

**IFC AGREEMENT - PUBLIC IMPROVEMENT ESCROW/PFA
 CITY OF PALM SPRINGS/WESSMAN DEVELOPMENT/PS PROMENADE, LLC
 DOWNTOWN PALM SPRINGS (formerly Desert Fashion Plaza)**

OCTOBER 31, 2012

**REIMBURSEMENT REQUEST #8-PUBLIC
 PUBLIC IMPROVEMENTS/DEMOLITION**

CODE	VENDOR/DESCRIPTION	50% SPLIT PUBLIC/PRIVATE	REQUESTED DISBURSEMENT	DATE PAID
1-020	SANBORN A/E (ARCHITECTS) Civil Layout to Date ✓		\$ 3,665.00 ✓	6/29/2012 ✓
1-020	SANBORN A/E (ARCHITECTS) Base Plan work-July 2012 ✓		\$ 1,250.00 ✓	9/14/2012 ✓
1-020	SANBORN A/E (ARCHITECTS) Field Topography ✓		\$ 2,840.00 ✓	9/14/2012 ✓
1-040	CITY OF PS- TENTATIVE TRACT MAP ✓		\$ 5,000.00 ✓	8/17/2012 ✓
1-097	JIM CHRISTY STUDIO-Architectural Photography ✓		\$ 2,164.14 ✓	9/14/2012 ✓
1-097	VISIONSCAPE IMAGERY-Analysis of Visual Impact ✓		\$ 3,500.00 ✓	9/24/2012 ✓
1-020	DESERT REPROGRAPHICS ✓		\$ 466.27 ✓	7/13/2012 ✓
* 1-096	J&M AIRCRAFT (TRAVEL RE:ARCHITECT) JUNE 2011 - DEC 2011 ✓	\$ 38,034.18 ✓	\$ 19,017.09 ✓	Jun-Dec 2011 ✓
* 1-096	PILOT SERVICES (TRAVEL RE: ARCHITECT) JUNE 2011-DEC 2011 ✓	\$ 10,705.00 ✓	\$ 5,352.50 ✓	Jun-Dec 2011 ✓
* 1-096	J&M AIRCRAFT (TRAVEL RE:ARCHITECT) JAN 2012 - OCT 2012 ✓	\$ 57,296.98 ✓	\$ 28,648.49 ✓	Jan-Oct 2012 ✓
* 1-096	PILOT SERVICES (TRAVEL RE: ARCHITECT) JAN 2012-OCT 2012 ✓	\$ 15,880.00 ✓	\$ 7,940.00 ✓	Jan-Oct 2012 ✓
		\$ 121,916.16	\$ 79,843.49 ✓	

TOTAL REIMBURSEMENT #8 REQUEST DUE FROM FUND CONTROL

PLEASE MAKE CHECK PAYABLE TO:
WESSMAN DEVELOPMENT COMPANY- JOB COST/PS Promenade, LLC
 555 S. SUNRISE WAY, STE. 200
 PALM SPRINGS, CA 92264

FOR QUESTIONS, CALL ELLY SPROSTON AT 760-325-3321
 ATTACHMENTS: COPIES OF CHECKS AND INVOICES

APPROVED BY: **PALM SPRINGS PROMENADE, LLC**
 BY: _____
 TITLE: _____
 DATED: _____

APPROVED BY: **D.W. JOHNSON CONSTRUCTION, INC.**
 BY: *David W. Johnson*
 TITLE: *Fund Control Mgr.*
 DATED: *12.5.2012*

OK
 TO
 PAY

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-01	7938	6/29/2012	DFF SITE PLAN	3,665.00	0.00	3,665.00

Payor: WESSMAN DEVELOPMENT COMPANY Date: 6/29/2012 Check No.: 007246 Check Amount: \$3,665.00
 Payee: SANBORN A/E

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
JOB COST
555 S SUNRISE WAY, STE 200
PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 6/29/2012

Check No
 007246

Check Amount
\$3,665.00

Three Thousand Six Hundred Sixty Five AND 00/100 Dollars

Pay to the order of:

SANBORN A/E

71-780 SAN JACINTO, SUITE E-1
 RANCHO MIRAGE, CA 92270

Copy



71-780 San Jacinto Dr
 Suite E-1
 Rancho Mirage, Ca
 92270

SANBORN A / E

INVOICE

Invoice Number:
7938
 Invoice Date:
Jun 29, 2012

WESSMAN DEVELOPMENT
 Michael Braun
 555 S. Sunrise Way
 Palm Springs, CA 92264

Job Description : **Desert Inn Fashion Plaza Site Plan**

Work Order No.		Payment Terms	Due Date	Project Manager	
11-105		Net 1st of Next Month	7/1/12	John L. Sanborn	
Hours/Quantity	Item	Description	Rate	Extension	
17.00		CIVIL BASE PLAN WORK FOR ARCHITECT AND FUTURE TENANTS	125.00 ✓	2,125.00 ✓	
11.00		REVISE PLAT AND LEGALS AND PREPARE PLATS AND LEGALS FOR PARCELS 1 THRU 7 INCLUDING AIRSPACES	140.00 ✓	1,540.00 ✓	

*Paid Chk. 007246
 6-29-2012*

Call to pg 7

Subtotal 3,665.00
TOTAL BALANCE DUE 3,665.00 ✓

A MONTHLY FINANCE CHARGE OF 1.5% WILL BE APPLIED TO PAST DUE INVOICES

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

NOTICE TO CLAIMANT: THIS DOCUMENT WAIVES AND RELEASES LIEN, STOP PAYMENT NOTICE, AND PAYMENT BOND RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL

WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Sanborn A/E
Name of Customer: Palm Springs Promenade LLC
Job Location: 123 N. Palm Canyon Dr. Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 6/29/12

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 3665.00 Invoice # 7938 CK # 7246 6/29/12

Exceptions

This document does not affect any of the following:

- (1) Retentions.
- (2) Extras for which the claimant has not received payment.
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature: [Handwritten Signature]
Claimant's Signature: [Handwritten Signature]
Claimant's Title: PRESIDENT
Date of Signature: 10/31/12

7/1/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net	
010	WESSMAN DEVELOPMENT	1350-128-01		7951 8/22/2012		1,250.00	0 00	1,250.00	
010	WESSMAN DEVELOPMENT	1350-128-01		7953 8/22/2012	SITE PLAN	2,840.00	0 00	2,840.00	
Payor: WESSMAN DEVELOPMENT COMPANY						Date: 9/14/2012		Check No. 007261	Check Amount \$4,090.00
Payee: SANBORN A/E									

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 9/14/2012

Check No.
 007261

Check Amount
 \$4,090.00

Four Thousand Ninety AND 00/100 Dollars

Pay to the order of

SANBORN A/E

71-780 SAN JACINTO, SUITE E-1
 RANCHO MIRAGE, CA 92270

Copy



71-780 San Jacinto Dr
 Suite E-1
 Rancho Mirage, Ca.
 92270

SANBORN A / E
INVOICE
 Invoice Number: **7952**
 Invoice Date: **Aug 22, 2012**

WESSMAN DEVELOPMENT
 Michael Braun
 555 S. Sunrise Way
 Palm Springs, CA 92264

Job Description : **Desert Inn Fashion Plaza Site Plan**

Work Order No.	Payment Terms	Due Date	Project Manager	
11-105	Net 1st of Next Month	9/1/12	John L. Sanborn	
Hours/Quantity	Item	Description	Rate	Extension
16.00		FIELD TOPOGRAPHY OF EXISTING CURBS AND SIDEWALKS FOR TIE IN TO NEW CONSTRUCTION AND DESIGN WORK (8/8/12, 8/9/12)	150.00	2,400.00
4.00		OFFICE CALCS AND PLOTTING OF TOPOGRAPHY ON BASE PLAN	110.00	440.00

Handwritten: Paid check # 761
 9/14/12

Handwritten: O.K.

Subtotal 2,840.00
TOTAL BALANCE DUE 2,840.00

A MONTHLY FINANCE CHARGE OF 1.5% WILL BE APPLIED TO PAST DUE INVOICES

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

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WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Sanborn A/E
Name of Customer: Palm Springs Promenade, LLC
Job Location: 123 N. Palm Canyon Dr, Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 9/22/12

Unconditional Waiver and Release

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\$ 28402 ✓ W# 7952 CR# 7261 9/14/12

Exceptions

This document does not affect any of the following:

- (1) Retentions,
- (2) Extras for which the claimant has not received payment,
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature

Claimant's Signature: [Signature]
Claimant's Title: President
Date of Signature: 10/31/12

7/1/12



71-780 San Jacinto Dr.
 Suite E-1
 Rancho Mirage, Ca.
 92270

SANBORN A / E

INVOICE
 Invoice Number:
 7951
 Invoice Date:
 Aug 22, 2012

WESSMAN DEVELOPMENT
 Michael Braun
 555 S. Sunrise Way
 Palm Springs, CA 92264

Job Description : Desert Inn Fashion Plaza Site Plan

Work Order No.	Payment Terms	Due Date	Project Manager
11-105	Net 1st of Next Month	9/1/12	John L. Sanborn

Hours/Quantity	Item	Description	Rate	Extension
10.00		HOURLY BASE PLAN WORK FOR MONTH OF JULY - COORDINATION WITH ARCHITECT	125.00	1,250.00

Subtotal **1,250.00**
TOTAL BALANCE DUE 1,250.00

A MONTHLY FINANCE CHARGE OF 1.5% WILL BE APPLIED TO PAST DUE INVOICES

71-780 San Jacinto Dr. * Suite E-1 * Rancho Mirage, California 92270* (760) 423-0600 * Fax (760) 423-0603

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

NOTICE TO CLAIMANT: THIS DOCUMENT WAIVES AND RELEASES LIEN, STOP PAYMENT NOTICE, AND PAYMENT BOND RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL

WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Sanborn A/E
Name of Customer: Palm Springs Promenade LLC
Job Location: 123 N. Palm Canyon Dr. Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 8/22/12

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 1250.00
INTEREST DEBIT 9/14/12

Exceptions

This document does not affect any of the following:

- (1) Retentions.
- (2) Extras for which the claimant has not received payment.
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature

Claimant's Signature: [Signature]
Claimant's Title: President
Date of Signature: 10/31/12

7/1/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-01	50% TRACT MA	8/16/2012	TENTATIVE TRACT MAP	5,000.00	0.00	5,000.00
Payor: WESSMAN DEVELOPMENT COMPANY		Date: 8/17/2012		Check No. 007256		Check Amount \$5,000.00		
Payee: CITY OF PALM SPRINGS								

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND NOT A WHITE BACKGROUND!

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 8/17/2012

Check No.
 007256

Check Amount
 \$5,000.00

Five Thousand AND 00/100 Dollars

Pay to the order of:

CITY OF PALM SPRINGS
 POB 2743
 PALM SPRINGS, CA 92263-2743

Copy

CHECK REQUEST

ck 7230

VENDOR CODE: _____ AMOUNT: \$ 5,000.

MAKE CHECK PAYABLE TO: City of PS

ACCOUNTING INFORMATION:

ENTITY: <u>RSP/DFP</u>	CHECK REQUESTED BY: <u>MB</u>
G/L ACCOUNT: _____	APPROVED DATE: <u>8/16/12</u>

SPECIAL INSTRUCTIONS:

One we have labels, ✓ goes with
entire tract map
5000 ✓

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-126-01	1206	9/4/2012		2,164.14	0.00	2,164.14

Payor: WESSMAN DEVELOPMENT COMPANY Date: 9/14/2012 Check No.: 007258 Check Amount: \$2,164.14
 Payee: JIM CHRISTY STUDIO

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
JOB COST
555 S SUNRISE WAY, STE 200
PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
9/14/2012

Check No.
007258

Check Amount
\$2,164.14

Two Thousand One Hundred Sixty Four AND 14/100 Dollars

Pay to the order of

JIM CHRISTY STUDIO

1808 E. VILLA MARIA DRIVE
PHOENIX, AZ 85022

Copy

INVOICE

1206

DATE

9/4/2012

CLIENT

Mike MacVittie, AIA

ALLEN + PHILP ARCHITECTS

7154 E. Stetson Drive, 4th Floor

Scottsdale, AZ 85251

PROPOSAL

WORK ORDER

INVOICE

✓

DELIVERY MEMO

✓

PHONE

(480)990-2800

PROJECT

Photography; Palm

Canyon Drive Panoramas

ASSIGNMENT

Provide defined westward views toward Mt. San Jacinto along Palm Canyon Drive from Tahquitz Canyon Way northward to include proposed buildings A, B & C and along Museum Drive of Palm Springs Art Museum for A+P to stitch into panoramas in their office with my direction. Provide additional wide views from defined strategic points not to be stitched.

