protect a judgment debtor briefly while he perfects his appeal and obtains supersedeas. *Barnett v. Barnett Bank of Jacksonville, N.A.*, 338 So. 2d 888, 889 (Fla. 1st DCA 1976). Still, another court declared that when:

"properly and seasonably informed by competent evidence in a proper proceeding that its judgment has been rendered against a party (who is not legally or equitably estopped to raise the point) based upon a transaction which constitutes criminal usury under F.S. 687.07, then it becomes the duty of the Court to stay execution of such judgment pursuant to motion made by the innocent judgment debtor. The taint of such transaction and its repugnance to public policy together with the forfeitures accruing to the lender constitute good cause for staying the execution on this judgment in so far as the corporate defendant is concerned;" *Lambert v. Heaton*, 134 So. 2d 536, 538 (Fla. 1st DCA 1961).

Finally, one court has found that good cause to set aside a judicial sale was shown “where there is an inadequacy of price which the court finds is such as to shock the judicial conscience and it is coupled with or shown to have resulted from mistake, accident, surprise, misconduct, fraud or irregularity”. *Subsaro v. Van Heusden*, 191 So. 2d 569, 571 (Fla. 3d DCA 1966).

10. In a general sense, it seems that “courts have the power to stay execution of judgments whenever it is necessary to accomplish the ends of justice.” *Gann v. Levitt & Sons, Inc.*, 193 So. 2d 200, 201 (Fla. 4th DCA 1966).

11. In bankruptcy, courts are faced with the same issue in a different context. There, there is an automatic stay of all cases and judgments, provided by 11 U.S.C. §362(a), and generally speaking, a common issue before the Court is whether the automatic stay should be “modified” or released, and therefore, whether the court should allow the creditor to proceed on a judgment or foreclosure? Ordinarily, it is the creditor who asks the bankruptcy court to “modify” the stay to allow foreclosure. Nevertheless, in bankruptcy, the court will refuse to lift the automatic stay as long as there is a sufficient “equity cushion.”³ Under the equity cushion concept:

“if a debtor has equity in a property sufficient to shield the creditor from either the declining value of the collateral or an increase in the claim from accrual of interest or expenses, then the creditor is adequately protected. (citations omitted) The amount of equity cushion sufficient to adequately protect the creditor is determined on a case-by-case basis. However, the reported cases do provide some guidance: Case law has almost uniformly held that an equity cushion of 20% or more constitutes adequate protection.” *In re James River Assoc.*, 148 B.R. 790, 792 (E.D. Va. 1992).

12. Here, the contractual sale price exceeds the amount of the Judgment by over \$49 million; the Judgment is \$1.45 million. Doing the math, this shows an equity cushion of approximately

³See *Acquisition Corp. of Am. v. Fed. Sav. & Loan Ins. Corp.*, 96 B.R. 380, 383 (S.D. Fla. 1988) (holding that an equity cushion in and of itself is legally sufficient to satisfy the adequate protection requirement of § 361 and would prevent the lifting of the automatic stay under § 362).

2,900%! The property is worth more than 29-times the amount of the Judgment. Under bankruptcy law, with such an enormous equity cushion, it would be imperative for the bankruptcy judge to maintain the automatic stay in the matter and prevent the foreclosure of the property with the resulting forfeiture of the equity that would be utilized to pay unsecured creditors. *See Acquisition Corp. of Am. v. Fed. Sav. & Loan Ins. Corp.*, 96 B.R. 380, 383 (S.D. Fla. 1988) (holding that an equity cushion in and of itself is legally sufficient to satisfy the adequate protection requirement of § 361 and would prevent the lifting of the automatic stay under § 362). Moreover, the owner of WELLINGTON, and thus the indirect owner of the PROPERTY, is a Court-appointed Liquidator for the benefit of millions of dollars of creditors of CLICO and its affiliate, CLICO (Bahamas) LTD. (“CLICO (BAHAMAS)”), in the Bahamas. CLICO (BAHAMAS) and CLICO have invested or loaned in excess of \$70 million to WELLINGTON, and became unable to pay its debts as they became due; hence, GOMEZ was appointed Liquidator to “windup” those two companies.

13. Further, the request of WELLINGTON for a stay is quite similar to a request for an injunction, and the same standards apply:

a. It has long been held in Florida courts that: “While it is well settled that an injunction will not be granted where a remedy at law is adequate, yet where the remedy at law is not full, complete and adequate, or where complete relief is doubtful, and a more ample and appropriate remedy may be thereby afforded, equity will take cognizance and give relief, if it can be done, in accordance with recognized principles of chancery jurisdiction.” *Price v. Gordon*, 721, 177 So. 276 (Fla. 1937).

b. Basic to jurisdiction in equity is the rule that there must be a lack of an adequate remedy at law, and injunctive relief will not lie unless irreparable injury will result otherwise. *Esposito v. Horning*, 416 So. 2d 896 (Fla. 4th DCA 1982). Irreparable injuries are of such a nature

that they cannot be addressed in a court of law or are injuries for which there are no adequate remedies at law. *City of Coral Springs v. Florida Nat. Properties, Inc.*, 340 So. 2d 1271 (Fla. 4th DCA 1976). Thus WELLINGTON, and by derivation, the liquidation of CLICO would be irreparably harmed because the forfeiture of the PROPERTY would remove the paramount source of recovery to the creditors of CLICO and CLICO (BAHAMAS). If the PROPERTY is forfeited, all other creditors of CLICO and CLICO (BAHAMAS) will be unfulfilled as the PROPERTY, and the contracted sales price it is fetching, will be gone.

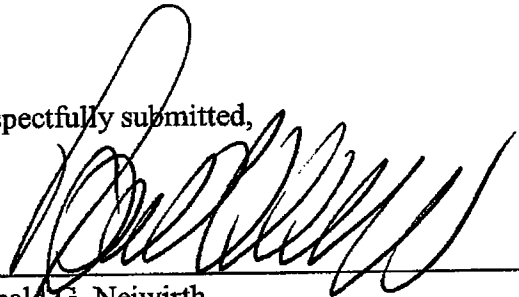
c. The equitable principle of 'balancing conveniences' stands for the proposition that courts will not lend aid to enforce the technical rights of a litigant against another where the good to be obtained is wholly disproportionate with the unintentional harm done. *Monell v. Golfview Road Ass'n*, 359 So. 2d 2 (Fla. 4th DCA 1978). Courts have adhered to the principle that there are situations that may require balancing the relative conveniences of the parties, the rule being that equity will not require by injunction the performance of an act where the harm to the person coerced is wholly disproportionate to the benefit of the other party. *Liza Danielle, Inc. V. Jamko, Inc.*, 408 So. 2d 735 (Fla. 3rd DCA 1982). Since the short term delay to the Plaintiff can readily be compensated with the accrual of interest and its attorneys' fees, ultimately to be paid out of the sale, BRENNAN will not be harmed in any significant manner. Further, the sale of the PROPERTY is expected in March or April of 2010, at which point BRENNAN will be paid in full, including interest and attorney's fees, and thus, the very brief delay to BRENNAN is far outweighed by the immense consequence of losing a sale worth \$50 million needed to pay the various creditors and claims assigned to the Liquidator. Considering the Liquidator has recently paid the first mortgage on the PROPERTY to allow BRENNAN the fortune of being the senior lienholder, the further good

of postponing execution of the judgment for the benefit of various creditors far outweighs the harm caused by the probable delay of two months.

d. Further, public policy is in favor of creditors being paid, and equity abhors a forfeiture. The sacrifice of a \$50 million piece of property under the supervision of the Bahamian Liquidator, to resolve a \$1.4 million Judgment, when the PROPERTY is under Contract for Sale, would be extremely inequitable result for almost all concerned.

WHEREFORE, WELLINGTON PRESERVE CORP., respectfully prays for an Order to be entered staying execution upon the Judgment recently obtained by BRENNAN FINANCIAL, INC., for a period of 150-days in order to allow time for the pending sale of the WELLINGTON PRESERVE PROPERTY to go through, or in the alternative, for refinancing of the relatively modest amount of the Judgment.

Respectfully submitted,

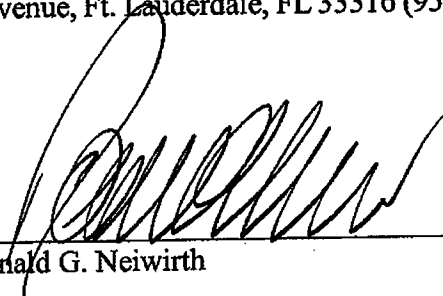


Ronald G. Neiwirth
Fla. Bar No. 152175

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Espirito Santo Plaza, 14th Floor
1395 Brickell Avenue
Miami, Florida 33131-3302
Telephone: (305) 789-9200
Facsimile: (305) 789-9201

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true copy of the foregoing was served via U.S. Mail and *hand delivered*
upon Bradford J. Beilly, Esq., 1144 S.E. 3rd Avenue, Ft. Lauderdale, FL 33316 (954)525-0404, this
10 day of February 2010.



Ronald G. Neiwirth

[gzc] W:\77732\MOTION34-STAY OF EXECUTION.RGN(2/8/10-12:7)

Appendix 6



ORDERED in the Southern District of Florida on May 12, 2010.

Erik P. Kimball, Judge
United States Bankruptcy Court

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION

In re:

Chapter 11

WELLINGTON PRESERVE CORPORATION,

Case No. 10-22049-EPK

Debtor(s).
_____ /

ORDER SCHEDULING INITIAL CHAPTER 11 STATUS CONFERENCE

THIS CASE came on for consideration, *sua sponte*, for the purpose of scheduling a status conference pursuant to 11 U.S.C. § 105(d).