FEES

Creative Fee - 1 day @ \$1,200.00	\$1,200.00
Production - 4 hours @ \$50.00	200.00

EXPENSES

Mileage - 600 miles x .50¢/mile	\$ 300.00
Accommodations - 2 nights @ \$100.00	200.00
Meals - 2 days @ \$25.00	50.00
CD's - 2 @ \$15.00	30.00

ALL ADDITIONAL USE RIGHTS & REPRODUCTIONS PER QUOTE

USE RIGHTS GRANTED	FEES	\$1,400.00
Unlimited in-house design-graphic use rights without a copyright credit.	EXPENSES	580.00
	TAX	184.14
	TOTAL	\$2,164.14
	RETAINER	0.00
	BALANCE	\$2,164.14

O.K. (DSTP Billings
Public / Private 50/50)
Soft-Cost Archive

OK 1258

CLIENT SIGNATURE

DATE

PHOTOGRAPHER SIGNATURE

Jim Christy

DATE

9/4/12

SUBJECT TO TERMS & CONDITIONS ON REVERSE SIDE

RELEASE FORM 4

UNCONDITIONAL WAIVER AND RELEASE ON FINAL PAYMENT

NOTICE TO CLAIMANT: THIS DOCUMENT WAIVES AND RELEASES LIEN, STOP PAYMENT NOTICE, AND PAYMENT BOND RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Jim Christy Studio
Name of Customer: Palm Springs Promenade, LLC ✓
Job Location: 123 N. Palm Canyon Dr., Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for all labor and service provided, and equipment and material delivered, to the customer on this job. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has been paid in full.

Exceptions

This document does not affect any of the following:
Disputed claims for extras in the amount of: \$ 2164¹⁴ ✓

Signature

Claimant's Signature: [Signature] ✓

Claimant's Title: Owner

Date of Signature: 11/5/12

7/1/12

In New York 'til Sat "zero-out"

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-01	4308	9/24/2012	DFP PROPOSAL	3 500 00	0 00	3 500 00
Payor: WESSMAN DEVELOPMENT COMPANY				Date	Check No.	Check Amount		
Payee: VISIONSCAPE IMAGERY, INC				9/24/2012	007263	\$3,500.00		

Return this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 9/24/2012

Check No.
 007263

Check Amount
 \$3,500.00

Three Thousand Five Hundred AND 00/100 Dollars

Pay to the order of

VISIONSCAPE IMAGERY, INC

26060 ACERO
 MISSION VIEJO, CA 92691

Copy

VisionScape
IMAGERY



VisionScape Imagery, Inc.
26080 Acero
Mission Viejo, CA 92691

Invoice

Date 9/24/2012
Invoice 4306
Project DOWNTOWN PROMEN...

Palm Springs Promenade, LLC
c/o Wessman Development
Michael Braun
555 South Sunrise Way STE 200
Palm Springs, CA 92264

www.visionscapeimagery.com
Questions? Please call us at 949.727.3591

	Project Details	BUDGET	Curr %	Subtotal
	VISUAL SIMULATION - Analysis of Visual Impact			
3Dimensional Modeling	Additional 3D site modeling in basic form by VisionScape to accommodate new Sketch-up model Drop in Sketch-up model by architect & camera match verification for up to (11) Visual Simulations	2,400.00	100.00%	2,400.00
Digital Imaging	Additional digital imaging of backgrounds and touch up of original photos with new building renders for up to (11) Visual Simulations	1,600.00	100.00%	1,600.00
Production Supervisi...	Supervision of Modeling / Imaging & Coordination	500.00	100.00%	500.00
	SUBTOTAL	4,500.00	100.00%	4,500.00
DISCOUNT	Professional Courtesy Discount	-1,000.00	100.00%	-1,000.00
DELIVERABLES	Digital Files delivered Electronically	0.00		0.00

Anticipated Turnaround Time: 1 Week - Client requests progress imagery for review on Wednesday 9/26 (or Thursday 9/27) latest. Finals are due on Friday 9/28.

Tentative Start Date: Monday 9/24

50% RUSH FEE WAIVED - Full Deposit \$3,500 Due: Monday 9/25

Payable to: VISIONSCAPE IMAGERY

THANK YOU!

BALANCE DUE ~~\$3,500.00~~

Ch
12/3

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

NOTICE TO CLAIMANT: THIS DOCUMENT WAIVES AND RELEASES LIEN, STOP PAYMENT NOTICE, AND PAYMENT BOND RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL

WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: VISIONSCAPE IMAGING
Name of Customer: Palm Springs Promenade, LLC
Job Location: 123 N. Palm Canyon Dr. Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 11/12

Unconditional Waiver and Release

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\$ 3500.00 ✓

Exceptions

This document does not affect any of the following:

- (1) Retentions.
- (2) Extras for which the claimant has not received payment.
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature

Claimant's Signature: [Signature]
Claimant's Title: Manager
Date of Signature: 11/12/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-01		7/13/2012	RENDERINGS	466.27	0.00	466.27
Payor: WESSMAN DEVELOPMENT COMPANY				Date: 7/13/2012	Check No: 007247			Check Amount: \$466.27
Payee: DESERT REPROGRAPHICS								

Here is the statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date: 7/13/2012
 Check No: 007247

Check Amount
 \$466.27

Four Hundred Sixty Six AND 27/100 Dollars

Pay to the order of

DESERT REPROGRAPHICS ✓
 31410 RESERVE ROAD, STE. 1
 THOUSAND PALMS, CA 92276

Copy

Invoice

DESERT *reprographics* 31410 Reserve Dr
 Suite 1
 Thousand Palms, CA 92276

Date	Invoice #
6/21/2012	7873

Bill To
WESSMAN DEVELOPMENT 555 S SUNRISE WAY PALM SPRINGS, CA 92264

Terms	DR#
NET 45	DR 12-05170

Item	Description	Qty	Rate	Amount
EMAIL	EMAIL DOWNLOAD @ NO CHARGE		0.00	0.00
HP WIDE FORM	14 COLOR 30X42" ORIGINALS, 1 SET PRINTED IN HEAVY COLOR SATURATION ON 7 MIL SATIN AND STAPLED	123.5	3.50	428.75T
DELIVERY	DELIVER TO AIRPORT @ NO CHARGE		0.00	0.00
	ORDERED BY JEANETTE DOWNTOWN PALM SPRINGS RENDERINGS Sales Tax		8.75%	37.52

D. King

A 1.5 % Late Fee will apply to invoices over 30 Days.

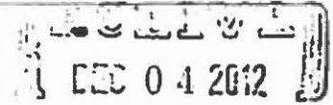
Cherie@desertreprographics.com
 760-343-3134 Phone
 760-343-4616 Fax

Total	\$466.27
Balance Due	\$466.27

CH 7247

Receptionist

From: Elly Sproston [Elly@wessmandevelopment.com]
Sent: Wednesday, December 05, 2012 11:45 AM
To: office@dwjohnston.com; dtjmj@aol.com
Subject: Desert Reprographics Release



BY:.....

Here is the last release.

Thanks,

Elly Sproston

Wessman Development
760-325-3321

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

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WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Desert Reprographics ✓
Name of Customer: Palm Springs Promenade, LLC
Job Location: 123 S. Palm Canyon Dr., Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: _____

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\$ 4660⁰⁰ INVT 12/3/12 date 12/4/12 ✓

Exceptions

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- (1) Retentions.
- (2) Extras for which the claimant has not received payment.
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature

Claimant's Signature: Cherie Carobk ✓
Claimant's Title: Office manager
Date of Signature: 12-4-12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	0611	6/7/2011		5,563.74	0.00	5,563.74
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				6/8/2011	003499	\$5,563.74		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

16-66
1220

Date
6/9/2011

Check No.
003499

Check Amount
\$5,563.74

Five Thousand Five Hundred Sixty Three AND 74/100 Dollars

Pay to the order of

J & M AIRCRAFT, LLC

Copy

95331.16 ✓
1/2 47,665.58

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Friday, June 03, 2011 4:31 PM
To: bcraig@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Martha Higgins; Michael Braun; vandenbosr@mac.com
Cc: Misty Hogan; Tom Noce
Subject: FW: Monthly Plane Billing - (J&M Aircraft, LLC) - Correction: JUNE 2011 (plus arrears due)
Attachments: Misty V Hogan vcf; Monthly Cost Allocation 2011-06.pdf; 2011-05 Flight Logs.pdf

From: Misty Hogan
Sent: Friday, June 03, 2011 4:29 PM
To: Boyd Craig (bcraig@craigwireless.com); chrisv@ghacompanies.com; elly@wessmandevelopment.com; Gary M Annunziata MD; Jo Anne Kennon; Karen Hansen (karen@ghacompanies.com); Liza Valenzuela; Mario Gonzales (mario@ghacompanies.com); Martha Higgins (martha@wessmandevelopment.com); mbraun@wessmandevelopment.com; Rod Vandenbos (vandenbosr@mac.com)
Cc: Tom Noce; Misty Hogan
Subject: Monthly Plane Billing - (J&M Aircraft, LLC) - May 2011 (plus arrears due)

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for June 2011 is attached. Amounts due per member are as follows:

AC Aircraft LLC: ~~\$10,662.48~~
Wessman Holdings: ~~\$5,563.74~~ *cc 3499*
GHA Companies: ~~\$4,333.74~~ (also past due: \$5,880.38 from June 2010, \$4,630.74, total due \$14,844.86)
California Pilatus Aviation LLC: \$5,218.74

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC within 10 days to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	0711	7/6/2011		5,506.74	0.00	5,506.74

Payor: WESSMAN HOLDINGS, LLC	Date: 7/7/2011	Check No.: 003566	Check Amount: \$5,506.74
Payee: J & M AIRCRAFT, LLC			

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC
555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

18-66
1220

Date: 7/7/2011
Check No.: 003566
Check Amount: \$5,506.74

Five Thousand Five Hundred Six AND 74/100 Dollars

Pay to the order of

J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Tuesday, July 05, 2011 1:13 PM
To: bcraig@craigwireless.com, chrisv@ghacompanies.com, Elly Sproston; Gary M Annunziata MD; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Martha Higgins; Michael Braun; vandenbosr@mac.com
Cc: Tom Noce; Misty Hogan
Subject: Monthly Plane Billing - (J&M Aircraft, LLC) - July 2011 (plus arrears due)
Attachments: Misty V Hogan.vcf; Monthly Cost Allocation 2011-07.pdf; 2011-06 Flight Log.pdf

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for July 2011 is attached. Amounts due per member are as follows:

AC Aircraft LLC: \$9,243.48

Wessman Holdings: \$5,506.74 *ck. 3560*

GHA Companies: \$4,306.74 (also past due: \$5,880.38 from June 2010, total due is \$10,187.12)

California Pilatus Aviation LLC: \$4,741.74

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC within 10 days to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

*003 -
503 000 12*

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	2811	8/11/2011		6,457.74	0.00	6,457.74
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				8/11/2011	003635	\$6,457.74		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S PALM CANYON DRIVE
PALM SPRINGS, CA 92264

16-68
1220

Date
8/11/2011

Check No.
003635

Check Amount
\$6,457.74

Six Thousand Four Hundred Fifty Seven AND 74/100 Dollars

Pay to the order of

J & M AIRCRAFT, LLC

Copy

Elly Sproston

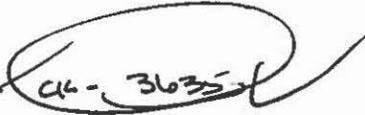
From: Misty Hogan [mistyh@nocecpa.com]
Sent: Thursday, August 04, 2011 1:38 PM
To: bcraig@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Martha Higgins; Michael Braun; vandenbosr@mac.com
Cc: Misty Hogan; Tom Noce
Subject: Monthly Plane Billing - (J&M Aircraft, LLC) - August 2011 (plus arrears due)
Attachments: Misty V Hogan.vcf; Monthly Cost Allocation 2011-08.pdf

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for August 2011 is attached. Amounts due per member are as follows:

AC Aircraft LLC: \$11,820.48

Wessman Holdings: \$6,457.74

A handwritten signature in black ink, appearing to be 'CL - 3635', is written over the 'Wessman Holdings' line and extends into the 'GHA Companies' line.