On April 27, 2010, the above-captioned debtor(s) (together, the "Debtor") filed one or more petitions for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101 *et seq.* The Court finds it appropriate to schedule a status conference for the purpose of reviewing the circumstances of this chapter 11 case, including any anticipated significant

contested matters or adversary proceedings, and to consider whether it is appropriate to (1) fix or change the deadline for the filing of proofs of claim or interest (other than claims of governmental entities), (2) fix a date by which the Debtor, or trustee if one has been appointed, must assume or reject executory contracts and unexpired leases, (3) set a date by which the Debtor, or trustee if one has been appointed, shall file a disclosure statement and plan, (4) set a date by which the Debtor, or trustee if one has been appointed, shall solicit acceptance of a plan, (5) set a date after which a party in interest other than the Debtor may file a plan, (6) set a date by which a proponent of a plan, other than the Debtor, shall solicit acceptances of such plan, (7) fix the scope and format of the notice to be provided regarding the hearing on approval of the disclosure statement, and (8) consider whether the hearing on approval of the disclosure statement should be combined with the hearing on confirmation of the plan. If a committee has been appointed under 11 U.S.C. § 1102, the Court will also consider any issues relating to the requirements of section 1102(b)(3). If not previously determined, the Court will determine at the status conference whether the case is a single asset real estate case.

Accordingly, it is hereby ORDERED:

1. The Court will hold a Status Conference in Courtroom B, 1515 North Flagler Drive, 8th Floor, West Palm Beach, Florida, on May 27, 2010 at 1:30 p.m.
2. To fully effectuate the purposes of section 105(d) of the Bankruptcy Code, the following parties shall appear at the Status Conference, as applicable: counsel of record for the Debtor or the Debtor if he or she is an individual acting without counsel; the trustee; counsel for the trustee, and; counsel for any committee.
3. Counsel are directed to bring with them all calendaring material so deadlines can be set at the Status Conference.

###

Copies furnished to:

Ronald G Neiwirth
1395 Brickell Ave 14 Fl
Miami, FL 33131

Attorney Ronald G Neiwirth is directed to serve a copy of this order on all parties that have filed notices of appearance, all indenture trustees, all creditors shown on the list required by Bankruptcy Rule 1007(d), counsel for any official committee appointed in this case (if counsel has yet to be retained then on the members of the committee), creditors holding claims known to be secured by property in which the estate has an interest, the debtor(s), and the United States Trustee, and to file a certificate of service attesting to the same.

Myriam L. Famada - Ch-11 10-22049-EPK Order Setting Status Hearing/Conference Wellington Preserve

From:
To:
Date: 5/13/10 3:25 PM
Subject: Ch-11 10-22049-EPK Order Setting Status Hearing/Conference Wellington Preserve

*****NOTE TO PUBLIC ACCESS USERS***** Judicial Conference of the United States policy permits attorneys of record and parties in a case (including pro se litigants) to receive one free electronic copy of all documents filed electronically, if receipt is required by law or directed by the filer. PACER access fees apply to all other users. To avoid later charges, download a copy of each document during this first viewing. However, if the referenced document is a transcript, the free copy and 30-page limit do not apply.

**U.S. Bankruptcy Court
Southern District of Florida**

Notice of Electronic Filing

The following transaction was received from Rodriguez, Marcelo entered on 5/13/2010 at 3:22 PM EDT and filed on 5/12/2010

Case Name: Wellington Preserve Corporation
Case Number: 10-22049-EPK
Document Number: 21

Docket Text:

Order Setting Status Conference . Status hearing to be held on 05/27/2010 at 01:30 PM at 1515 N Flagler Dr Room 801 Courtroom B, West Palm Beach. (Rodriguez, Marcelo)

The following document(s) are associated with this transaction:

Document description:Main Document

Original filename:S:\164598-signed[1].pdf

Electronic document Stamp:

[STAMP bkecfStamp_ID=1068065210 [Date=5/13/2010] [FileNumber=13135538-

0] [4528d702cc7d8b731a53d53bf8086e638f9d23ba5f0761416aeecc96ae7643958e
d551268dd63d038f5cfbdaf45f7f3ee08cbef7cf71644f5c8184e8d5099723]]

10-22049-EPK Notice will be electronically mailed to:

Ronald G Neiwrith on behalf of Debtor Wellington Preserve Corporation
rgn@fowler-white.com, mlf@fowler-white.com

file:///C:/Documents and Settings/s103.FWB/Local Settings/Temp/XPgrpwise\4BEC19F5FWB_... 5/13/2010

Office of the US Trustee
USTPRegion21.MM.ECF@usdoj.gov

10-22049-EPK Notice will not be electronically mailed to:

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach

IN RE:

WELLINGTON PRESERVE CORPORATION,

Debtor.

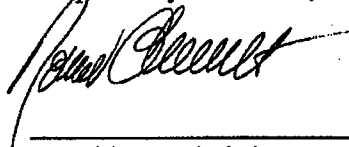
CASE NO. 10-22049-EPK

Chapter 11

CERTIFICATE OF SERVICE

The Debtor-In-Possession, WELLINGTON PRESERVE CORPORATION, by and through undersigned counsel, hereby gives notice of serving *Order Scheduling Chapter 11 Status Conference*, entered by this Honorable Court the 12th day of May 2010 upon all counsel of record or pro se parties identified on the attached Service List this 13th day of May 2010, either via U.S. Mail, transmission of Notices of Electronic Filing generated by CM/ECF or in some other authorized manner for those counsel or parties who are not authorized to receive electronically Notices of Electronic Filing.

Respectfully submitted,



Ronald G. Neiwirth
Fla. Bar No. 152175

FOWLER WHITE BURNETT P.A.
Espirito Santo Plaza, 14th Floor
1395 Brickell Avenue
Miami, Florida 33131-3302
Telephone: (305) 789-9200
Facsimile: (305) 789-9201

CASE NO. 10-21225 AJC

CASE NO. 10-21225 AJC

SERVICE LIST

Adonel Concrete
2101 N.W. 110 Avenue
Miami, FL 33172-1904

Blazer Construction Industries, Inc.
1005 W. Indiantown Road
Jupiter, FL 33458

Agnoli Barber and Brundage
9990 Coconut Road, Suite 103
Bonita Springs, FL 34135

Boyd, Schmidt and Brannum
2711 Poinsettia Ave.
West Palm Beach, FL 33407

Alan Gerwig & Associates, Inc.
12798 W. Forest Hill Blvd.
Suite 204
Wellington, FL 33414

Brennan Financial
c/o Bradford Beilly, P.A.
1144 SE 3rd Avenue
Fort Lauderdale, FL 33316

Amerilawn and Landscaping
4630 Royal Palm Blvd.
West Palm Beach, FL 33411

Cherry Edgar and Smith
8409 North Military Trail
Suite 123
Palm Beach Gardens, FL 33410

Atlantic Caribbean Mapping, Inc.
3070S. Jog Road
Greenacres, FL 33467-2053

CLICO (Bahamas) Limited c/o Craig A.
(Tony) Gomez P.O. Box N 1991
28 Cumberland Street
Nassau, Bahamas

Atlantic Caribbean Surveying
357 Liana Drive
West Palm Beach, FL 33415

CLICO Enterprises Ltd
c/o Craig A. (Tony) Gomez, Liquidator P.O.
Box N 1991
28 Cumberland Street
Nassau Bahamas

Cotton and Company
633 SE 5th Street
Fort Myers, FL 33994

Dixie Bluepring Services, Inc.
2416 N. Dixie Highway
Boca Raton, FL 33431-7614

CLICO Enterprises, Ltd.
c/o Craig A. (Tony) Gomez, Liquidator
P.O. Box N 1991
28 Cumberland Street
Nassau Bahamas

East Bay Group
631 US Highway 1
Suite 400
North Palm Beach, FL 33408

Cotton & Company
633 S.E. 5th Street
Stuart, FL 34994

CASE NO. 10-21225 AJC

Adonel Concrete
2101 N.W. 110 Avenue
Miami, FL 33172-1904

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1005 W. Indiantown Road
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West Palm Beach, FL 33407

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Wellington, FL 33414

Brennan Financial
c/o Bradford Beilly, P.A.
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Fort Lauderdale, FL 33316

Amerilawn and Landscaping
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West Palm Beach, FL 33411

Cherry Edgar and Smith
8409 North Military Trail
Suite 123
Palm Beach Gardens, FL 33410

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3070S. Jog Road
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CLICO (Bahamas) Limited c/o Craig A.
(Tony) Gomez P.O. Box N 1991
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Nassau, Bahamas

Atlantic Caribbean Surveying
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West Palm Beach, FL 33415

Gardener Appraisal, Services, Inc.
3380 Fairlane Farms Road, Suite 8
West Palm Beach, FL 33414

Cotton and Company
633 SE 5th Street
Fort Myers, FL 33994

Genapure Corporation Company
3231 N.W. 7th Avenue
Boca Raton, FL 33431

Dixie Bluepring Services, Inc.
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Boca Raton, FL 33431-7614

Equestrian Services
233 Douglas Ave.
Charlottesville, VA 22902

East Bay Group
631 US Highway 1
Suite 400
North Palm Beach, FL 33408

FPL Deposit Administration
POB 025209
Miami, FL 33102-5209

CASE NO. 10-21225 AJC

Equestrian Services
233 Douglas Ave.
Charlottesville, VA 22902

FPL Deposit Administration
POB 025209
Miami, FL 33102-5209

Hunt & Gross, PA
2200 NW Corporate Blvd.
Suite 401
Boca Raton, FL 33431

Internal Revenue Service
Attn: Insolvency
7850 SW 6th Court
Plantation, FL 33324

Internal Revenue Service Centralized
Insolvency Operation
P.O. Box 21126
Philadelphia, PA 19114

Lucido & Associates
701 S.E. Ocean Blvd.
Stuart, FL 34994

Lucido & Associates
701 East Ocean Blvd
Stuart, FL 34994

O'Dell, Inc. Land Development
3500 Fairlane Farms Road
Suite 4
West Palm Beach, FL 33414