GHA Companies: \$4,327.74 (also past due: \$5,880.38 from June 2010, \$4,306.74 from July 2011, total due is \$14,514.86)

California Pilatus Aviation LLC: \$6,427.74 (also past due: \$4,741.74 from July 2011, total due is \$11,169.48)

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC within 10 days to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

*The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. **Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.***

A handwritten signature in black ink, possibly 'Misty', is located at the bottom left of the page.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	0911	9/7/2011		4,308.74	0.00	4,308.74

Payor: WESSMAN HOLDINGS, LLC **Date:** 9/7/2011 **Check No.:** 003685 **Check Amount:** \$4,308.74
Payee: J & M AIRCRAFT, LLC

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC
 555 S. SUNRISE WAY, STE. 200
 PALM SPRINGS, CA 92264

BANK OF AMERICA
 588 S. PALM CANYON DRIVE
 PALM SPRINGS, CA 92264

18-66
 1220

Date: 9/7/2011 **Check No.:** 003685 **Check Amount:** \$4,306.74

Four Thousand Three Hundred Six AND 74/100 Dollars

Pay to the order of:
J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Wednesday, September 07, 2011 12:43 PM
To: bcraig@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Martha Higgins; Michael Braun; vandenbosr@mac.com
Cc: Tom Noce; Misty Hogan
Subject: Monthly Plane Billing - (J&M Aircraft, LLC) - September 2011 (plus arrears due)
Attachments: Misty V Hogan.vcf; Monthly Cost Allocation 2011-09.pdf, 2011-08 Flight Logs.pdf

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for September 2011 is attached. Amounts due per member within 10 days are as follows:

AC Aircraft LLC: \$11,073.48
Wessman Holdings: \$4,306.74 *CK - 3685*
GHA Companies: \$4,306.74 (also past due: \$5,880.38 from June 2010, \$4,306.74 from July 2011, \$4,327.74 from August 2011, total due is \$18,821.60)
California Pilatus Aviation LLC: \$7,291.74

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC within 10 days to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.



Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	1011	10/13/2011		5,095.74	0 00	5,095.74

Payor: WESSMAN HOLDINGS, LLC Date: 10/13/2011 Check No.: 003746 Check Amount: \$5,095.74
 Payee: J & M AIRCRAFT, LLC

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND, NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S PALM CANYON DRIVE
PALM SPRINGS, CA 92264

16-68
1220

Date
10/13/2011

Check No.
003746

Check Amount
\$5,095.74

Five Thousand Ninety Five AND 74/100 Dollars

Pay to the order of

J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Monday, October 10, 2011 12:57 PM
To: bcraig@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Martha Higgins; Michael Braun; vandenbosr@mac.com
Cc: Misty Hogan
Subject: Monthly Plane Billing - (J&M Aircraft, LLC) - October 2011 (plus arrears due)
Attachments: 2011-09 Flight Logs.pdf; Monthly Cost Allocation 2011-10.pdf

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for October 2011 is attached. Amounts due per member within 10 days are as follows:

AC Aircraft LLC: \$12,156.48

Wessman Holdings: \$5,095.74

GHA Companies: \$4,330.74 (also past due: \$5,880.38 from June 2010, \$4,306.74 from September 2011, total due is \$14,517.86)

California Pilatus Aviation LLC: \$4,330.74

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC within 10 days to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.



Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	2030-000-12	1111	11/15/2011		5,806.74	0.00	5,806.74
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				11/16/2011	003821	\$5,806.74		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC
555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

18-88
1220

Date: 11/16/2011
Check No.: 003821
Check Amount: \$5,806.74

Five Thousand Eight Hundred Six AND 74/100 Dollars

Pay to the order of:

J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Friday, November 04, 2011 1:07 PM
To: bcraig@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston, Gary M Annunziata MD ; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Martha Higgins; Michael Braun; vandenbosr@mac.com
Cc: Misty Hogan
Subject: Monthly Plane Billing - (J&M Aircraft LLC) - November 2011 (plus arrears due)
Attachments: Misty V Hogan.vcf, 2011-10 Flight Logs.pdf, Monthly Cost Allocation 2011-11.pdf

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for November 2011 is attached. Amounts due per member within 10 days are as follows:

AC Aircraft LLC: \$10,068.48 (also past due: \$6,547.08 from October 2011, only partial payment received from L1, total due is \$16,615.56)
Wessman Holdings: ~~\$5,806.74~~ - CC - 3821 ✓
GHA Companies: \$4,306.74 (also past due: \$5,880.38 from June 2010, \$4,330.74 from October 2011, total due is \$14,517.86)
California Pilatus Aviation LLC: \$4,621.74

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC within 10 days to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	1211	12/5/2011		5,296.74	0.00	5,296.74

Payor: WESSMAN HOLDINGS, LLC **Date:** 12/27/2011 **Check No.:** 003992 **Check Amount:** \$5,296.74
Payee: J & M AIRCRAFT, LLC

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

18-88
1220

Date
12/27/2011

Check No.
003992

Check Amount
\$5,296.74

Five Thousand Two Hundred Ninety Six AND 74/100 Dollars

Pay to the order of:

J & M AIRCRAFT, LLC

Copy

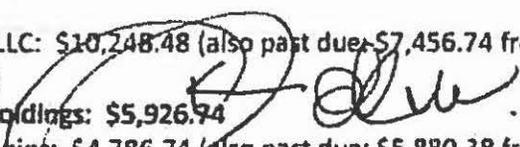
Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Monday, December 05, 2011 1:40 PM
To: bcraig@craigwireless.com; chrsv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Martha Higgins; Michael Braun; vandenbosr@mac.com
Cc: Misty Hogan
Subject: Monthly Plane Billing - (J&M Aircraft LLC) - December 2011 (plus arrears due)
Attachments: Misty V Hogan.vcf; Monthly Cost Allocation 2011-12.pdf; 2011-11 Flight Logs.pdf

Good Afternoon:

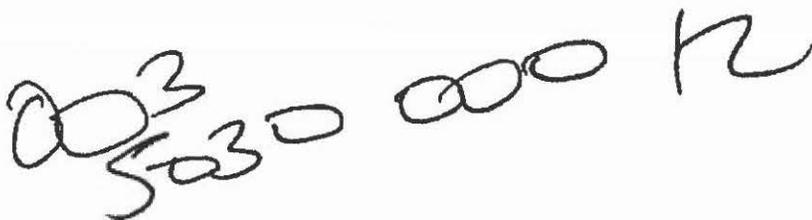
The monthly breakdown of expenses for the Pilatus airplane for December 2011 is attached. Amounts due per member within 10 days are as follows:

AC Aircraft LLC: \$10,248.48 (also past due: \$7,456.74 from November 2011, only partial payment received, total due is \$17,705.22)
Wessman Holdings: \$5,926.74
GHA Companies: \$4,786.74 (also past due: \$5,880.38 from June 2010, total due is \$10,667.12)
California Pilatus Aviation LLC: \$5,671.74



Note: internal adjustments to be made on 12/27/2011 - 00372
match check
5296.74
numerical invoice transferred to 5926.74

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC within 10 days to:



Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until payment is made.



RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

NOTICE TO CLAIMANT: THIS DOCUMENT WAIVES AND RELEASES LIEN, STOP PAYMENT NOTICE, AND PAYMENT BOND RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL

WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: J+M Aircraft, LLC
Name of Customer: Palm Springs Promenade, LLC
Job Location: 123 N. Palm Canyon, Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 12/11

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 38,034.00
CKs 3499, 3566, 3635, 3635, 3744, 3821, 3992

Exceptions

This document does not affect any of the following:

- (1) Retentions.
(2) Extras for which the claimant has not received payment.
(3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature

Claimant's Signature: [Signature]
Claimant's Title: Managing Member
Date of Signature: 12/3/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net	
003	WESSMAN HOLDINGS, LLC	5030-000-13	0611	6/8/2011		1 545 00	0 00	1 545 00	
Payor: WESSMAN HOLDINGS, LLC				Date: 6/9/2011	Check No. 003504	Check Amount \$1,545.00			
Payee: PILOT SERVICES, LLC									

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92284

16-86
1220

Date
6/9/2011

Check No.
003504

Check Amount
\$1,545.00

One Thousand Five Hundred Forty Five AND 00/100 Dollars

Pay to the order of

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

26585.-
1/2 = 13292.50

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Friday, June 03, 2011 4:37 PM
To: bcraig@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD, Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; manio@ghacompanies.com; Martha Higgins; Michael Braun; vandenbosr@mac.com; fwnoble@wintecenergy.com; jchappell@wintecenergy.com
Cc: Tom Noce; Misty Hogan
Subject: Pilot Services Billing - June 2011 (plus arrears due)
Attachments: Misty V Hogan.vcf; 2011-05 Flight Logs.pdf; 2011-06 Monthly Pilot Salary and Expenses Allocation.pdf

Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party is as follows:

AC Aircraft LLC: \$1,515.00

Wessman Holdings: \$1,545.00

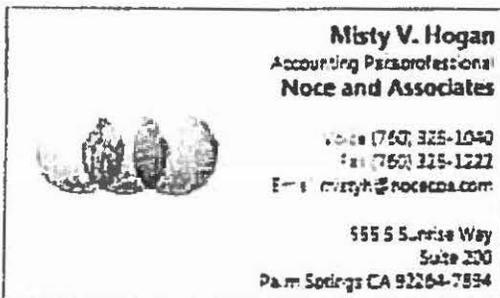
Fred Noble: \$1,577.50

GHA Companies: \$1,037.50 (also past due: \$1,247.50 from May 2011, total due, \$2,285.00)

California Pilatus Aviation LLC: \$1,627.50

Payment is due upon receipt of this billing. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



This message is intended only for the use of the individual or entity to which it is addressed, and may contain information that is privileged, confidential, and exempt from disclosure under applicable law. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately, and destroy the original message. Thank you.

Circular 230 Disclaimer: To ensure compliance with requirements by the IRS, we inform you that any U.S. federal tax advice contained in this communication (including any attachments) is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding tax-related penalties under the Internal Revenue Code or (ii) promoting, marketing, or recommending to another party any transaction or tax-related matter(s) addressed herein.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	0711	7/6/2011	JULY 2011	1,525.00	0.00	1,525.00
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: PILOT SERVICES, LLC				7/7/2011	003569	\$1,525.00		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

18-68
1220

Date
7/7/2011

Check No.
003569

Check Amount
\$1,525.00

One Thousand Five Hundred Twenty Five AND 00/100 Dollars

Pay to the order of

PILOT SERVICES, LLC

1655 S. PALM CANYON DR., STE. 0202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Tuesday, July 05, 2011 1:19 PM
To: bcraig@craigwireless.com; chnsv@ghacompanies.com; Elly Sproston; fwnoble@wintecanergy.com; Gary M Annunziata MD; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Martha Higgins; Michael Braun; Rod Vandenbos; Nedra Young; Jan Chappell
Cc: Tom Noce; Misty Hogan
Subject: Pilot Services Billing July 2011 (plus arrears due)
Attachments: Misty V Hogan vcf; 2011-06 Flight Log.pdf; 2011-07 Monthly Pilot Salary and Expenses Allocation.pdf

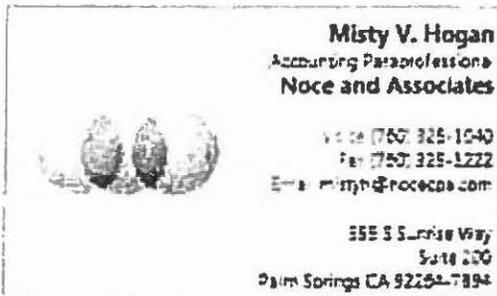
Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party is as follows:

AC Aircraft LLC: \$1,145.00
Wessman Holdings: ~~\$1,525.00~~ *OK - 3569L*
Fred Noble: \$1,037.50
GHA Companies: \$1,037.50 (also past due: \$210 from May 2011 (invoice underpaid), total due \$1,247.50)
California Pilatus Aviation LLC: \$1,327.50

Payment is due upon receipt of this billing. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



This message is intended only for the use of the individual or entity to which it is addressed, and may contain information that is privileged, confidential, and exempt from disclosure under applicable law. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately, and destroy the original message. Thank you.

Circular 230 Disclaimer: To ensure compliance with requirements by the IRS, we inform you that any U.S. federal tax advice contained in this communication (including any attachments) is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding tax-related penalties under the Internal Revenue Code or (ii) promoting, marketing, or recommending to another party any transaction or tax-related matter(s) addressed herein.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	081	8/11/2011		2,145.00	0.00	2,145.00
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: PILOT SERVICES, LLC				8/11/2011	003639	\$2,145.00		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

18-56
1220

Date
8/11/2011

Check No.
003639

Check Amount
\$2,145.00

Two Thousand One Hundred Forty Five AND 00/100 Dollars

Pay to the order of:

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Thursday, August 04, 2011 1:45 PM
To: bcraig@craigwireless.com; chnsv@ghacompanies.com; Elly Sproston; fw noble@wintecenergy.com; Gary M Annunziata MD; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Martha Higgins; Michael Braun; Rod Vandebos; nedra@wintecenergy.com; jchappell@wintecenergy.com
Cc: Misty Hogan; Tom Noce
Subject: Pilot Services Billing - August 2011 (plus arrears due)
Attachments: Misty V. Hogan.vcf; 2011-08 Monthly Pilot Salary and Expenses Allocation pdf

Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party is as follows:

AC Aircraft LLC (Verdugo): \$1,805.00 (If this is to be billed directly to Mr. Verdugo rather than Dr. Annunziata, I'll need confirmation and contact information, please)

~~Wessman Holdings: \$2,145.00~~ *cc- 3639*

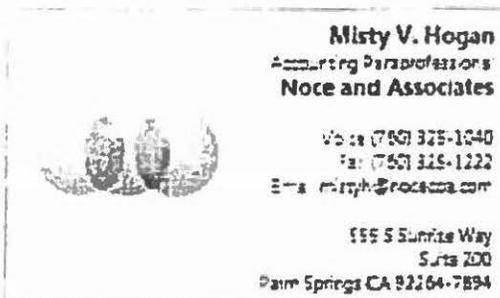
Fred Noble: \$2,067.50

GHA Companies: \$1,037.50 (also past due: \$210 from May 2011 (invoice underpaid), \$1,037.50 past due from July 2011, total due \$2,285.00)

California Pilatus Aviation LLC: \$2,437.50 (also past due: \$1,327.50 from July 2011, total due \$3,765.00)

Payment is due upon receipt of this billing. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



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Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	0911	9/7/2011		725.00	0.00	725.00

Payor: WESSMAN HOLDINGS, LLC Date: 9/7/2011 Check No.: 003688 Check Amount: \$725.00
 Payee: PILOT SERVICES, LLC

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND, NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

18-88
1220

Date
9/7/2011

Check No.
003688

Check Amount
\$725.00

Seven Hundred Twenty Five AND 00/100 Dollars

Pay to the order of:

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Wednesday, September 07, 2011 12:43 PM
To: bcraig@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston; fw noble@wintecenergy.com; Gary M Annunziata MD ; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Martha Higgins; Michael Braun; Rod Vandembos; nedra@wintecenergy.com; jchappell@wintecenergy.com
Cc: Tom Noce; Misty Hogan
Subject: Pilot Services Billing - September 2011 (plus arrears due)
Attachments: Misty V Hogan.vcf; 2011-08 Flight Logs pdf; 2011-09 Monthly Pilot Salary and Expenses Allocation.pdf

Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party upon receipt is as follows:

AC Aircraft LLC (Verdugo): \$1,735.00

Wessman Holdings: \$725.00 *LL - 3086*

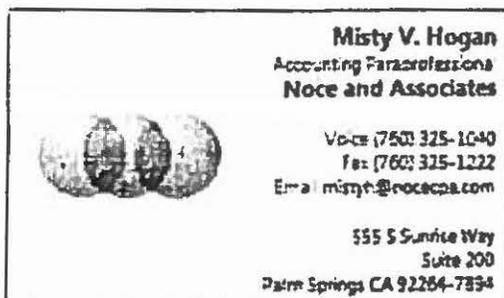
Fred Noble: \$1,667.50

GHA Companies: \$1,037.50 (also past due: \$210 from May 2011 (invoice underpaid), \$1,037.50 past due from July 2011, \$1,037.50 from August 2011 **total due \$3,322.50**)

California Pilatus Aviation LLC: \$3,027.50

Payment is due upon receipt of this billing. Members should remit their check made payable to **Pilot Services, LLC** as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



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Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	OCT 2011	10/13/2011		1,235.00	0.00	1,235.00
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: PILOT SERVICES, LLC				10/13/2011	003748	\$1,235.00		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC
 555 S. SUNRISE WAY, STE. 200
 PALM SPRINGS, CA 92264

BANK OF AMERICA
 588 S PALM CANYON DRIVE
 PALM SPRINGS, CA 92264

16-88
 1220

Date: 10/13/2011
 Check No.: 003748
 Check Amount: \$1,235.00

One Thousand Two Hundred Thirty Five AND 00/100 Dollars

Pay to the order of

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
 PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Monday, October 10, 2011 1:06 PM
To: bcraig@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston; fwnoble@wintecenergy.com; Gary M Annunziata MD; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Martha Higgins; Michael Braun; Rod Vandembos; nedra@wintecenergy.com; jchappell@wintecenergy.com
Cc: Misty Hogan
Subject: Pilot Services Billing - October 2011 (plus arrears due)
Attachments: 2011-09 Flight Logs.pdf; 2011-10 Monthly Pilot Salary and Expenses Allocation.pdf

Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party upon receipt is as follows:

AC Aircraft LLC (Verdugo): ~~\$2,405.00~~ (also past due: \$1,735.00 from September 2011, total due \$4,140.00)

Wessman Holdings: ~~\$1,235.00~~ 3748

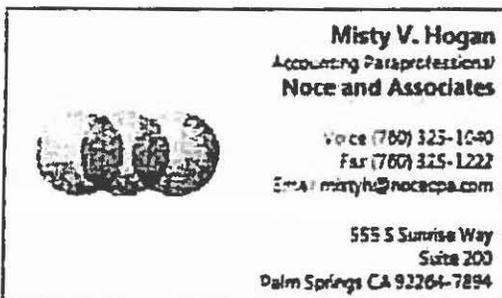
Fred Noble: \$1,687.50

GHA Companies: \$1,037.50 (also past due: \$210 from May 2011 (Invoice underpaid), \$1,037.50 past due from September 2011, total due \$2,285.00)

California Pilatus Aviation LLC: \$1,037.50

Payment is due upon receipt of this billing. Members should remit their check made payable to **Pilot Services, LLC** as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



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Circular 230 Disclaimer: To ensure compliance with requirements by the IRS, we inform you that any U.S. federal tax advice contained in this communication (including any attachments) is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding tax-related penalties under the Internal Revenue Code or (ii) promoting, marketing, or recommending to another party any transaction or tax-related matter(s) addressed herein.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
503	WESSMAN HOLDINGS, LLC	5030-000-13	1111	11/15/2011		1,725.00	0.00	1,725.00

Payor: WESSMAN HOLDINGS, LLC Date: 11/15/2011 Check No.: 003826 Check Amount: \$1,725.00
 Payee: PILOT SERVICES, LLC

Retain this statement for your records

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WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S PALM CANYON DRIVE
PALM SPRINGS, CA 92264

15-66
1220

Date
11/16/2011

Check No.
003826

Check Amount
\$1,725.00

One Thousand Seven Hundred Twenty Five AND 00/100 Dollars

Pay to the order of:

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan [mistyh@nocecpa.com]
Sent: Friday, November 04, 2011 1:15 PM
To: bcralg@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston; fwnoble@wintecenergy.com; Gary M Annunziata MD; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Martha Higgins; Michael Braun; Rod Vandebos
Cc: Misty Hogan
Subject: Pilot Services Billing - November 2011 (plus arrears due)
Attachments: Misty V Hogan.vcf; 2011-11 Monthly Pilot Salary and Expenses Allocation pdf; 2011-10 Flight Logs.pdf

Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party upon receipt is as follows:

AC Aircraft LLC (Verdugo): \$1,695.00 (also past due: \$2,405.00 from October 2011, total due \$4,100.00)

Wessman Holdings: \$1,725.00 *CK - 3824*

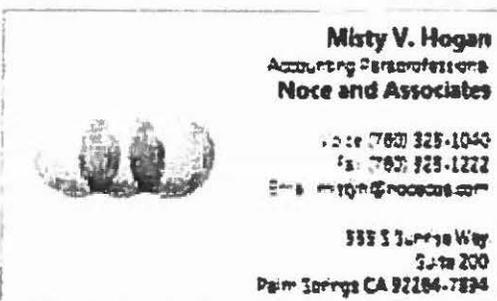
Fred Noble: \$0 (Amount for November, \$1,037.50, credit on account of (\$1,687.50) from paying twice in October, remaining credit for December (\$650))

GHA Companies: \$1,037.50 (also past due: \$210 from May 2011 (invoice underpaid), \$1,037.50 past due from October 2011, total due \$2,285.00)

California Pilatus Aviation LLC: \$1,247.50

Payment is due upon receipt of this billing. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



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Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	1211	12/27/2011		1,805.00	0.00	1,805.00
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: PILOT SERVICES, LLC				12/27/2011	003999	\$1,805.00		

Retain this statement for your records

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WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

18-66

1220

Date
12/27/2011

Check No.
003999

Check Amount
\$1,805.00

One Thousand Eight Hundred Five AND 00/100 Dollars

Pay to the order of:

PILOT SERVICES, LLC ✓

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Monday, December 05, 2011 2:08 PM
To: bcraig@craigwireless.com; chrisv@ghacompanies.com; Elly Sproston; fwnoble@wintecenergy.com; Gary M Annunziata MD ; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Michael Braun; Rod Vandenbos
Cc: Misty Hogan,
Subject: Pilot Services Billing - December 2011 (plus arrears due)
Attachments: Misty V Hogan.vcf; 2011-11 Flight Logs pdf; 2011-12 Monthly Pilot Salary and Expenses Allocation.pdf

Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party upon receipt is as follows:

AC Aircraft LLC (Verdugo): \$1,815.00
Wessman Holdings: \$1,805.00 *CB - 3599*
Fred Noble: \$388 (Amount for December, \$1,037.50, credit on account of (\$650.00) from paying twice in October)
GHA Companies: \$1,357.50 (also past due: \$210 from May 2011 (invoice underpaid), total due \$1,567.50)
California Pilatus Aviation LLC: \$1,947.50

Payment is due upon receipt of this billing. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



	<p>Misty V. Hogan Accounting Paraprofessional Noce and Associates</p> <p>Voice (760) 325-1240 Fax (760) 325-1222 Email mistyh@nocecpa.com</p> <p>555 S Sunrise Way Suite 200 Palm Springs CA 92264-7834</p>
---	---

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RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

NOTICE TO CLAIMANT: THIS DOCUMENT WAIVES AND RELEASES LIEN, STOP PAYMENT NOTICE, AND PAYMENT BOND RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL

WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Pilot Services, LLC
Name of Customer: Palm Springs Promenade, LLC
Job Location: 123 N. Palm Canyon Dr., Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 12/11

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 10,705.00
Chs 3504, 3529, 3639, 3668, 3748, 3826, 3909

Exceptions

This document does not affect any of the following:

- (1) Retentions.
(2) Extras for which the claimant has not received payment.
(3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature

Claimant's Signature: [Signature]
Claimant's Title: Managing Member
Date of Signature: 12/3/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	0112	1/18/2012	JAN 2012	4 339.74	0.00	4,339.74
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				1/18/2012	004080	\$4,339.74		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

16-66
1220

Date
1/18/2012

Check No.
004080

Check Amount
\$4,339.74

Four Thousand Three Hundred Thirty Nine AND 74/100 Dollars

Pay to the order of:

J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Friday, January 06, 2012 5:03 PM
To: bcraig@craigwireless.com; brian@l1inc.com; cassandra.huffman@l1inc.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Misty Hogan
Subject: Monthly Plane Billing - (J&M Aircraft LLC) - January 2012 (plus arrears due)
Attachments: Misty V Hogan.vcf; 2011-12 Flight Logs.pdf; Monthly Cost Allocation 2012-01.pdf

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for January 2012 is attached. Amounts due per member as soon as possible are as follows:

AC Aircraft LLC: ~~\$11,559.48~~ (also past due: \$10,248.48 from December 2011, total due is \$21,807.96)

Wessman Holdings: ~~\$4,339.74~~ - ck - 4080 C

GHA Companies: \$4,339.74 (also past due: \$4786.74 from December 2011, \$5,880.38 from June 2010, total due is \$15,006.86)

California Pilatus Aviation LLC: \$4,339.74

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC within 10 days to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	MARCH 2012	3/16/2012	MARCH 2012	4,915.74	0.00	4,915.74
Payor: WESSMAN HOLDINGS, LLC Payee: J & M AIRCRAFT, LLC			Date: 3/16/2012 Check No: 004281		Check Amount: \$4,915.74			

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC
555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

16-88
1220

Date
 3/16/2012

Check No.
 004281

Check Amount
 \$4,915.74

Four Thousand Nine Hundred Fifteen AND 74/100 Dollars

Pay to the order of:

J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Thursday, March 08, 2012 12:01 PM
To: bcraig@craigwireless.com; brian@linc.com; cassandra.huffman@linc.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Tom Noce; Misty Hogan
Subject: Monthly Plane Billing (J&M Aircraft LLC) - March 2012 (plus arrears due)
Attachments: Monthly Cost Allocation 2012-03.pdf; 2012-02 Flight Logs.pdf

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for March 2012 is attached. Amounts due per member UPON RECEIPT are as follows:

AC Aircraft LLC/Annunziata: \$4,315.74 (arrears due: \$12,374.88, total due: \$16,690.62)

AC Aircraft LLC/Verdugo: \$4,915.74 (arrears due: \$15,331.56, total due \$20,247.30)

Wessman Holdings: \$4,915.74

CK 4281 ✓

GHA Companies: \$4,315.74 (arrears due: \$5,880.38, total due is \$10,196.12)

California Pilatus Aviation LLC: \$5,530.74

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	APRIL 2012	4/17/2012	APRIL 2012	4 606 74	0.00	4 606 74
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				4/17/2012	004373	\$4,606.74		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

16-86
1220

Date
4/17/2012

Check No.
004373

Check Amount
\$4,606.74

Four Thousand Six Hundred Six AND 74/100 Dollars

Pay to the order of

J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Tuesday, April 17, 2012 10:20 AM
To: bcraig@craigwireless.com; brian@linc.com; cassandra.huffman@linc.com; chrisv@ghacompanies.com; Elly Sproston; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Tom Noce; Misty Hogan
Subject: Monthly Plane Billing (J&M Aircraft LLC) - April 2012 (plus arrears due)
Attachments: Misty V Hogan.vcf

003
5530
5530-12

Good Morning:

The monthly breakdown of expenses for the Pilatus airplane for April 2012 is attached. Amounts due per member **UPON RECEIPT** are as follows:

Verdugo: \$4,321.74 (arrears due: \$20,247.30, total due: \$24,569.04)

Palumbo: \$4,936.74 (I have no contact information for Mr. Palumbo, could please forward this billing to him?)