Palm Beach County Tax Collector
301 North Olive Ave.
P.O. Box 3715
West Palm Beach, FL 33402

Gardener Appraisal Services, Inc. 3380
Fairlane Farms Road, Suite 8
West Palm Beach, FL 33414

Genapure Corporation Company
3231 N.W.7th Avenue
Boca Raton, FL 33431

H & J Contracting, Inc.
3160 Fairlane Farms Road
Wellington, FL 33414-8775

Jenkins Realty
5730 Corporate Way
Suite 120
West Palm Beach, FL 33407

Lake And Wetland Management, Inc.
9218 87 P1 S.
Boynton Beach, FL 33472-4302

Marcum Rachlin
777 South Flagler Drive
Suite 150
West Palm Beach, FL 33401

Mausen Consulting LLC
5079 N. Dixie Hwy
Suite 323
Fort Lauderdale, FL 33334

MDG Advertising
3500 NW Boca Raton Blvd Suite 601
Boca Raton, FL 33431

North County Properties
19510 US 1 North
Jupiter, FL 33469

CASE NO. 10-21225 AJC

Phelps Media Group International
12230 Forest Hill Blvd.
Suite 214
West Palm Beach, FL 33414

Sachs & Sax
6111 Broken Sound Parkway NW
Suite 200
Boca Raton, FL 33487

Phipps & Howell
P.O. Box 1351
Tallahassee, FL 32302

Simmons and White
5601 Corporate Way
Suite 200
West Palm Beach, FL 33407

Rollie Gordon
5360 Oldsmobile Drive Lake
Worth, FL 33463

Smith & Moore Architects
150 South Olive Ave
West Palm Beach, FL 33401

Transmedia Public Relations
240 West Palmetto Park Rd
Suite 300
Boca Raton, FL 33432

Todd's Landscaping
13785 62nd Ct N
West Palm Beach, FL 33412

Unit Structures, LLC
2070 Buffal Hwy
Suite 1C
Buford, GA 30518

Village of Wellington
12794 W. Forest Hill Blvd
Suite 23
West Palm Beach, FL 33414

Universal Engineering Services
1818 7th Avenue North
Unit 1
Lake Worth, FL 33461

Village of Wellington Water Utility
Dpt. 12794
Forest Hill Blvd., Suite 23
Wellington, FL 33414

William Scottsman- Lease
6100 N. Military Trail
West Palm Beach, FL 33407

Office of the U.S. Trustee
51 S.W. First Avenue, 12th Fl
Miami, FL 33130

Appendix 7

FORM B9F (Chapter 11 Corporation/Partnership Asset Case) (12/1/08)

Case Number 10-22049-EPK

UNITED STATES BANKRUPTCY COURT Southern District of Florida www.flsb.uscourts.gov	
Notice of Chapter 11 Bankruptcy Case, Meeting of Creditors, & Deadlines A chapter 11 bankruptcy case concerning the debtor listed below was filed on 4/27/10.	
You may be a creditor of the debtor. This notice lists important deadlines. You may want to consult an attorney to protect your rights. All documents filed in the case may be accessed electronically via CM/ECF including at the public access terminals in every clerk's office. NOTE: THE STAFF OF THE BANKRUPTCY CLERK'S OFFICE CANNOT GIVE LEGAL ADVICE.	
See Reverse Side For Important Explanations and SDFL Local Court Requirements.	
Debtor(s) name(s) and address(es) (for names include married, maiden and trade used by the debtor(s) in the last 8 years): Wellington Preserve Corporation c/o Ronald G. Neiwirth, Registered Agent 1395 Brickell Avenue 14th Floor Miami, FL 33131	
Case Number: 10-22049-EPK	Last four digits of Social-Security or Individual Taxpayer-ID (ITIN) No(s)/Complete EIN: 98-0430995
Attorney for Debtor(s) (or Pro Se Debtor) name and address: Ronald G Neiwirth 1395 Brickell Ave 14 Fl Miami, FL 33131 Telephone number: (305) 789-9200	Bankruptcy Trustee (name and address): Not Applicable
MEETING OF CREDITORS	
Date: June 11, 2010 Time: 11:30 AM	
Location: Flagler Waterview Bldg, 1515 N Flagler Dr Rm 870, West Palm Beach, FL 33401	
WARNING TO DEBTOR: Without further notice or hearing the court may dismiss your case for failure of the debtor to appear at the meeting of creditors or failure to timely file required schedules, statements or lists.	
Deadlines:	
Documents submitted for filing must be <i>received</i> by the bankruptcy clerk's office by the following deadlines:	
Deadline to File a Proof of Claim:	
For all creditors (except a governmental unit): 9/9/10	For a governmental unit: 10/25/10 ✓
Creditor with a Foreign Address	
A creditor to whom this notice is sent at a foreign address should read the information under "Claims" on the reverse side.	
Deadline to File a Complaint to Determine Dischargeability of Certain Debts: 08/10/2010 ✓	
Creditors May Not Take Certain Actions:	
In most instances, the filing of the bankruptcy case automatically stays certain collection and other actions against the debtor and the debtor's property. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay. If you attempt to collect a debt or take other action in violation of the Bankruptcy Code, you may be penalized. Consult a lawyer to determine your rights in this case.	
Address of the bankruptcy clerk's office where assigned judge is chambered: Flagler Waterview Bldg 1515 N Flagler Dr #801 West Palm Beach FL 33401 Telephone: 561-514-4100	
Hours Open: Monday - Friday 9:00 AM - 4:30 PM Closed all Legal Holidays	Clerk of the Bankruptcy Court: Katherine Gould Feldman For: Judge Erik P. Kimball Date: 5/4/10

*Calendared
5/4/10
mm*

EXPLANATIONS

FORM B9F (12/1/08)

Filing of Chapter 11 Bankruptcy Case	A bankruptcy case under Chapter 11 of the Bankruptcy Code (title 11, United States Code) has been filed in this court by or against the debtor(s) listed on the front side (or the existing case under another chapter has been converted to chapter 11). Chapter 11 allows a debtor to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed by the court. You may be sent a copy of the plan and a disclosure statement telling you about the plan, and you might have the opportunity to vote on the plan. You will be sent notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the debtor's property and may continue to operate any business.
Creditors May Not Take Certain Actions	Prohibited collection actions are listed in Bankruptcy Code § 362. Common examples of prohibited actions include contacting the debtor by telephone, mail or otherwise to demand repayment; taking actions to collect money or obtain property from the debtor; repossessing the debtor's property; and starting or continuing lawsuits or foreclosures. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay.
Meeting of Creditors	A meeting of creditors is scheduled for the date, time and location listed on the front side. <i>The debtor's representative must be present at the meeting to be questioned under oath by the trustee and by creditors. Creditors are welcome to attend, but are not required to do so.</i> The meeting may be continued and concluded at a later date without further notice. The court, after notice and a hearing, may order that the United States trustee not convene the meeting if the debtor has filed a plan for which the debtor solicited acceptances before filing the case. As mandated by the Department of Homeland Security, ALL visitors (except minors accompanied by an adult) to any federal building or courthouse, must present a current, valid, government issued photo identification (e.g., drivers license, state identification card, passport, or immigration card).
Claims	A Proof of Claim is a signed statement describing a creditor's claim. If a Proof of Claim form is not included with this notice, you can obtain one at any bankruptcy clerk's office. You may look at the schedules that have been or will be filed at the bankruptcy clerk's office. If your claim is scheduled and is not listed as disputed, contingent, or unliquidated, it will be allowed in the amount scheduled unless you filed a Proof of Claim or you are sent further notice about the claim. Whether or not your claim is scheduled, you are permitted to file a Proof of Claim. If your claim is not listed at all or if your claim is listed as disputed, contingent, or unliquidated, then you must file a Proof of Claim by the "Deadline to File a Proof of Claim" listed on the front side, or you might not be paid any money on your claim against the debtor in the bankruptcy case and may be unable to vote on the plan. However, if this is a converted case, all claims filed under the initial chapter shall be deemed filed and need not to be refiled. A secured creditor retains rights in its collateral regardless of whether that creditor files a Proof of Claim. Filing a Proof of Claim submits the creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a Proof of Claim may surrender important nonmonetary rights, including the right to a jury trial. Filing Deadline for a Creditor with a Foreign Address: The deadlines for filing claims set forth on the front of this notice apply to all creditors. If this notice has been mailed to a creditor at a foreign address, the creditor may file a motion requesting the court to extend the deadline. Claims not filed via CM/ECF can be filed at any clerk's office location using the claim form provided with this notice. To receive acknowledgement of receipt by the clerk, enclose a copy of the claim and an adequate sized stamped self addressed envelope. The deadline for filing objections to claims will be established pursuant to Local Rule 3007-1 (B)(1).
Discharge of Debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See Bankruptcy Code § 1141(d). A discharge means that you may never try to collect the debt from the debtor, except as provided in the plan. If you believe that a debt owed to you is not dischargeable under Bankruptcy Code § 1141(d)(6)(A), you must start a lawsuit by filing a complaint in the bankruptcy clerk's office by the "Deadline to File a Complaint to Determine Dischargeability of Certain Debts" listed on the front side. The bankruptcy clerk's office must receive the complaint and any required filing fee by that Deadline. Writing a letter to the court or judge is not sufficient. An adversary complaint must be filed in accordance with the applicable rules.
Bankruptcy Clerk's Office	Documents filed conventionally in paper may be filed at any bankruptcy clerk's office. Documents may be viewed in electronic format at any clerk's office public terminal (no charge for viewing) or via PACER ON THE INTERNET (charges apply). Case filing information and unexpired deadline dates can be obtained by calling the Voice Case Information System: (305)536-5979 or (800)473-0226.
Creditor with a Foreign Address	Consult a lawyer familiar with United States bankruptcy law if you have any questions regarding your rights in this case.
Electronic Bankruptcy Noticing	Parties can now choose to receive all notices (including attachments) served by the clerk's office electronically instead of via US mail. For information on or to register for this free service, contact the Bankruptcy Noticing Center at www.ebnuscourts.com
Translating Services	Language interpretation of the meeting of creditors will be provided to the debtor at no cost, upon request to the trustee, through a telephone interpreter service. Persons with communications disabilities should contact the U.S. Trustee's office to arrange for translating services at the meeting of creditors.
— Refer to Other Side for Important Deadlines and Notices —	

Appendix 8

B10 (Official Form 10) (04/10)

United States Bankruptcy Court
Southern District of Florida

PROOF OF CLAIM

Name of Debtor:
Wellington Preserve Corporation

Case Number:
10-22049

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtors owes money or property):
Brennan Financial, Inc. C/O Frank, White-Boyd, P.A.

Check this box to indicate that this claim amends a previously filed claim.

Name and address where notices should be sent:
**11382 Prosperity Farms Rd., Suite 230
Palm Beach Gardens, FL 33410**

Court Claim Number: _____
(If known)

Telephone: _____

Filed on: _____

Name and address where payment should be sent (if different from above):
**Brennan Financial, Inc.
6201 Cypress Hollow Way
Naples, FL 34109**

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
 Check this box if you are the debtor or trustee in this case.

1. Amount of Claim as of Date Case Filed: \$ 1,479,370.08

If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.

5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.
Specify the priority of the claim.

2. Basis for Claim: **Judgment Lien**
(See instruction #2 on reverse side.)

Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).

3. Last four digits of any number by which creditor identifies debtor: _____
3a. Debtor may have scheduled account as: _____
(See instruction #3a on reverse side.)

Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4).

4. Secured Claim (See instruction #4 on reverse side.)
Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff: Real Estate Motor Vehicle Other
Describe:

Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5).

Value of Property: \$ 80,000,000.00 Annual Interest Rate 6.00%

Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7).

Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: Recording of Lien

Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).

Amount of Secured Claim: \$ 1,479,370.08 Amount Unsecured: \$ _____

Other - Specify applicable paragraph of 11 U.S.C. §507 (a)(_____).

6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)

Amount entitled to priority:
\$ _____

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

*Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

Date:
7/22/10

Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Jecham J. [Signature], atty in fact

FOR COURT USE ONLY

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

Case No. 10-22049-EPK
Chapter 11

WELLINGTON PRESERVE
CORPORATION

Debtor. /

ATTACHMENTS TO PROOF OF CLAIM

1. Itemization
2. Recorded Final Judgment Against Wellington Preserve Corporation

ITEMIZATION

Total Amount of Final Judgment	\$1,445,490.58
Total Accrued Interest Through Petition Date	\$ 21,384.90
Total Attorney Fees Through Petition Date	\$ 12,494.60
Total Claim as of Petition Date	\$1,479,370.08
Post-Petition Interest (6% per annum; \$237.61 per diem) Calculated through July 23, 2010	\$ 20,909.68
Post-Petition Attorney Fees Calculated only Bankruptcy Counsel's fees through July 23, 2010	\$ 2,000.00
Total Claim Calculated Through July 23, 2010	\$1,502,279.76

Appendix 9

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division

IN RE:
 WELLINGTON PRESERVE
 CORPORATION

Debtor,

Chapter 11

Case No. 10-22049-EPK

SUBPOENA FOR RULE 2004 EXAMINATION DUCES TECUM


To: Wachovia Bank N.A. a/k/a Wells Fargo Bank, N.A.
 c/o Corporation Service Company
 1201 Hays Street
 Tallahassee, FL 32301

YOU ARE COMMANDED to appear and testify at an examination under Bankruptcy Rule 2004, and Local Rule 2004-1, at the place, date, and time specified below.

<p>PLACE OF DEPOSITION: FOWLER WHITE BURNETT, P.A. 1395 BRICKELL AVENUE, 14TH FLOOR MIAMI, FLORIDA 33131</p>	<p>DATE AND TIME: October 29, 2010 at 10:00 A.M.</p>
---	--

YOU ARE COMMANDED to produce and permit inspection and copying of the following documents:

SEE SPECIFICALLY SPECIAL INSTRUCTIONS, DEFINITIONS, SCHEDULE "A" ATTACHED HERETO

<p>ISSUING OFFICER'S SIGNATURE </p>	<p>TITLE Attorney for Debtor</p>
<p>ISSUING OFFICER'S NAME (PRINT) RONALD G. NEIWIRTH, ESQ.</p>	<p>PHONE (305) 789-9200</p>

PROOF OF SERVICE

DATE PLACE
 SERVED Wachovia Bank N.A. a/k/a Wells Fargo Bank, N.A., Corporation Service Company, 1201 Hays Street,
 Tallahassee, FL 32301

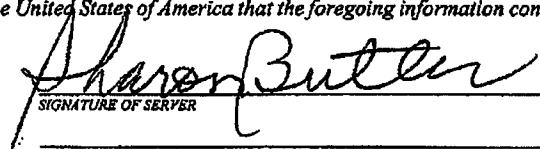
SERVED ON (PRINT NAME) MANNER OF SERVICE
 Certified Mail - By Sharon Butler, Legal Assistant

SERVED BY (PRINT NAME) TITLE
 Fowler White Burnett, 1395 Brickell Avenue, Miami, FL 33131

DECLARATION OF SERVER

I declare under penalty of perjury under the laws of the United States of America that the foregoing information contained in the Proof of Service is true and correct.

Executed on 9-27-10
 DATE


 SIGNATURE OF SERVER
 ADDRESS OF SERVER

Rule 45, Fed. R. Civ. P., Parts (c) & (d) made applicable in cases under the Bankruptcy Code by Bankruptcy Rule 9016. See also Local Rule 2004-1.

(c) PROTECTION OF PERSONS SUBJECT TO SUBPOENAS.

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2)(A) A person commanded to produce and permit inspection and copying of designated books, papers, documents or tangible things, or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel the production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3)(A) On timely motion, the court by which a subpoena was issued shall quash or modify the subpoena if it

- (i) fails to allow reasonable time for compliance;
- (ii) requires a person who is not a party or an officer of a party to travel to a place more than 100 miles from the place where that person resides, is employed or regularly transacts business in person, except that, subject to the provisions of clause (c)(3)(B)(iii) of this rule,

- such a person may in order to attend trial be commanded to travel from any such place within the state in which the trial is held, or
- (iii) requires disclosure of privileged or other protected matter and no exception or waiver applies, or
- (iv) subjects a person to undue burden.

(B) If a subpoena

- (i) requires disclosure of a trade secret or other confidential research, development, or commercial information, or
- (ii) requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request of any party, or
- (iii) requires a person who is not a party or an officer of a party to incur substantial expense to travel more than 100 miles to attend trial, the court may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the court may order appearance or production only upon specified conditions.

(d) DUTIES IN RESPONDING TO SUBPOENA.

(1) A person responding to a subpoena to produce documents shall produce them as they are kept in the usual course of business or shall organize and label them to correspond with the categories in the demand.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, communications, or things not produced that is sufficient to enable the demanding party to contest the claim.

[14] W:\80542\SUBDT811-Wachovia Subpoena Duces Tecum.KMH(9/27/10-1):25

UNITED STATES POSTAL SERVICE

30 SEP 2014 PM

First-Class Mail
Permit No. 1000
MIAMI, FL 33101

• Sender: Please print your name, address, and ZIP+4 in this box.

Fowler White Burnett P.A.
Espirito Santo Plaza
1395 Brickell Avenue
14th Floor
Miami, Florida 33131

ATTN: KAREN HENDRICKS, ESQ.

80542

SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
<ul style="list-style-type: none"> ■ Complete items 2 and 3. Also complete item 4 if Restricted Delivery is desired. ■ Print your name and address on the reverse so that we can return the card to you. ■ Attach this card to the back of the mailpiece or on the front if space permits. 	<p>A. Signature <i>Karen Hendricks</i> <input type="checkbox"/> Agent <input checked="" type="checkbox"/> Addressee</p> <p>B. Received by (Printed name) <i>Karen Hendricks</i> C. Date of Delivery</p>
<p>Article Addressed to:</p> <p>Wachovia Bank N.A. a/k/a Wells Fargo Bank, N.A. 1201 Hays Street Tallahassee, FL 32301</p>	<p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If YES, print delivery address below: <input type="checkbox"/> No</p> <p>3. Service Type <input checked="" type="checkbox"/> Certified Mail <input type="checkbox"/> Express Mail <input type="checkbox"/> Registered <input checked="" type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> Insured Mail <input type="checkbox"/> G.O.D.</p> <p>4. Restricted Delivery? (Extra Fee) <input type="checkbox"/> Yes</p>
<p>2. Article Number (Transfer from service label)</p>	<p>7008 3230 0002 9479 7014</p> <p>10255-02-1-1540</p>

PS Form 3811, February 2004 Domestic Return Receipt

SPECIAL INSTRUCTIONS

THIS WILL NOT BE A DEPOSITION. NO TESTIMONY WILL BE TAKEN

You will not be required to surrender the original items. You may comply with this subpoena by providing legible copies of the items to be produced to the attorney whose name appears on this subpoena on or before the scheduled date. You may condition the preparation of the copies upon the payment in advance of the reasonable cost of preparation. You may mail, fax, electronic mail, or deliver the copies to the attorney whose name appears on this subpoena. You have the right to object to the production pursuant to this subpoena at any time before production by giving written notice to the attorney whose name appears on this subpoena. If you fail to: (1) appear as specified; or (2) furnish the records instead of appearing as provided above; or (3) object to this subpoena you may be in contempt of court.

Unless you are excused by the attorney whose name appear on this subpoena, or the Court, you shall respond to this subpoena as directed.