Wessman Holdings: \$4,606.74 ✓ 4373

GHA Companies: \$4,456.74

California Pilatus Aviation LLC: \$4,321.74

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

*The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. **Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.***

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	MAY 2012	5/10/2012	MAY 2012	5,986.74	0.00	5,986.74
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				5/10/2012	004435	\$5,986.74		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC
 555 S. SUNRISE WAY, STE. 200
 PALM SPRINGS, CA 92264

BANK OF AMERICA
 588 S. PALM CANYON DRIVE
 PALM SPRINGS, CA 92264

16-66
 1220

Date: 5/10/2012
 Check No.: 004435
 Check Amount: \$5,986.74

Five Thousand Nine Hundred Eighty Six AND 74/100 Dollars

Pay to the order of:
 J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Thursday, May 03, 2012 1:10 PM
To: bcraig@craigwireless.com; brian@i1inc.com; cassandra.huffman@i1inc.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Tom Noce; Misty Hogan
Subject: May 2012 Plane Billing - J&M Aircraft LLC
Attachments: Flight Log - April 2012.pdf; Monthly Cost Allocation 2012-05.pdf

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for May 2012 is attached. Amounts due per member **UPON RECEIPT** are as follows:

Verdugo: \$25,469.04 (Includes May 2012 billing of \$5,221.74 plus arrears of \$20,247.30)

Palumbo: \$9,243.48 (Includes May 2012 billing of \$4,306.74 plus arrears of \$4,936.74)

Wessman Holdings: \$5,986.74 ✓ - CK

4435 ✓

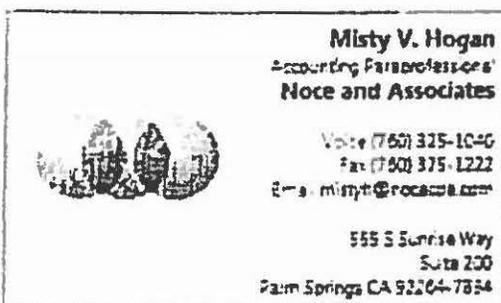
GHA Companies: \$8,898.48 (Includes May 2012 billing of \$4,441.74 plus arrears of \$4,456.74)

CPA, LLC: \$4,306.74

Payment is due upon receipt of this billing. Members should remit their check made payable to **J&M Aircraft LLC** to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

Thank you,
Misty Hogan



Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	JUNE 2012	6/12/2012	JUNE 2012	9,426.80	0.00	9,426.80
Payor: WESSMAN HOLDINGS				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				6/12/2012	005037	59,426.80		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS

555 S. SUNRISE WAY, STE.200
PALM SPRINGS, CA 92264

RABOBANK, N.A.
1111 E TAHQUITZ CANYON WY, BLDG.C
PALM SPRINGS, CA 92282

90-3842
1222

Date
6/12/2012

Check No.
005037

Check Amount
59,426.80

Nine Thousand Four Hundred Twenty Six AND 80/100 Dollars

Pay to the order of

J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan <mistyh@noccpa.com>
Sent: Thursday, June 07, 2012 4:06 PM
To: bcraig@craigwireless.com; brian@l1inc.com; cassandra.huffman@l1inc.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Tom Noce; Misty Hogan
Subject: Monthly Plane Billing (J&M Aircraft, LLC) June 2012 plus arrears
Attachments: Misty V Hogan.vcf; Monthly Cost Allocation 2012-06.pdf; 2012-05 Flight Log.pdf; JM Open Invoices 2012-06-07.pdf

Importance: High

Good Afternoon:

It is crucial that we receive all member payments as soon as possible to avoid defaulting on the 6/15 mortgage payment via auto bank withdrawal and pay other bills that are seriously past due.

The monthly breakdown of expenses for the Pilatus airplane for June 2012 is attached. Amounts due per member **UPON RECEIPT** are as follows:

Verdugo: \$31,542.93 Includes arrears.

Wessman Holdings: \$9,426.80 ✓ - ck - 5037 ✓

GHA Companies: \$11,978.54 Includes arrears

California Pilatus Aviation LLC: \$8,061.80

The amounts due for each member include the current month charges (each member now pays 25% of monthly expenses); arrears due, if applicable (Verdugo and GHA); and an equal share per member of expenses that were previously billed to Palumbo, who did not enter the partnership. Flight logs, current month billing, and a schedule of arrears are attached to this email for your information. **PLEASE PAY THE AMOUNT SHOWN NEXT TO YOUR NAME ABOVE.**

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

*The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. **Failure to***

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	JULY 2012	7/12/2012	JULY 2012	6,665.93	0.00	6,665.93
Payor: WESSMAN HOLDINGS				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				7/12/2012	005083	\$6,665.93		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS

555 S. SUNRISE WAY, STE.200
PALM SPRINGS, CA 92264

RABOBANK, N.A.
1111 E. TAHQUITZ CANYON WY. BLDG C
PALM SPRINGS, CA 92262

90-3842
1222

Date: 7/12/2012
Check No.: 005083
Check Amount: \$6,665.93

Six Thousand Six Hundred Sixty Five AND 93/100 Dollars

Pay to the order of

J & M AIRCRAFT, LLD

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Wednesday, July 11, 2012 11:08 AM
To: bcraig@craigwireless.com; brian@i1inc.com; cassandra.huffman@i1inc.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Tom Noce; Misty Hogan
Subject: Monthly Plane Billing (J&M Aircraft LLC) July 2012 PLUS ARREARS
Attachments: Misty V Hogan.vcf; Monthly Cost Allocation 2012-07 pdf

Importance: High

Good Afternoon:

It is crucial that we receive all member payments as soon as possible to avoid defaulting on the 7/15 mortgage payment via auto bank withdrawal and pay other bills that are seriously past due.

The monthly breakdown of expenses for the Pilatus airplane for ^{July} June 2012 is attached. Amounts due per member UPON RECEIPT are as follows:

Verdugo: \$7,325.93 PLUS arrears.

Wessman Holdings: \$6,665.93 - ck . 5083

GHA Companies: \$5,413.43 PLUS arrears

California Pilatus Aviation LLC: \$5,383.43

D.L.C.

The amounts due for each member include the current month charges (each member now pays 25% of monthly expenses); arrears due, if applicable (Verdugo and GHA); and an equal share per member of expenses that were previously billed to Palumbo, who did not enter the partnership. Flight logs, current month billing, and a schedule of arrears are attached to this email for your information. **PLEASE PAY THE AMOUNT SHOWN NEXT TO YOUR NAME ABOVE, PLUS OUTSTANDING ARREARS, IF APPLICABLE.**

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

*The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. **Failure to***

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	aug 2012	8/16/2012	AUGUST 2012	5,728.43	0.00	5,728.43
Payor: WESSMAN HOLDINGS		Date: 8/17/2012		Check No. 005143		Check Amount \$5,728.43		
Payee: J & M AIRCRAFT, LLC								

Retain this statement for your records

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WESSMAN HOLDINGS

555 S. SUNRISE WAY, STE.200
PALM SPRINGS, CA 92264

RABOBANK, N.A.
1111 E. TAHQUITZ CANYON WY, BLDG.C
PALM SPRINGS, CA 92262

90-3842
1222

Date
8/17/2012

Check No.
005143

Check Amount
\$5,728.43

Five Thousand Seven Hundred Twenty Eight AND 43/100 Dollars

Pay to the order of:

J & M AIRCRAFT, LLC ✓

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Tuesday, July 31, 2012 4:40 PM
To: brian@l1inc.com; cassandra.huffman@l1inc.com; karen@ghacompanies.com; mario@ghacompanies.com; Michael Braun; Elly Sproston; Jo Anne Kennon; ocraig@craigwireless.com
Cc: Misty Hogan; Tom Noce ✓
Subject: Monthly Plane Billing (J&M Aircraft LLC) August 2012
Attachments: Monthly Cost Allocation 2012-08 pdf

Good Afternoon:

It is crucial that we receive all member payments as soon as possible to avoid defaulting on the 8/15 mortgage payment via auto bank withdrawal and pay other bills that are seriously past due.

The monthly breakdown of expenses for the Pilatus airplane for August 2012 is attached. Amounts due per member **UPON RECEIPT** are as follows:

Verdugo: \$5,383.43 PLUS July arrears.

Wessman Holdings: \$5,728.43 ✓.ck. 5143

GHA Companies: \$5,383.43 PLUS July arrears

California Pilatus Aviation LLC: \$5,383.43

PLEASE PAY THE AMOUNT SHOWN NEXT TO YOUR NAME ABOVE, PLUS OUTSTANDING ARREARS, IF APPLICABLE.

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.

MAY 19,500 ✓, M

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	SEPT 2012	9/12/2012		8,038.43	0.00	8,038.43
Payor: WESSMAN HOLDINGS				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				9/12/2012	005172	\$8,038.43		

Retain this statement for your records

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WESSMAN HOLDINGS
555 S. SUNRISE WAY, STE.200
PALM SPRINGS, CA 92264

RABOBANK, N.A.
 1111 E TAHQUITZ CANYON WY, BLDG C
 PALM SPRINGS, CA 92262

80-3842
 1222

Date
 9/12/2012

Check No.
 005172

Check Amount
 \$8,038.43

Eight Thousand Thirty Eight AND 43/100 Dollars

Pay to the order of:

J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Friday, September 07, 2012 2:32 PM
To: bcraig@craigwireless.com; brian@l1inc.com; cassandra.huffman@l1inc.com; chrisv@ghacompanies.com; Elly Sproston; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Tom Noce; Misty Hogan
Subject: Monthly Plane Billing - (J&M Aircraft LLC) September 2012 PLUS ARREARS
Attachments: Monthly Cost Allocation 2012-09 pdf; August.xls

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for September 2012 is attached. Amounts due per member UPON RECEIPT are as follows:

Verdugo: \$9,298.43 PLUS arrears of \$5,383.43 from August 2012.

Wessman Holdings: \$8,038.43

CA 5172

GHA Companies: \$5,503.43

California Pilatus Aviation LLC: \$5,383.43

PLEASE PAY THE AMOUNT SHOWN NEXT TO YOUR NAME ABOVE, PLUS OUTSTANDING ARREARS, IF APPLICABLE.

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

*The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. **Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.***

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-12	OCT 2012	10/11/2012	10/12	7,588.43	0.00	7,588.43
Payor: WESSMAN HOLDINGS				Date	Check No.	Check Amount		
Payee: J & M AIRCRAFT, LLC				10/11/2012	005227	\$7,588.43		

Retain this statement for your records

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WESSMAN HOLDINGS

555 S. SUNRISE WAY, STE.200
PALM SPRINGS, CA 92264

RABOBANK, N.A.
1111 E. TAHQUITZ CANYON WY, BLDG.C
PALM SPRINGS, CA 92262

90-3842
1222

Date
10/11/2012

Check No.
005227

Check Amount
\$7,588.43

Seven Thousand Five Hundred Eighty Eight AND 43/100 Dollars

Pay to the order of

J & M AIRCRAFT, LLC

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Thursday, October 04, 2012 2:06 PM
To: bcraig@craigwireless.com; brian@l1inc.com; cassandra.huffman@l1inc.com; chrisv@ghacompanies.com; Elly Sproston; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Misty Hogan; Tom Noce
Subject: Monthly Plane Billing (J&M Aircraft LLC) October 2012 PLUS ARREARS
Attachments: 2012-09 Flight Log.pdf; Monthly Cost Allocation 2012-10.pdf

Good Afternoon:

The monthly breakdown of expenses for the Pilatus airplane for October 2012 is attached. Amounts due per member UPON RECEIPT are as follows:

Verdugo: \$7,063.43 PLUS arrears of \$9,298.43 from September 2012.

Wessman Holdings: \$7,588.43

✓ cc 5227 ✓

OK f

GHA Companies: \$5,413.43 PLUS arrears of \$5,503.43 from September 2012.

California Pilatus Aviation LLC: \$5,413.43

PLEASE PAY THE AMOUNT SHOWN NEXT TO YOUR NAME ABOVE, PLUS OUTSTANDING ARREARS, IF APPLICABLE.