DEFINITIONS OF TERMS

For purposes of the Notice of Rule 2004 Examination the following words shall have the meanings indicated below.

The term "materials" shall be deemed to include all documents, letters, memoranda, notes and any other written communication and written notes of all oral communications, whether in person or by telephone, and every record of every type, including but not limited to, information stored on any electromagnetic storage device, any written, printed, typed, recorded, or graphic matter, however produced or reproduced or stored, in the possession, custody or control of WACHOVIA BANK, N.A. a/k/a WELLS FARGO BANK, N.A., or its agent, employee, or attorney of WACHOVIA BANK, N.A. a/k/a WELLS FARGO BANK, N.A., and all drafts, notes, or preparatory material concerned with said document, and every additional copy of such record or document where such copy contains any commentary, notations, or other change whatsoever that does not appear on the original or other copy of the document produced. Also included in this definition is any summary of a document or documents called for hereafter. It is requested that all documents be produced in the manner they are kept in the ordinary course of business.

The term "Debtor" is intended to and shall mean Wellington Preserve Corporation, and, in addition, its attorneys, accountants, agents, servants, associates, employees, representatives, investigators, and others who are or who have been in possession of or may have obtained information for or on behalf of any of them in manner with respect to any matter referred to in the pleadings in the above styled case.

"Document" includes each and every original and copy of any written, recorded, or graphic matters, however produced or reproduced and regardless of where located, including

Case No. 10-22049-EPK

but not limited to any summary, schedule, memorandum, note, statement, letter, telegraph, inter or intra-office communication, report, diary, desk or pocket calendar or notebook, day book, appointment book, pamphlet, periodical, work sheet, list, graph, chart, index, tape, record, drawing, partial or complete report of telephone or oral conversation, compilation, tabulation, computer-stored memory component or device, study, analysis, transcript, minutes, data sheet, data processing card or tape, phono-records, and all memorials of any conversations, meetings or conferences, by telephone or otherwise, and any other writing or recording in the possession, custody or control of its attorneys. The term "document" shall also include the files in which any documents are maintained, including file folders or file jackets, and adjacent or related exhibit folders in which any documents are filed or maintained.

"You" or "your" means WACHOVIA BANK, N.A. a/k/a WELLS FARGO BANK, N.A., including but not limited to his officers, directors, agents, salespersons, employees or other servants, attorneys, representatives of any kind, and any other person or entity acting on behalf or for the benefit of WACHOVIA BANK, N.A. a/k/a WELLS FARGO BANK, N.A..

"Record" includes but is not limited to each and every book of account and other books of every kind, journals, ledgers, statements, instruments, files, messages, writings of every kind, and other internal or other data and other information of every description made or received by you in the regular course of business or otherwise, regardless of the mode in which it is recorded; the original of any such record includes the data or other information comprising a record stored or transmitted in or by means of any electronic, computerized, mechanized, or other information storage or retrieval or transmission system or device which can upon request generate, regenerate, or transmit the precise data or other information comprising the record, and an original also includes the visible data or other information so generated, regenerated, or transmitted if it is legible or can be made legible by enlargement or other process.

"Copies" of documents includes, but is not limited to, duplicates or counterparts of any original produced from the same impression or process as the original by carbon or other chemical or substance or process; negative and positive film and prints of an original or copy of reproductions and facsimiles of an original or copy, whether or not the same size, produced by photographic, microphotographic, photostatic, xerographic, electronic, computerized, or mechanized process, or by any other process, and enlargement and reductions thereof; and the data or other information comprising a record stored or transmitted as provided in the preceding definition of "Record," and the visible data or other information generated or regenerated or transmitted by such information storage or retrieval or transmission system or device, if it is legible or can be made legible by enlargement or other process.

INSTRUCTIONS

In responding to the Notice of Rule 2004 Examination, if requested, you are required to produce those materials within your custody or control, and in addition, those in the possession of or obtainable by your attorneys, investigators, adjusters, insurance carriers, representatives, agents or anyone acting on your behalf or on their behalf.

If, in responding to the Notice of Rule 2004 Examination, you withhold requested production of any document on the ground of a privilege not to disclose the document, please state with respect to each such document;

- a. The type of document involved and a general description of the context of the document;
- b. The name, business and residence addresses and telephone numbers, and any position of the individual from whom the document emanated;
- c. The name, business, and residence address and telephone numbers and positions of each individual to whom the document or copy of the document was sent;
- d. The privilege upon which WACHOVIA BANK, N.A. a/k/a WELLS FARGO BANK, N.A. relies in withholding the document.
- e. The facts upon which WACHOVIA BANK, N.A. a/k/a WELLS FARGO BANK, N.A. relies in support of their claim that they were privileged to withhold the document or documents;
- f. The names, business and residence address and telephone numbers, and positions or occupations of individuals known or believed by WACHOVIA BANK, N.A. a/k/a WELLS FARGO BANK, N.A. to have knowledge concerning the factual basis for its assertion of privilege with regard to the document.

TIME LIMITATION

This request, in the form of a Notice of 2004 Examination, is a continuing one and if, after producing documents, WACHOVIA BANK, N.A. a/k/a WELLS FARGO BANK, N.A. obtains or becomes aware of any further documents responsive to this request, it is requested that the undersigned attorney be contacted immediately and that WACHOVIA BANK, N.A. a/k/a WELLS FARGO BANK, N.A. produce such further documents at the offices of Ronald G. Neiwirth, Esq. Fowler White Burnett, 1395 Brickell Avenue, 14th Floor, Miami, FL 33131.

SCHEDULE "A"

For all accounts in the name of **Wellington Preserve Corporation** or **Wellington Preserve Corporation Trust Account** held in trust by **Greenberg Traurig** (collectively "**Wellington Preserve**"), including, but not limited to, banking accounts, loan accounts, line of credit accounts, mortgages, or trust accounts in which **Wellington Preserve** is owner, was or is a beneficial owner, or had or has a beneficial interest, please produce the following documents for the period of January 2004 through the present:

- a. Account statements;
- b. Account applications;
- c. Signature cards;
- d. Incoming and outgoing wire transfer information;
- e. Front and back of all checks deposited; and
- f. Front and back of all checks issued.

Appendix 10

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

Debtor.

CASE NO. 10-22049-EPK

Chapter 11

DEBTOR'S MOTION FOR EMPLOYMENT OF PERRY & TAYLOR, P.A.
AS SPECIAL COUNSEL FOR THE DEBTOR

WELLINGTON PRESERVE CORPORATION ("WELLINGTON"), files this Motion for Employment of F. MARTIN PERRY, ESQ., and the law firm of PERRY & TAYLOR, P.A., as special counsel for the Debtor and, in support thereof, states as follows:

1. On April 27, 2010, the Debtor filed a Voluntary Petition under Chapter 11 of the United States Bankruptcy Code.

2. The Debtor desires to employ F. MARTIN PERRY, ESQ. and the law firm of PERRY & TAYLOR, P.A. as special counsel in this case ("Special Counsel"), specially for assistance with issues concerning land use, zoning and planning, together with liaison with governmental agencies as may be required.

3. The Debtor believes that Special Counsel is qualified to practice in this field and is qualified to advise the Debtor such issues relating to the development known as Wellington Training Center, a/k/a Wellington Preserve.

4. Special Counsel will render services in connection with zoning, planning and revised plat approvals in reference to Wellington Training Center a/k/a Wellington Preserve.

5. To the best of Debtor's knowledge, neither said Special Counsel nor said law firm have any connection with the creditors or other parties in interest or their respective attorneys other

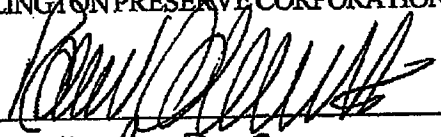
CASE NO. 10-22049-EPK

than those disclosed on the attached Affidavit of Proposed Special Counsel for Debtor-In-Possession. Neither said Special Counsel nor said law firm represent any interest adverse to the Debtor.

6. Attached to this Motion is the Affidavit of Proposed Special Counsel for Debtor-In-Possession demonstrating that F. MARTIN PERRY, ESQ. and the law firm of PERRY & TAYLOR, P.A., are disinterested as required by 11 U.S.C. § 327(a) and a verified statement as required under Bankruptcy Rule 2014.

7. The Debtor respectfully requests an Order authorizing retention of F. MARTIN PERRY, ESQ. and the law firm of PERRY & TAYLOR, P.A. on a general retainer, pursuant to 11 U.S.C. §§ 327 and 330, and the terms of its engagement letter, a copy of which is attached.

Dated: 9/22/10

WELLINGTON PRESERVE CORPORATION
By: 
atly for DIP.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 20th day of September 2010, I electronically filed the foregoing document with the Clerk of the Court using CM/ECF. I also certify that the foregoing document is being served this day on all counsel of record or pro se parties identified on the attached Service List in the manner specified, either via transmission of Notices of Electronic Filing generated by CM/ECF or in some other authorized manner for those counsel or parties who are not authorized to receive electronically Notices of Electronic Filing.

s/ Ronald G. Neiwirth
Ronald G. Neiwirth

CASE NO. 10-22049-EPK

SERVICE LIST

Adonel Concrete
2101 N.W. 110 Avenue
Miami, FL 33172-1904

Agnoli Barber and Brundage
9990 Coconut Road, Suite 103
Bonita Springs, FL 34135

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West Palm Beach, FL 33414

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

Debtor.

CASE NO. 10-22049-EPK

Chapter 11

AFFIDAVIT OF F. MARTIN PERRY

STATE OF FLORIDA)
) SS:
PALM BEACH COUNTY)


BEFORE ME, the undersigned authority, personally appeared F. MARTIN PERRY, ESQ., of the law firm of PERRY & TAYLOR, P.A., in Palm Beach Gardens, Florida, who after being duly sworn, deposes and says as follows:

1. I am a partner of the law firm of PERRY & TAYLOR, P.A.
2. Applicant and other members and associates of PERRY & TAYLOR, P.A., are attorneys at law duly admitted to practice before this Court and other necessary state and federal courts in this jurisdiction.
3. To the best of my knowledge, information and belief, PERRY & TAYLOR, P.A. and its members and associates are disinterested parties within the meaning of 11 U.S.C. §101. Both F. MARTIN PERRY, ESQ., and the law firm of PERRY & TAYLOR, P.A. are willing to accept employment by the Debtor, on the basis set forth in the annexed application.
4. Neither F. MARTIN PERRY, ESQ., the law firm of PERRY & TAYLOR, P.A. nor any of its members and associates have a pre-petition or other claim against the Estate.

CASE NO. 10-22049-EPK

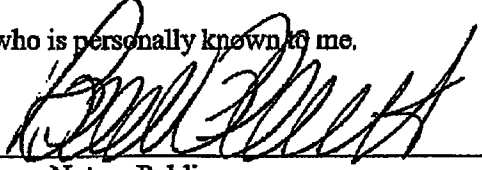
5. Neither F. MARTIN PERRY, ESQ., nor the law firm of PERRY & TAYLOR, P.A. nor any of its members and associates have any connections with the Debtor. Neither F. MARTIN PERRY, ESQ., nor the law firm of PERRY & TAYLOR, P.A. nor any of its members and associates have in the past, and do not plan in the future, to represent any related Debtor.
6. Neither F. MARTIN PERRY, ESQ., the law firm of PERRY & TAYLOR, P.A., nor any of its members and associates have received a retainer from the Debtor, the Estate, or a third party.
7. Neither F. MARTIN PERRY, ESQ., the law firm of PERRY & TAYLOR, P.A., nor its members and associates have an interest adverse to the Estate in regards to the matters for which I am to be employed.

FURTHER AFFIANT SAYETH NAUGHT.



F. MARTIN PERRY, ESQUIRE

THE FOREGOING INSTRUMENT was acknowledged before me this 14 day of Sept 2010, by F. MARTIN PERRY, who is personally known to me.



Notary Public

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
Ronald G. Neiwrth
Commission # DD721764
Expires NOV. 22, 2011
BONDED BY ATLANTIC BANKING CO., INC.

Appendix 10

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

Debtor.

CASE NO. 10-22049-EPK

Chapter 11

DEBTOR'S MOTION FOR EMPLOYMENT OF PERRY & TAYLOR, P.A.
AS SPECIAL COUNSEL FOR THE DEBTOR

WELLINGTON PRESERVE CORPORATION ("WELLINGTON"), files this Motion for Employment of F. MARTIN PERRY, ESQ., and the law firm of PERRY & TAYLOR, P.A., as special counsel for the Debtor and, in support thereof, states as follows:

1. On April 27, 2010, the Debtor filed a Voluntary Petition under Chapter 11 of the United States Bankruptcy Code.

2. The Debtor desires to employ F. MARTIN PERRY, ESQ. and the law firm of PERRY & TAYLOR, P.A. as special counsel in this case ("Special Counsel"), specially for assistance with issues concerning land use, zoning and planning, together with liaison with governmental agencies as may be required.

3. The Debtor believes that Special Counsel is qualified to practice in this field and is qualified to advise the Debtor such issues relating to the development known as Wellington Training Center, a/k/a Wellington Preserve.

4. Special Counsel will render services in connection with zoning, planning and revised plat approvals in reference to Wellington Training Center a/k/a Wellington Preserve.

5. To the best of Debtor's knowledge, neither said Special Counsel nor said law firm have any connection with the creditors or other parties in interest or their respective attorneys other

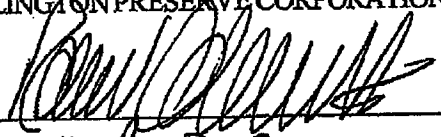
CASE NO. 10-22049-EPK

than those disclosed on the attached Affidavit of Proposed Special Counsel for Debtor-In-Possession. Neither said Special Counsel nor said law firm represent any interest adverse to the Debtor.

6. Attached to this Motion is the Affidavit of Proposed Special Counsel for Debtor-In-Possession demonstrating that F. MARTIN PERRY, ESQ. and the law firm of PERRY & TAYLOR, P.A., are disinterested as required by 11 U.S.C. § 327(a) and a verified statement as required under Bankruptcy Rule 2014.

7. The Debtor respectfully requests an Order authorizing retention of F. MARTIN PERRY, ESQ. and the law firm of PERRY & TAYLOR, P.A. on a general retainer, pursuant to 11 U.S.C. §§ 327 and 330, and the terms of its engagement letter, a copy of which is attached.

Dated: 9/22/10

WELLINGTON PRESERVE CORPORATION
By: 
att. for DIP.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 20th day of September 2010, I electronically filed the foregoing document with the Clerk of the Court using CM/ECF. I also certify that the foregoing document is being served this day on all counsel of record or pro se parties identified on the attached Service List in the manner specified, either via transmission of Notices of Electronic Filing generated by CM/ECF or in some other authorized manner for those counsel or parties who are not authorized to receive electronically Notices of Electronic Filing.

s/ Ronald G. Neiwirth
Ronald G. Neiwirth

CASE NO. 10-22049-EPK

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

Debtor.

CASE NO. 10-22049-EPK

Chapter 11

AFFIDAVIT OF F. MARTIN PERRY

STATE OF FLORIDA)
) SS:
PALM BEACH COUNTY)

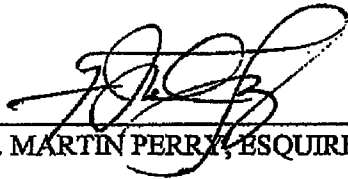
BEFORE ME, the undersigned authority, personally appeared F. MARTIN PERRY, ESQ., of the law firm of PERRY & TAYLOR, P.A., in Palm Beach Gardens, Florida, who after being duly sworn, deposes and says as follows:

1. I am a partner of the law firm of PERRY & TAYLOR, P.A.
2. Applicant and other members and associates of PERRY & TAYLOR, P.A., are attorneys at law duly admitted to practice before this Court and other necessary state and federal courts in this jurisdiction.
3. To the best of my knowledge, information and belief, PERRY & TAYLOR, P.A. and its members and associates are disinterested parties within the meaning of 11 U.S.C. §101. Both F. MARTIN PERRY, ESQ., and the law firm of PERRY & TAYLOR, P.A. are willing to accept employment by the Debtor, on the basis set forth in the annexed application.
4. Neither F. MARTIN PERRY, ESQ., the law firm of PERRY & TAYLOR, P.A. nor any of its members and associates have a pre-petition or other claim against the Estate.

CASE NO. 10-22049-EPK

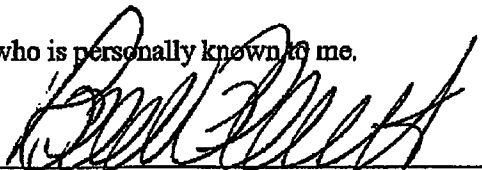
5. Neither F. MARTIN PERRY, ESQ., nor the law firm of PERRY & TAYLOR, P.A. nor any of its members and associates have any connections with the Debtor. Neither F. MARTIN PERRY, ESQ., nor the law firm of PERRY & TAYLOR, P.A. nor any of its members and associates have in the past, and do not plan in the future, to represent any related Debtor.
6. Neither F. MARTIN PERRY, ESQ., the law firm of PERRY & TAYLOR, P.A., nor any of its members and associates have received a retainer from the Debtor, the Estate, or a third party.
7. Neither F. MARTIN PERRY, ESQ., the law firm of PERRY & TAYLOR, P.A., nor its members and associates have an interest adverse to the Estate in regards to the matters for which I am to be employed.

FURTHER AFFIANT SAYETH NAUGHT.



F. MARTIN PERRY, ESQUIRE

THE FOREGOING INSTRUMENT was acknowledged before me this 14 day of Sept 2010, by F. MARTIN PERRY, who is personally known to me.



Notary Public

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
Ronald G. Neiwrth
Commission # DD721764
Expires NOV. 22, 2011
BONDED BY ATLANTIC BANKING CO., INC.

Appendix 11



ORDERED in the Southern District of Florida on December 07, 2010.

Erik P. Kimball, Judge
United States Bankruptcy Court

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA**

West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

Debtor.

CASE NO. 10-22049-BKC-EPK

Chapter 11

**ORDER GRANTING DIP'S EX PARTE MOTION FOR TURNOVER
OF ESTATE PROPERTY BY NON-DEBTOR**

THIS MATTER came before the Court *ex parte* upon WELLINGTON PRESERVE CORPORATION, the Debtor-In-Possession, seeking the turnover of the proceeds of the U.S. Dollar denominated bank account no. 1619246, held by the Debtor in FIRST CITIZENS BANK, a corporate entity of the country of Trinidad and Tobago. The DIP also seeks records of the account from the inception to date. The Court being fully advised in the premises, and FIRST CITIZENS BANK having not opposed the Motion, nor the relief sought therein; and for good cause shown, it is

ORDERED, that dollar-denominated bank account statement from FIRST CITIZENS BANK (the "Bank") indicating an ending balance of U.S. \$527,340.86 is owned and maintained by the DIP, WELLINGTON PRESERVE CORPORATION (the "Account"); and it is further

ORDERED, that the Account, the proceeds thereof and records relating thereto are owned by the DIP and are property of the estate under Section 542 of the Bankruptcy Code; and it further

ORDERED, that the Bank is hereby directed to and shall forthwith turnover the proceeds of the Account by wiring the sum of US \$527,340.86, together with any accumulated interest since July 31, 2010, less any customary fees and expenses due and owing the Bank as of the date of the entry of this Order relating to the Account together with any customary fees and expenses incurred by the Bank in producing the documents compelled produced by hereby, to the account of the DIP, WELLINGTON PRESERVE CORPORATION, Debtor-In-Possession, which is located at CITY NATIONAL BANK, Miami, Florida, and after the transfer of such funds shall immediately close the Account without further Order of the Court. The DIP's counsel shall furnish the wiring instructions to counsel for the Bank; and it is further

ORDERED, that the Bank be and hereby is directed to produce copies of the records maintained by the Bank in connection with the Account, including but not limited to the account opening documentation, all regular periodic statements issued by the Bank with respect to the Account up to the present; and records of all transfers made into and out of the Account, including but not limited to cancelled checks and wire-transfer confirmations; and it is further

ORDERED, that the Bank be and hereby is directed to provide the same inform for any account that WELLINGTON PRESERVE CORPORATION may have held at any time with the Bank; and it is further

ORDERED, that any and all confidentiality and privileges related to the production of the documents ordered produced herein be and hereby are waived; and it further

ORDERED, that upon receipt, by the DIP of the proceeds, after deducting the customary fees and expenses set forth herein of the Account, and of the documents produced related therein, any and all claims and rights with respect to the Account be and hereby are deemed waived and extinguished; and it is further

ORDERED, that this Court shall retain jurisdiction to resolve any disputes that may arise relating to the implementation and enforcement of this Order.