Payment is due upon receipt of this billing. Members should remit their check made payable to J&M Aircraft, LLC to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

As a reminder, please note the following clause from the Operating Agreement regarding non-payment:

Monthly Expenses

*The Aircraft monthly expenses indicated below will be paid by each member in accordance with such member's profits percentage, as set forth in Revised Schedule 1 attached to the Second Amendment to Operating Agreement. Bills for such expenses will be sent out monthly and be due and payable within 10 days thereafter. Failure to make payment within said 10 days shall result in a 10% late payment fee and interest accrual at the rate of 1% per annum. **Failure to make payment within 15 days of said 10 day due date shall result in suspension of all rights to use the aircraft until all payment is made.***

Misty V. Hogan
Accounting Paraprofessional
Thomas Noce, CPA, CFE

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

NOTICE TO CLAIMANT: THIS DOCUMENT WAIVES AND RELEASES LIEN, STOP PAYMENT NOTICE, AND PAYMENT BOND RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL

WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: J + M Aircraft, LLC
Name of Customer: Palm Springs Promenade, LLC
Job Location: 123 N. Palm Canyon, Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 10/12

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 57,296.98
O/S 4020, 4281, 4373, 4435, 5037, 5083, 5137, 5121, 5227

Exceptions

This document does not affect any of the following:

- (1) Retentions.
(2) Extras for which the claimant has not received payment.
(3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature

Claimant's Signature: [Handwritten Signature]
Claimant's Title: Managing Member
Date of Signature: 12/3/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	0113	1/18/2012	JAN 2012	725.00	0.00	725.00
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: PILOT SERVICES, LLC				1/18/2012	004081	\$725.00		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC
 555 S. SUNRISE WAY, STE. 200
 PALM SPRINGS, CA 92264

BANK OF AMERICA
 588 S. PALM CANYON DRIVE
 PALM SPRINGS, CA 92264

15-66
 1220

Date
 1/18/2012

Check No.
 004081

Check Amount
 \$725.00

Seven Hundred Twenty Five AND 00/100 Dollars

Pay to the order of:

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
 PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Friday, January 06, 2012 5:14 PM
To: bcraig@craigwireless.com; brian@l1inc.com; cassandra.huffman@l1inc.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Michael Braun; fwnoble@wintecenergy.com
Cc: Misty Hogan
Subject: Pilot Services Billing - January 2012 (plus arrears due)
Attachments: Misty V Hogan.vcf; 2012-01 Monthly Pilot Salary and Expenses Allocation pdf; 2011-12 Flight Logs.pdf

Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party upon receipt is as follows:

AC Aircraft LLC: \$725.00 (Also past due: \$1,815.00 from December 2011, total due \$2,540.00)

Wessman Holdings: ~~\$725.00~~ CK - 4081

Brian Verdugo/L1: \$2,957.50 (Also past due: \$1,037.50 from December 2011, total due \$3,995.00)

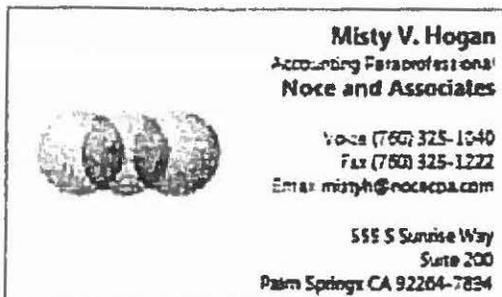
Fred Noble: Credit balance, \$649.50

GHA Companies: \$1,037.50 (also past due: \$1,357.50 from December 2011, \$210 from May 2011 (invoice underpaid), total due \$2,605.00)

California Pilatus Aviation LLC: \$1,037.50

Payment is due upon receipt of this billing. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



This message is intended only for the use of the individual or entity to which it is addressed, and may contain information that is privileged, confidential, and exempt from disclosure under applicable law. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	FEB/MAR 2012	3/18/2012	FEB-MAR 2012	1,850.00	0.00	1,850.00

Payor: WESSMAN HOLDINGS, LLC **Date:** 3/16/2012 **Check No.:** 004282 **Check Amount:** \$1,850.00
Payee: PILOT SERVICES, LLC

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92284

BANK OF AMERICA
588 S. PALM CANYON DRIVE
PALM SPRINGS, CA 92264

16-68
1220

Date
3/16/2012

Check No.
004282

Check Amount
\$1,850.00

One Thousand Eight Hundred Fifty AND 00/100 Dollars

Pay to the order of:

PILOT SERVICES, LLC
1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Thursday, March 08, 2012 12:16 PM
To: bcraig@craigwireless.com; brian@ilinc.com; cassandra.huffman@ilinc.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Michael Braun
Cc: Tom Noce; Misty Hogan
Subject: Pilot Services Billing - March 2012 (plus arrears due)
Attachments: 2012-03 Monthly Pilot Salary and Expenses Allocation pdf

Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party upon receipt is as follows:

AC Aircraft LLC/Annunziata: \$725.00 (arrears due, \$3,265.00, total due \$3,990.00)

Wessman Holdings: ^{market} \$1,125.00 (arrears due, ^{FOS} 725.00, total due \$1,850.00) SLC -4282

AC Aircraft LLC/ Verdugo: \$1,207.50 (arrears due, \$3,857.50 total due \$5,065.00)

GHA Companies: \$1,247.50 (arrears due, \$210, total due \$1,247.50)

California Pilatus Aviation LLC: \$1,847.50

Payment is due upon receipt of this billing. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



Misty V. Hogan
Accounting Paraprofessional
Noce and Associates

Voice (760) 325-1040
Fax (760) 325-1222
Email mistyh@nocecpa.com

555 S Sunrise Way
Suite 200
Palm Springs CA 92264-7894

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	APRIL 2012	4/17/2012	APRIL 2012	915 00	0 00	915 00
Payor: WESSMAN HOLDINGS, LLC		Date: 4/17/2012		Check No. 004376		Check Amount \$915.00		
Payee: PILOT SERVICES, LLC								

Retain true statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC

555 S. SUNRISE WAY, STE. 200
PALM SPRINGS, CA 92264

BANK OF AMERICA
588 S PALM CANYON DRIVE
PALM SPRINGS, CA 92264

18-86
1220

Date
4/17/2012

Check No.
004376

Check Amount
\$915.00

Nine Hundred Fifteen AND 00/100 Dollars

Pay to the order of:

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Tuesday, April 17, 2012 10:43 AM
To: bcraig@craigwireless.com; brian@i1inc.com; cassandra.huffman@i1inc.com; chrisv@ghacompanies.com; Elly Sproston; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Michael Braun
Cc: Misty Hogan; Tom Noce
Subject: RE: Pilot Services Billing - April 2012 (plus arrears due)
Attachments: 2012-04 Monthly Pilot Salary and Expenses Allocation pdf; 2012-03 Flight Log pdf

Good Afternoon,

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party upon receipt is as follows:

Wessman Holdings: \$915.00 *ck- 4376*

Verdugo: \$1,037.50 (arrears due, \$5,065.00 total due \$6,102.50)

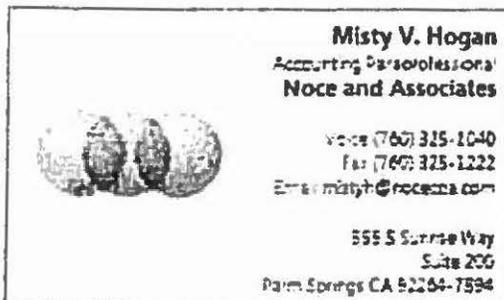
Palumbo: \$1,447.50 (I have no contact info for Mr. Palumbo, could someone please forward to him?)

GHA Companies: \$1,127.50 (arrears due, \$210, total due \$1,337.50)

California Pilatus Aviation LLC: \$1,037.50

Payment is due upon receipt of this billing. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste. 200
Palm Springs, CA 92264-7894



Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	MAY 2012	5/10/2012	MAY 2012	1,845.00	0.00	1,845.00
Payor: WESSMAN HOLDINGS, LLC				Date	Check No.	Check Amount		
Payee: PILOT SERVICES, LLC				5/10/2012	004436	51,845.00		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS, LLC
 555 S. SUNRISE WAY, STE. 200
 PALM SPRINGS, CA 92264

BANK OF AMERICA
 588 S PALM CANYON DRIVE
 PALM SPRINGS, CA 92264

16-66
 1220

Date: 5/10/2012
 Check No: 004436
 Check Amount: \$1,845.00

One Thousand Eight Hundred Forty Five AND 00/100 Dollars

Pay to the order of

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
 PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Thursday, May 03, 2012 1:37 PM
To: bcraig@craigwireless.com; brian@l1inc.com; cassandra.huffman@l1inc.com; chrisv@ghacompanies.com; Elly Sroston; Gary M Annunziata MD ; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Michael Braun
Cc: Tom Noce; Misty Hogan
Subject: May 2012 Pilot Salary and Expense Allocation (Pilot Services LLC)
Attachments: 2012-05 Monthly Pilot Salary and Expenses Allocation pdf; Flight Log - April 2012.pdf

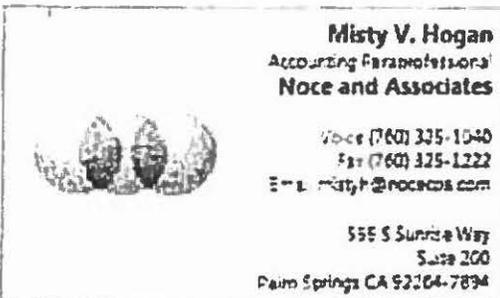
Good Afternoon:

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party **UPON RECEIPT** is as follows:

Verdugo: \$6,875.00 (Includes May 2012 billing of \$1,674.50 plus arrears of \$5,200.50)
Palumbo: \$2,485.00 (Includes May 2012 billing of \$1,037.50 plus arrears of \$1,447.50)
Wessman Holdings: \$1,845.00 *OK - 4436 G*
GHA Companies: \$2,465.00 (Includes May 2012 billing of \$1,127.50 plus arrears of \$1,337.50)
CPA, LLC: \$1,037.50

Payment is due upon receipt of this billing. Members should remit their check made payable to **Pilot Services, LLC** as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs CA 92264-7894



Misty V. Hogan
Accounting Paraprofessional
Noce and Associates
Voice (760) 325-1040
Fax (760) 325-1222
E-mail mistyh@nocecpa.com
555 S Sunrise Way
Suite 200
Palm Springs CA 92264-7894

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	JUNE 2012	6/21/2012	JUNE 2012	2,010.00	0.00	2,010.00
Payor: WESSMAN HOLDINGS				Date	Check No.	Check Amount		
Payee: PILOT SERVICES, LLC				6/21/2012	005062	\$2,010.00		

Retain this statement for your records.

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS
 555 S. SUNRISE WAY, STE.200
 PALM SPRINGS, CA 92264

RABOBANK, N.A.
 1111 E TAHQUITZ CANYON WY, BLDG.C
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 6/21/2012

Check No.
 005062

Check Amount
 \$2,010.00

Two Thousand Ten AND 00/100 Dollars

Pay to the order of

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
 PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Monday, June 18, 2012 12:56 PM
To: bcraig@craigwireless.com; brian@11inc.com; cassandra.huffman@11inc.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mano Gonzales; Michael Braun
Cc: Misty Hogan
Subject: June 2012 Pilot Salary and Expense Allocation (Pilot Services, LLC)
Attachments: Misty V Hogan vcf; 2012-06 Monthly Pilot Salary and Expenses Allocation.pdf

Good Afternoon:

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Unless payment is received before June 30, 2012 from ALL members, we will not have enough in the account to pay Gernot's monthly salary July 1, 2012. Amount due per party UPON RECEIPT is as follows:

Verdugo: \$11,017.50 (Includes June 2012 billing of \$4,142.50 plus arrears of \$6,875.00)
Wessman Holdings: \$2,010.00 *(Handwritten: 0.16)*
GHA Companies: \$2,190.00 (Includes June 2012 billing of \$1,062.50 plus arrears of \$1,127.50)
CPA, LLC: \$1,412.50

Payment is due upon receipt of this billing. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs CA 92264-7894

(Handwritten signature)



Misty V. Hogan
Accounting Paraprofessional
Noce and Associates
Voice: (760) 325-1040
Fax: (760) 325-1222
Email: mistyh@nocecpa.com
555 S Sunrise Way
Suite 200
Palm Springs CA 92264-7894

This message is intended only for the use of the individual or entity to which it is addressed, and may contain information that is privileged, confidential, and exempt from disclosure under applicable law. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately, and destroy the original message. Thank you.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	JULY 2012	7/12/2012	JULY 2012	1 897 50	0.00	1 897 50

Payor: WESSMAN HOLDINGS **Date:** 7/12/2012 **Check No.:** 005084 **Check Amount:** \$1,897.50
Payee: PILOT SERVICES, LLC

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS

555 S. SUNRISE WAY, STE.200
PALM SPRINGS, CA 92264

RABOBANK, N.A.
1111 E. TAHQUITZ CANYON WY, BLDG.C
PALM SPRINGS, CA 92262

90-3842
1222

Date
7/12/2012

Check No.
005084

Check Amount
\$1,897.50

One Thousand Eight Hundred Ninety Seven AND 50/100 Dollars

Pay to the order of:

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Wednesday, July 11, 2012 11:14 AM
To: bcraig@craigwireless.com; brian@l1inc.com; cassandra.huffman@l1inc.com; chrisv@ghacompanies.com; Elly Sproston; Gary M Annunziata MD ; Jo Anne Kennon; Karen Hansen; Liza Valenzuela; Mario Gonzales; Michael Braun
Cc: Misty Hogan, Tom Noce
Subject: July 2012 Pilot ~~Salary~~ an Expense Allocation (Pilot Services, LLC)
Attachments: Misty V Hogan.vcf; 2012-07 Monthly Pilot Salary and Expenses Allocation.pdf

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. **CONTINUED NONPAYMENT FROM MULTIPLE MEMBERS HAS RESULTED IN PILOT'S SALARY NOT YET BEING PAID FOR JULY 1, 2012.** Amount due per party **IMMEDIATELY** is as follows:

Verdugo: \$2337.50 (PLUS ARREARS)

Wessman Holdings: \$1,897.50 *CV - 5081*

GHA Companies: \$1,062.50 (PLUS ARREARS)

CPA, LLC: \$1,062.50



Payment is due IMMEDIATELY. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE

Attention: Misty Hogan

555 S Sunrise Way Ste 200

Palm Springs CA 92264-7894

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	AUG 2012	7/31/2012		1,292.50	0 00	1 292 50
Payor: WESSMAN HOLDINGS				Date	Check No.	Check Amount		
Payee: PILOT SERVICES, LLC				8/17/2012	006150	\$1,292.50		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND NOT A WHITE BACKGROUND

WESSMAN HOLDINGS

555 S. SUNRISE WAY, STE.200
PALM SPRINGS, CA 92264

RABOBANK, N.A
1111 E. TAHQUITZ CANYON WY, BLDG C
PALM SPRINGS, CA 92282

90-3842
1222

Date
8/17/2012

Check No.
006150

Check Amount
\$1,292.50

One Thousand Two Hundred Ninety Two AND 50/100 Dollars

Pay to the order of

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Tuesday, July 31, 2012 4:44 PM
To: brian@l1inc.com; cassandra.huffman@l1inc.com; karen@ghacompanies.com; mario@ghacompanies.com; Michael Braun; Elly Sproston; Jo Anne Kennon; bcraig@craigwireless.com
Cc: Misty Hogan; Tom Noce
Subject: August 2012 Pilot Salary and Expense Allocation (Pilot Services, LLC)
Attachments: 2012-08 Monthly Pilot Salary and Expenses Allocation.pdf

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party **IMMEDIATELY** is as follows:

Verdugo: \$1062.50 (PLUS July arrears)

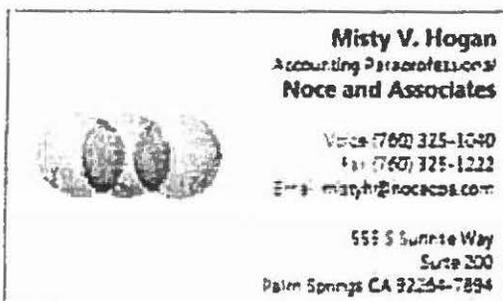
Wessman Holdings: \$1,292.50 (K-5150)

GHA Companies: \$1,062.50 (PLUS July Arrears)

CPA, LLC: \$1,062.50

Payment is due **IMMEDIATELY**. Members should remit their check made payable to **Pilot Services, LLC** as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs CA 92264-7894



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Circular 230 Disclaimer: To ensure compliance with requirements by the IRS, we inform you that any U.S. federal tax advice contained in this communication (including any attachments) is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding tax-related penalties under the Internal Revenue Code or (ii) promoting, marketing, or recommending to another party any transaction or tax-related matter(s) addressed herein.

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	SEPT 2012	9/12/2012		2,832.50	0.00	2,832.50
Payor: WESSMAN HOLDINGS				Date	Check No.	Check Amount		
Payee: PILOT SERVICES, LLC				9/12/2012	005173	\$2,832.50		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN HOLDINGS

555 S. SUNRISE WAY, STE.200
PALM SPRINGS, CA 92264

RABOBANK, N.A.
1111 E. TAHQUITZ CANYON WY, BLDG.C
PALM SPRINGS, CA 92282

90-3842
1222

Date
9/12/2012

Check No.
005173

Check Amount
\$2,832.50

Two Thousand Eight Hundred Thirty Two AND 50/100 Dollars

Pay to the order of

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Friday, September 07, 2012 3:10 PM
To: bcraig@cralgwireless.com; brian@l1inc.com; cassandra.huffman@l1inc.com; chrisv@ghacompanies.com; Elly Sproston; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Misty Hogan; Tom Noce
Subject: September 2012 Pilot Salary and Expense Allocation (Pilot Services, LLC)
Attachments: 2012-09 Monthly Pilot Salary and Expenses Allocation.pdf

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party **IMMEDIATELY** is as follows:

Verdugo: \$3,662.50 (PLUS August arrears of 1,062.50)
Wessman Holdings: \$2,832.50 *CK 5173 ✓*
GHA Companies: \$1,142.50
CPA, LLC: \$1,062.50

Payment is due **IMMEDIATELY**. Members should remit their check made payable to **Pilot Services, LLC** as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs CA 92264-7894

Misty V. Hogan
Accounting Paraprofessional
Thomas Noce, CPA, CFE
555 S Sunrise Way Ste 200
Palm Springs CA 92264-7894
760-325-1040 (phone)
760-325-1222 (fax)
mistyh@nocecpa.com

D. C. H.

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Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
003	WESSMAN HOLDINGS, LLC	5030-000-13	OCT 13	10/11/2012	10/12	2,512.50	0.00	2,512.50
Payor: WESSMAN HOLDINGS		Date: 10/11/2012		Check No.: 005228		Check Amount: \$2,512.50		
Payee: PILOT SERVICES, LLC								

Retain this statement for your records

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WESSMAN HOLDINGS

555 S. SUNRISE WAY, STE.200
PALM SPRINGS, CA 92264

RABOBANK, N.A.
1111 E TAHQUITZ CANYON WY, BLDG.C
PALM SPRINGS, CA 92262

90-3842
1222

Date: 10/11/2012 Check No.: 005228 Check Amount: \$2,512.50

Two Thousand Five Hundred Twelve AND 50/100 Dollars

Pay to the order of

PILOT SERVICES, LLC

1555 S. PALM CANYON DR., STE. D202
PALM SPRINGS, CA 922648385

Copy

Elly Sproston

From: Misty Hogan <mistyh@nocecpa.com>
Sent: Thursday, October 04, 2012 2:10 PM
To: bcraig@craigwireless.com; brian@l1inc.com; cassandra.huffman@l1inc.com; chrisv@ghacompanies.com; Elly Sproston; Jo Anne Kennon; karen@ghacompanies.com; Liza Valenzuela; mario@ghacompanies.com; Michael Braun
Cc: Tom Noce; Misty Hogan
Subject: October 2012 Pilot Salary and Expense Allocation (Pilot Services, LLC)
Attachments: 2012-10 Monthly Pilot Salary and Expenses Allocation.pdf

The monthly breakdown of each member's responsibility for pilot services and additional expenses is attached. Amount due per party IMMEDIATELY is as follows:

Verdugo: \$2,162.50 (PLUS September arrears of 2,662.50)
Wessman Holdings: \$2,512.50 *CC - 5228*
GHA Companies: \$1,062.50 (PLUS September arrears of 1,142.50)
CPA, LLC: \$1,062.50

Payment is due IMMEDIATELY. Members should remit their check made payable to Pilot Services, LLC as soon as possible to:

Thomas Noce, CPA, CFE
Attention: Misty Hogan
555 S Sunrise Way Ste 200
Palm Springs CA 92264-7894

Misty V. Hogan
Accounting Paraprofessional
Thomas Noce, CPA, CFE
555 S Sunrise Way Ste 200
Palm Springs CA 92264-7894
760-325-1040 (phone)
760-325-1222 (fax)
mistyh@nocecpa.com

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RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

NOTICE TO CLAIMANT: THIS DOCUMENT WAIVES AND RELEASES LIEN, STOP PAYMENT NOTICE, AND PAYMENT BOND RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL

WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Pilot Services, LLC
Name of Customer: Palm Springs Promenade, LLC
Job Location: 123 N. Palm Canyon Dr., Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 10/12

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 15,880.00
CBS 4081, 4282, 4376, 4436, 5062, 5084, 5150, 5173, 5228

Exceptions

This document does not affect any of the following:

- (1) Retentions.
(2) Extras for which the claimant has not received payment.
(3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature

Claimant's Signature: [Handwritten Signature]
Claimant's Title: Managing Member
Date of Signature: 10/3/12

**IFC AGREEMENT - PUBLIC IMPROVEMENT ESCROW/PFA
 CITY OF PALM SPRINGS/WESSMAN DEVELOPMENT/PS PROMENADE, LLC
 DOWNTOWN PALM SPRINGS (formerly Desert Fashion Plaza)**

OCTOBER 31, 2012

REIMBURSEMENT REQUEST #8 - LEGAL FEES

PUBLIC IMPROVEMENTS- LEGAL & ADMINISTRATIVE COSTS

211647

CODE	VENDOR/DESCRIPTION	AMOUNT SPLIT		REQUESTED	DATE PAID
		PUBLIC/PRIVATE		DISBURSEMENT	
1-045	EALY, HEMPHILL, BLASDEL, LLP/PFA	\$	10,616.49 ✓	\$ 5,308.25 ✓	6/29/2012 ✓
1-045	Charged 50% PUBLIC 50% PRIVATE	\$	18,937.50 ✓	\$ 9,468.75 ✓	7/13/2012 ✓
1-045		\$	1,575.00 ✓	\$ 787.50 ✓	9/14/2012 ✓
1-045	Legal	\$	8,490.00 ✓	\$ 4,245.00 ✓	9/21/2012 ✓
1-045		\$	15,675.00 ✓	\$ 7,837.50 ✓	10/15/2012 ✓
1-050	TOM NOCE, CPA Taxes	\$	562.50 ✓	\$ 281.25 ✓	8/17/2012 ✓
1-050	TOM NOCE, CPA Taxes	\$	2,000.00 ✓	\$ 1,000.00 ✓	7/18/2012 ✓
1-110-1	D.W. JOHNSTON CONSTRUCTION supervision	\$	1,021.00 ✓	\$ 510.50 ✓	7/18/2012 ✓
		\$	58,877.49	\$ 29,438.75	

TOTAL REIMBURSEMENT #8 REQUEST DUE FROM FUND CONTROL

\$ 29,438.75 PUBLIC

PLEASE MAKE CHECK PAYABLE TO:
 WESSMAN DEVELOPMENT COMPANY- JOB COST/PS Promenade, LLC
 555 S. SUNRISE WAY, STE. 200
 PALM SPRINGS, CA 92264

FOR QUESTIONS, CALL ELLY SPROSTON AT 760-325-3321
 ATTACHMENTS: COPIES OF CHECKS AND INVOICES

APPROVED BY: PALM SPRINGS PROMENADE, LLC

BY: [Signature]
 TITLE: [Signature]
 DATED: 10/31/12

APPROVED BY: D.W. JOHNSON CONSTRUCTION, INC.