#

Conformed Copies to:

Ronald G. Neiwirth, Esq.
Susan F. Balaschak, Esq.

Mr. Neiwirth to serve a copy of conformed copy
Of this Order to all parties in interest and file a
Certificate of Service with the Court.

Appendix 12

Form CGFCD3A (12/8/10)

United States Bankruptcy Court
Southern District of Florida
www.flsb.uscourts.gov

Case Number: 10-22049-EPK
Chapter: 11

In re:

Wellington Preserve Corporation
c/o Ronald G. Neiwirth, Registered Agent
1395 Brickell Avenue
14th Floor
Miami, FL 33131

EIN: 98-0430995

NOTICE OF HEARING

NOTICE IS HEREBY GIVEN that a hearing will be held on **December 28, 2010 at 01:30 PM**, at the following location:

Flagler Waterview Building
1515 N Flagler Dr Room 801 Courtroom B
West Palm Beach FL 33401

to consider the following:

Application to Employ Jamie J. Byington, C.P.A. and the firm of Cherry, Bekaer & Holland, L.L.P. as Accountants Filed by Debtor Wellington Preserve Corporation. (92) AND Application to Employ F. Martin Perry, Esq. and the law firm of Perry & Taylor, P.A. as Special Counsel (91)

THIS MATTER HAS BEEN SCHEDULED FOR A TEN MINUTE HEARING. IF YOU REQUIRE MORE TIME YOU MUST CONTACT THE COURTROOM DEPUTY IMMEDIATELY FOR A SPECIAL SETTING. This matter has not been scheduled as an evidentiary hearing. If you require an evidentiary hearing, the currently scheduled hearing will be treated as a preliminary hearing. Contact the courtroom deputy, to schedule a final evidentiary hearing.

THE MOVANT, (OR MOVANT'S COUNSEL if represented by an attorney) SHALL SERVE A COPY OF THIS NOTICE OF HEARING and, unless previously served, the above-described pleading on all required parties within the time frames required by the Bankruptcy Rules, Local Rules, or orders of the Court, and shall file a certificate of service as required under Local Rules 2002-1(F) and 9073-1(B). Any party who fails to properly serve any pleadings or other paper may be denied the opportunity to be heard thereon. All moving or objecting parties shall bring to the hearing proposed orders, sustaining their respective positions.

PLEASE NOTE: Photo identification is required to gain entrance to all federal courthouse facilities. Electronic devices, including but not limited to cameras, cellular phones (including those with cameras), pagers, personal data assistants (PDA), laptop computers, radios, tape-recorders, etc., **are not permitted** in the courtroom, chambers or other environs of this court. These restrictions (**except for cameras not integrated into a cell phone device**) do not apply to attorneys with a valid Florida Bar identification card, attorneys who have been authorized to appear by pro hac vice order and witnesses subpoenaed to appear in a specific case. An attorney seeking entry to the Ft. Lauderdale courthouse facilities must also be admitted to practice in the Southern District of Florida or be authorized to appear by pro hac vice order. **No one is permitted to bring a camera or other prohibited electronic device into a federal courthouse facility except with a written order signed by a judge and verified by the United States Marshal's Service. See Local Rule 5072-2.**

Dated: 12/17/10

CLERK OF COURT

By: Cindy Klopp
Courtroom Deputy

Appendix 13

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

Debtor.

CASE NO. 10-22049-EPK

Chapter 11

**DEBTOR'S *EX PARTE* MOTION FOR EXTENSION OF
TIME TO FILE TAX RETURNS**

COMES NOW the Debtor-In-Possession, WELLINGTON PRESERVE CORPORATION ("WELLINGTON" and/or "DIP"), by and through undersigned counsel, and respectfully moves this Honorable Court for an additional sixty -day (60) extension of time within which to file its 2008 and 2009 tax returns, and in support hereof, would respectfully submit the following:

1. This case was commenced by the filing of voluntary petition for Chapter 11 relief on April 27, 2010.
2. Pursuant to the United States Trustee Financial Requirements Checklist, Certifications and Declarations, on paragraph #6, the DIP must submit copies of filed Federal Tax and Personal Tax Returns for the two (2) years prior its Chapter 11 bankruptcy filing.
3. By Order dated July 8, 2010 this Honorable Court granted WELLINGTON a hundred-eighty (180) day extension until December 21, 2010 to produce and submit its tax returns, absent further Order of this Court (C.P. #47).
4. As background, the president of the DIP is CRAIG A. (TONY) GOMEZ ("GOMEZ"). GOMEZ is a Liquidator appointed by the Supreme Court of the Bahamas to oversee the "winding up" of CLICO (Bahamas) LIMITED, which is the purported corporate parent of CLICO ENTERPRISES, LTD. ("CEL"), another Bahamian entity. CEL, in its turn, is the 100% shareholder of WELLINGTON, the DIP.

CASE NO. 10-22049-EPK

5. After diligent research, GOMEZ had been unable to locate books and records for the Debtor since 2005. This has necessitated the retention of accountants for the DIP in order to reconstruct the books and records and file necessary returns.

6. Due to the lack of books and records, WELLINGTON did not have sufficient information to prepare tax returns for 2008 and 2009. Since the Court issued its July 6, 2010 Order granting the original extension to WELLINGTON to submit its tax returns, WELLINGTON has issued subpoenas to its former attorneys and banks and has compiled, and continues to compile, the necessary documents to enable it to prepare the returns.

7. As part of WELLINGTON's further efforts to prepare and file tax returns, on December 17, 2010 WELLINGTON filed its *Motion to Employ Jamie J. Byington, C.P.A. and the firm of Cherry, Bekaer & Holland, L.L.P. as Accountants* (C.P. #92), the hearing of which is scheduled for December 28, 2010.

8. In light of the foregoing circumstances, the undersigned requests this Honorable Court grant the DIP a further extension of time of sixty (60) days in which to produce the required tax returns.

WHEREFORE, the Debtor respectfully prays for the entry of an Order granting the DIP an extension of sixty (60) days time in which to produce the required tax returns

Respectfully submitted,

/s/ Ronald G. Neiwirth

Ronald G. Neiwirth
Fla. Bar No. 152175

FOWLER WHITE BURNETT P.A.
Espirito Santo Plaza, 14th Floor
1395 Brickell Avenue
Miami, Florida 33131-3302
Telephone: (305) 789-9200
Facsimile: (305) 789-9201

CASE NO. 10-22049-EPK

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on December 21, 2010, I electronically filed the foregoing document with the Clerk of the Court using CM/ECF. I also certify that the foregoing document is being served this day on all counsel of record or pro se parties identified on the attached Service List in the manner specified, either via transmission of Notices of Electronic Filing generated by CM/ECF or in some other authorized manner for those counsel or parties who are not authorized to receive electronically Notices of Electronic Filing.

s/ Ronald G. Neiwirth
Ronald G. Neiwirth

CASE NO. 10-22049-EPK

JAMIE J. BYINGTON, C.P.A.
CHERRY, BEKAER & HOLLAND, L.L.P.
255 Alhambra Circle, Suite 900
Coral Gables, Florida 33134

F. Martin Perry, Esq.
Perry & Talor, PA
2401 PGA Blvd., # 110
Palm Beach Gardens, FL 33410

Adonel Concrete
2101 N.W. 110 Avenue
Miami, FL 33172-1904

Agnoli Barber and Brundage
7400 Trail Blvd., # 200
Naples, FL 34109-2855

Alan Gerwig & Associates, Inc.
12798 W. Forest Hill Blvd.
Suite 204
Wellington, FL 33414

~~Amerilawn and Landscaping~~
~~3031 Fortune Way~~
~~Suite A15~~
~~West Palm Beach, FL 33414~~

~~Atlantic Caribbean Mapping, Inc.~~
~~3070S. Jog Road~~
~~Greenacres, FL 33467-2053~~

Atlantic Caribbean Surveying
357 Liana Drive
West Palm Beach, FL 33415

~~Cotton and Company~~
~~633 SE 5th Street~~
~~Fort Myers, FL 33994~~

Blazer Construction Industries, Inc.
1005 W. Indiantown Road
Jupiter, FL 33458

Boyd, Schmidt and Brannum
2711 Poinsettia Ave.
West Palm Beach, FL 33407

Brennan Financial
c/o Bradford Beilly, P.A.
1144 SE 3rd Avenue
Fort Lauderdale, FL 33316

Cherry Edgar and Smith
8409 North Military Trail Suite 123
Palm Beach Gardens, FL 33410

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Appendix 13

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION,

Debtor.

CASE NO. 10-22049-EPK

Chapter 11

**DEBTOR'S *EX PARTE* MOTION FOR EXTENSION OF
TIME TO FILE TAX RETURNS**

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CASE NO. 10-22049-EPK

5. After diligent research, GOMEZ had been unable to locate books and records for the Debtor since 2005. This has necessitated the retention of accountants for the DIP in order to reconstruct the books and records and file necessary returns.

6. Due to the lack of books and records, WELLINGTON did not have sufficient information to prepare tax returns for 2008 and 2009. Since the Court issued its July 6, 2010 Order granting the original extension to WELLINGTON to submit its tax returns, WELLINGTON has issued subpoenas to its former attorneys and banks and has compiled, and continues to compile, the necessary documents to enable it to prepare the returns.

7. As part of WELLINGTON's further efforts to prepare and file tax returns, on December 17, 2010 WELLINGTON filed its *Motion to Employ Jamie J. Byington, C.P.A. and the firm of Cherry, Bekaer & Holland, L.L.P. as Accountants* (C.P. #92), the hearing of which is scheduled for December 28, 2010.

8. In light of the foregoing circumstances, the undersigned requests this Honorable Court grant the DIP a further extension of time of sixty (60) days in which to produce the required tax returns.

WHEREFORE, the Debtor respectfully prays for the entry of an Order granting the DIP an extension of sixty (60) days time in which to produce the required tax returns

Respectfully submitted,

/s/ Ronald G. Neiwirth

Ronald G. Neiwirth
Fla. Bar No. 152175

FOWLER WHITE BURNETT P.A.
Espirito Santo Plaza, 14th Floor
1395 Brickell Avenue
Miami, Florida 33131-3302
Telephone: (305) 789-9200
Facsimile: (305) 789-9201

CASE NO. 10-22049-EPK

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on December 21, 2010, I electronically filed the foregoing document with the Clerk of the Court using CM/ECF. I also certify that the foregoing document is being served this day on all counsel of record or pro se parties identified on the attached Service List in the manner specified, either via transmission of Notices of Electronic Filing generated by CM/ECF or in some other authorized manner for those counsel or parties who are not authorized to receive electronically Notices of Electronic Filing.

s/ Ronald G. Neiwirth
Ronald G. Neiwirth

CASE NO. 10-22049-EPK

JAMIE J. BYINGTON, C.P.A.
CHERRY, BEKAER & HOLLAND, L.L.P.
255 Alhambra Circle, Suite 900
Coral Gables, Florida 33134

F. Martin Perry, Esq.
Perry & Talor, PA
2401 PGA Blvd., # 110
Palm Beach Gardens, FL 33410

Adonel Concrete
2101 N.W. 110 Avenue
Miami, FL 33172-1904

Agnoli Barber and Brundage
7400 Trail Blvd., # 200
Naples, FL 34109-2855

Alan Gerwig & Associates, Inc.
12798 W. Forest Hill Blvd.
Suite 204
Wellington, FL 33414

~~Amerilawn and Landscaping~~
~~3031 Fortune Way~~
~~Suite A15~~
~~West Palm Beach, FL 33414~~

~~Atlantic Caribbean Mapping, Inc.~~
~~3070S. Jog Road~~
~~Greenacres, FL 33467-2053~~

Atlantic Caribbean Surveying
357 Liana Drive
West Palm Beach, FL 33415

~~Cotton and Company~~
~~633 SE 5th Street~~
~~Fort Myers, FL 33994~~

Blazer Construction Industries, Inc.
1005 W. Indiantown Road
Jupiter, FL 33458

Boyd, Schmidt and Brannum
2711 Poinsettia Ave.
West Palm Beach, FL 33407

Brennan Financial
c/o Bradford Beilly, P.A.
1144 SE 3rd Avenue
Fort Lauderdale, FL 33316

Cherry Edgar and Smith
8409 North Military Trail Suite 123
Palm Beach Gardens, FL 33410

CLICO (Bahamas) Limited
c/o Craig A. (Tony) Gomez
P.O. Box N 1991
28 Cumberland Street
Nassau, Bahamas

CLICO Enterprises, Ltd.
c/o Craig A. (Tony) Gomez
P.O. Box N 1991
28 Cumberland Street
Nassau, Bahamas

Cotton & Company
633 S.E. 5th Street
Stuart, FL 34994

Dixie Blueprint Services, Inc.
2416 N. Dixie Highway
Boca Raton, FL 33431-7614

Appendix 14



ORDERED in the Southern District of Florida on December 28, 2010.

A handwritten signature in black ink, appearing to read "Erik P. Kimball".

Erik P. Kimball, Judge
United States Bankruptcy Court

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION

Debtor

CASE NO. 10-22049-EPK

Chapter 11

**EX PARTE ORDER GRANTING DEBTOR'S MOTION FOR EXTENSION
OF TIME TO FILE TAX RETURNS**

THIS MATTER came before the Court on the Debtor's *Ex Parte* Motion for Extension of Time to File Tax Returns, and the Court being fully advised in the premises, it is

ORDERED that the Motion is **GRANTED**. The Debtor, WELLINGTON PRESERVE shall have sixty (60) days extension of time or up to and including February 19, 2011, to produce and

CASE NO. 10-22049-EPK

submit to this Court its 2008 and 2009 tax returns.

#

Submitted by:

Ronald G. Neiwirth, Esq.
Office of the U.S. Trustee

Mr. Neiwirth shall serve a conformed copy of this Order on all parties-in-interest and shall file a Certificate of Service with the Court.

Appendix 15



ORDERED in the Southern District of Florida on December 30, 2010.

Erik P. Kimball, Judge
United States Bankruptcy Court

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division**

IN RE:
WELLINGTON PRESERVE CORPORATION
Debtor

CASE NO. 10-22049-EPK
Chapter 11

ORDER GRANTING MOTION TO EMPLOY F. MARTIN PERRY OF PERRY & TAYLOR, P.A. AS SPECIAL COUNSEL (DE #91)

THIS MATTER came before the Court on December 28, 2010, with respect to the DIP's Motion to retain F. Martin Perry of the firm Perry & Taylor, P.A., for the express purpose of representing the DIP as special counsel in this case, specially with issues concerning land use, zoning and planning, together with liaison with governmental agencies as may be required, and upon the Affidavit of F. Martin Perry of Perry & Taylor, P.A.

Upon the representations that F. Martin Perry, Esq. is duly qualified under Local Rule 2090-1(A) to practice in this Court, that F. Martin Perry, Esq. of Perry & Taylor, P.A. holds no interest adverse to the Estate in the matters upon which they are engaged, that F. Martin Perry, Esq.

CASE NO. 10-22049-EPK

and Perry & Taylor, P.A. are disinterested persons as required by 11 U.S.C. §327(a), and have disclosed any connections with parties set forth in Bankruptcy Rule 2014, and that their employment is necessary and would be in the best interest of the estate.

ORDERED that:

1. The Application is **GRANTED**.
2. The employment by the Debtor-In-Possession of F. Martin Perry of Perry & Taylor, P.A. as special counsel in this Chapter 11 case is **APPROVED**.
3. The Debtor-In-Possession is authorized to provide payment to F. Martin Perry of Perry & Taylor, P.A. in the amount of \$7,500 as a retainer to be applied to fees and expenses as further authorized by this Court.
4. Entry of this Order is without prejudice to the rights of any party-in-interest to interpose an objection to the Application

#

Submitted by:

Ronald G. Neiwirth, Esq.
Office of the U.S. Trustee

Mr. Neiwirth shall serve a conformed copy of this Order on all parties-in-interest and shall file a Certificate of Service with the Court.

Appendix 16



ORDERED in the Southern District of Florida on December 30, 2010.

Erik P. Kimball, Judge
United States Bankruptcy Court

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division

IN RE:

WELLINGTON PRESERVE CORPORATION

Debtor

CASE NO. 10-22049-EPK

Chapter 11

ORDER GRANTING MOTION TO JAMIE J. BYINGTON OF CHERRY, BEKAERT & HOLLAND, L.L.P AS ACCOUNTANTS (DE #92)

THIS MATTER came before the Court on December 28, 2010, with respect to the DIP's Motion to retain Jamie J. Byington, C.P.A. of Cherry, Bekaert & Holland, L.L.P., for the express purpose of representing the DIP as accountants in this case, specially for the purposes of preparing accountings for 2008, 2009 and 2010; preparing 2008, 2009, and 2010 federal and Florida state income tax returns with supporting schedules; preparing Form 5472, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business for years required and without prejudice to seek further application from this court to be retained for other accounting purposes as may be required

Upon the Affidavit of Jamie J. Byington of Cherry, Bekaert & Holland, L.L.P. and the express representations that Jamie J. Byington, C.P.A. is duly qualified and holds no interest adverse to the Estate in the matters upon which they are engaged, that Jamie J. Byington, C.P.A. and Cherry, Bekaert & Holland, L.L.P. are disinterested persons as required by 11 U.S.C. §327(a), and have disclosed any connections with parties set forth in Bankruptcy Rule 2014, and that their employment is necessary and would be in the best interest of the estate.

ORDERED that:

1. The Application is **GRANTED**.
2. The employment by the Debtor-In-Possession of Jamie J. Byington, C.P.A. of Cherry, Bekaert & Holland, L.L.P. as accountants in this Chapter 11 case is **APPROVED**.
3. The Debtor-In-Possession is authorized to provide payment to Jamie J. Byington, C.P.A. of Cherry, Bekaert & Holland, L.L.P. in the amount of \$7,500 as a retainer to be applied to fees and expenses as further authorized by this Court.
4. Entry of this Order is without prejudice to the rights of any party-in-interest to interpose an objection to the Application

#

Submitted by:
Ronald G. Neiwirth, Esq.
Office of the U.S. Trustee

Mr. Neiwirth shall serve a conformed copy of this Order on all parties-in-interest and shall file a Certificate of Service with the Court.