BY: [Signature]
 TITLE: Fund Control Manager
 DATED: 12.5.2012

OK TO PAY [Signature]

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-03	51395	5/31/2012	OFF	10,616.49	0.00	10,616.49
Payor: WESSMAN DEVELOPMENT COMPANY				Date	Check No.	Check Amount		
Payee: EALY, HEMPHILL & BLASDEL, LLP				6/29/2012	007245	\$10,616.49		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 6/29/2012

Check No.
 007245

Check Amount
 \$10,616.49

Ten Thousand Six Hundred Sixteen AND 49/100 Dollars

Pay to the order of

EALY, HEMPHILL & BLASDEL, LLP

71905 HIGHWAY 111, SUITE H
 RANCHO MIRAGE, CA 922704825

Copy

LAW OFFICES OF
EALY, HEMPHILL & BLASDEL, LLP
 71905 HIGHWAY 111
 SUITE H
 RANCHO MIRAGE, CA 92270
 (760) 340-0866

MR. JOHN WESSMAN
 WESSMAN DEVELOPMENT
 COMPANY
 565 SOUTH SUNRISE WAY
 SUITE 200
 PALM SPRINGS, CA 92264

June 07, 2012
 Invoice **51395**
 For Services Through

May 31, 2012

MATTER: DESERT FASHION PLAZA

ATTORNEY Summary

Name	Hours	Rate	Amount
W. CURT EALY	83.90	250.00	\$15,975.00

*Paid CHK # 7245
 6-29-12 L*

	Amount
PREVIOUS BALANCE	\$7,208.51
5/3/2012 PAYMENT - THANK YOU	(\$5,358.51)
5/23/2012 PAYMENT FROM CLIENT TRUST ACCOUNT	(\$1,850.00)
6/7/2012 PAYMENT FROM CLIENT TRUST ACCOUNT	(\$5,358.51)
Total payments and adjustments	(\$12,567.02)
TOTAL AMOUNT DUE	\$10,616.49

PREVIOUS CLIENT TRUST ACCOUNT BALANCE	\$0.00
5/22/2012 CLIENT DEPOSIT TO TRUST ACCOUNT - OWED \$1850; OVERPAID BY \$5358.51 - THIS AMOUNT WAS RECEIVED ON 5/3 WESSMAN DEVELOPMENT COMPANY JOB COST ACCOUNT CHECK NUMBER 7209	\$7,208.51
5/23/2012 PAYMENT FROM CLIENT TRUST ACCOUNT	(\$1,850.00)
6/7/2012 PAYMENT FROM CLIENT TRUST ACCOUNT	(\$5,358.51)

ak

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

NOTICE TO CLAIMANT: THIS DOCUMENT WAIVES AND RELEASES LIEN, STOP PAYMENT NOTICE, AND PAYMENT BOND RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL

WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Gary Hemphill & Blasdel, LLP ✓
Name of Customer: Palm Springs Promenade, LLC ✓
Job Location: 123 N. Palm Spgns Dr. Palm Springs, CA 92264 ✓
Owner: Palm Springs Promenade, LLC ✓
Through Date: 5/2/12 ✓

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 10,616.49 ✓
Inv # 51395 ✓
CR # 7245 ✓
6/29/12 ✓

Exceptions

This document does not affect any of the following:

- (1) Retentions.
- (2) Extras for which the claimant has not received payment.
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature
Claimant's Signature: Gary Hemphill ✓
Claimant's Title: Partner
Date of Signature: 11/2/12

7/1/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-03	51514	7/5/2012	DFP	18,937.50	0.00	18,937.50

Payor: WESSMAN DEVELOPMENT COMPANY **Date:** 7/13/2012 **Check No.:** 007248 **Check Amount:** \$18,937.50
Payee: EALY, HEMPHILL & BLASDEL, LLP

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
JOB COST
555 S SUNRISE WAY, STE 200
PALM SPRINGS, CA 92264

RABOBANK
901 EAST TAHQUITZ CANYON WAY
PALM SPRINGS, CA 92262

90-3842
1222

Date
7/13/2012

Check No.
007248

Check Amount
\$18,937.50

Eighteen Thousand Nine Hundred Thirty Seven AND 50/100 Dollars

Pay to the order of:

EALY, HEMPHILL & BLASDEL, LLP

71905 HIGHWAY 111, SUITE H
RANCHO MIRAGE, CA 922704825

Copy

LAW OFFICES OF
EALY, HEMPHILL & BLASDEL, LLP
 71905 HIGHWAY 111
 SUITE H
 RANCHO MIRAGE, CA 92270
 (760) 340-0666

MR. JOHN WESSMAN
 WESSMAN DEVELOPMENT
 COMPANY
 555 SOUTH SUNRISE WAY
 SUITE 200
 PALM SPRINGS, CA 92264

July 05, 2012

Invoice # 51514
 For Services Through

June 30, 2012

MATTER: DESERT FASHION PLAZA

ATTORNEY Summary

Name	Hours	Rate	Amount
W. CURT EALY	73.20	250.00	\$18,300.00
EMILY PERRI HEMPHILL	1.90	300.00	\$570.00
LUCY SWANNER	0.50	135.00	\$67.50

PREVIOUS BALANCE

6/29/2012 PAYMENT - THANK YOU

Total payments and adjustments

TOTAL AMOUNT DUE

Handwritten: Paid chk # 7248
 date 7.13.2012

Amount
\$ 0,616.49
(\$10,616.49)
(\$10,616.49)

\$18,937.50

Professional Services

Out

6/3/2012 WCE REVIEW AND REVISE PRIVATE
 IMPROVEMENT ESCROW AGREEMENT AND
 IFC AGREEMENT FOR PRIVATE
 IMPROVEMENTS; E-MAIL TO CLIENT
 REGARDING SAME; REVIEW GRANT DEED
 AND EASEMENT AGREEMENT; REVIEW

Hours
 7.30

Handwritten initials: O.K. J

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

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WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Galy, Hemphill + Blasdel LLP ✓
Name of Customer: Palm Springs Promenade LLC ✓
Job Location: 123 N. Palm Canyon Dr Palm Springs, CA 92264 ✓
Owner: Palm Springs Promenade, LLC ✓
Through Date: 6/30/12 ✓

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 13,937.50 ✓ Inv# 5151406 # 724B 7/13/12 ✓

Exceptions

This document does not affect any of the following:

- (1) Retentions
- (2) Extras for which the claimant has not received payment.
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature
Claimant's Signature: Curt Galy ✓
Claimant's Title: Partner
Date of Signature: 11/2/12

7/1/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-03	5163	8/9/2012	DFP	1,575.00	0.00	1,575.00
Payor: WESSMAN DEVELOPMENT COMPANY				Date	Check No.	Check Amount		
Payee: EALY, HEMPHILL & BLASDEL, LLP				9/14/2012	007259	\$1,575.00		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 9/14/2012 ✓

Check No.
 007259 ✓

Check Amount
 \$1,575.00 ✓

One Thousand Five Hundred Seventy Five AND 00/100 Dollars

Pay to the order of

EALY, HEMPHILL & BLASDEL, LLP ✓

71906 HIGHWAY 111, SUITE H
 RANCHO MIRAGE, CA 922704825

Copy

LAW OFFICES OF
EALY, HEMPHILL & BLASDEL, LLP
 71905 HIGHWAY 111
 SUITE H
 RANCHO MIRAGE, CA 92270
 (760) 340-0888

MR. JOHN WESSMAN
 WESSMAN DEVELOPMENT
 COMPANY
 555 SOUTH SUNRISE WAY
 SUITE 200
 PALM SPRINGS, CA 92264

August 09, 2012
 Invoice 51631
 For Services Through
 July 31, 2012

MATTER: DESERT FASHION PLAZA

ATTORNEY Summary				
Name	Hours	Rate	Amount	
W. CURT EALY	8.30	250.00	\$1,575.00	

	Amount
PREVIOUS BALANCE	\$18,937.50
7/26/2012 PAYMENT - THANK YOU	(\$18,937.50)
Total payments and adjustments	(\$18,937.50)
TOTAL AMOUNT DUE	\$1,575.00

W
 Paid Chk # 7259
 9.14.2012

Professional Services

	Hours
7/2/2012 WCE DOWNLOAD, REVIEW AND ANALYZE SUPREME COURT DECISION AND OPINION IN CITY OF VISTA CASE	2.50
7/5/2012 WCE REVIEW E-MAIL FROM CLIENT REP REGARDING CITY REQUEST FOR BANK STATEMENTS; REVIEW FILES; RESPOND TO E-MAIL; T CONF W/ CLIENT REP; MTG W/	2.60

Private Improvement ESrow
 O.L.

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

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WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Faly, Hemphill & Bissel, U.P.
Name of Customer: Palm Springs Promenade, U.C.
Job Location: 123 N. Palm Canyon Dr. Palm Springs, CA 92264
Owner: Palm Springs Promenade, U.C.
Through Date: 7/31/12

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 1575.00 ✓
INV # 51631 ✓ CK # 7259 ✓ 9/14/12 ✓

Exceptions

This document does not affect any of the following:

- (1) Retentions.
- (2) Extras for which the claimant has not received payment.
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature
Claimant's Signature: [Signature]
Claimant's Title: Partner
Date of Signature: 11/2/12

7/1/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-03	517458	9/31/2012	DFP	8,490.00	0.00	8,490.00
Payor: WESSMAN DEVELOPMENT COMPANY				Date	Check No.	Check Amount		
Payee: EALY, HEMPHILL & BLASDEL, LLP				9/21/2012	007262	\$8,490.00		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 9/21/2012 ✓

Check No.
 007262 ✓

Check Amount
 \$8,490.00 ✓

Eight Thousand Four Hundred Ninety AND 00/100 Dollars

Pay to the order of:

EALY, HEMPHILL & BLASDEL, LLP ✓

71905 HIGHWAY 111, SUITE H
 RANCHO MIRAGE, CA 922704825

Copy

LAW OFFICES OF
EALY, HEMPHILL & BLASDEL, LLP
 71905 HIGHWAY 111
 SUITE H
 RANCHO MIRAGE, CA 92270
 (780) 340-0888

MR. JOHN WESSMAN
 WESSMAN DEVELOPMENT
 COMPANY
 555 SOUTH SUNRISE WAY
 SUITE 200
 PALM SPRINGS, CA 92264

September 10, 2012 ✓
 Invoice 51745 ✓
 For Services Through
 August 31, 2012

MATTER: DESERT FASHION PLAZA

ATTORNEY Summary

Name	Hours	Rate	Amount
W. CURT EALY	18.60	250.00	\$4,650.00
EMILY PERRI HEMPHILL	12.80	300.00	\$3,840.00

PREVIOUS BALANCE

Amount
 \$1,575.00 ✓

TOTAL AMOUNT DUE

\$10,065.00 ✓

Handwritten: Paid chk # 7262
 9.21.2012 ✓
 0.12 @ each

Handwritten: 2490-

Professional Services

8/1/2012 WCE REVIEW CITY HOTEL INCENTIVE
 ORDINANCE; REVIEW KIMPTON HOTEL
 LETTER OF INTENT; BEGIN WORK ON
 LETTER TO MAYOR POUGHNET

8/4/2012 WCE FURTHER REVIEW OF CITY HOTEL
 INCENTIVE ORDINANCE AND
 AMENDMENTS THERETO; REVIEW FILE AND
 NOTES FROM MEETING WITH JOHN
 WESSMAN ON 7/31/12; FINALIZE DRAFT OF
 LETTER TO MAYOR POUGHNET REGARDING

Handwritten: Total Adjusted

2.70 ✓

1.80 ✓

**PAST DUE
 PLEASE REMIT**

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

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WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Adly, Hemphill + Blasdel, LLP
Name of Customer: Palm Springs Promenade, LLC
Job Location: 123 N. Palm Canyon Dr. Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 8/2/12

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided, and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 8490 IN # 51745 CK # 7212 9/2/12

Exceptions

This document does not affect any of the following:

- (1) Retentions.
- (2) Extras for which the claimant has not received payment.
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature
Claimant's Signature: [Signature]
Claimant's Title: Partner
Date of Signature: 11/2/12

7/1/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-03	51788	10/10/2012	DFF	15,675.00	0.00	15,675.00

Payor: WESSMAN DEVELOPMENT COMPANY **Date:** 10/15/2012 **Check No.:** 007265 **Check Amount:** \$15,675.00
Payee: EALY, HEMPHILL & BLASDEL, LLP

Return this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date: 10/15/2012 **Check No.:** 007265 **Check Amount:** \$15,675.00

Fifteen Thousand Six Hundred Seventy Five AND 00/100 Dollars

Pay to the order of:

EALY, HEMPHILL & BLASDEL, LLP
 71905 HIGHWAY 111, SUITE H
 RANCHO MIRAGE, CA 922704825

Copy

LAW OFFICES OF
EALY, HEMPHILL & BLASDEL, LLP
 71905 HIGHWAY 111
 SUITE H
 RANCHO MIRAGE, CA 92270
 (760) 340-0666

MR. JOHN WESSMAN
 WESSMAN DEVELOPMENT
 COMPANY
 555 SOUTH SUNRISE WAY
 SUITE 200
 PALM SPRINGS, CA 92264

October 10, 2012
 Invoice **51788**
 For Services Through
 September 30, 2012

MATTER: DESERT FASHION PLAZA

ATTORNEY Summary

Name	Hours	Rate	Amount
W. CURT EALY	46.50	250.00	\$11,625.00
EMILY PERRI HEMPHILL	13.50	300.00	\$4,050.00

	Amount
PREVIOUS BALANCE	\$10,065.00
9/26/2012 PAYMENT - THANK YOU	(\$8,490.00)
9/26/2012 PAYMENT - THANK YOU	(\$1,575.00)
Total payments and adjustments	(\$10,065.00)
TOTAL AMOUNT DUE	\$15,875.00 ✓

Paid Chk # 7265
 10.15.2012 →

Professional Services

	Hours
9/3/2012 EPH REVIEW/REVISE LETTER TO COUNCIL REGARDING LATINO BOOKSTORE	0.50
9/4/2012 EPH T CONF W/ MICHAEL BRAUN; T CONF W/ ATTORNEY W. CURT EALY REGARDING LATINO BOOKSTORE; E-MAIL TO MICHAEL	1.50

O. L. V.

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

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WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: John Humphreys & Bissel, LLP ✓
 Name of Customer: Palm Springs Promenade, LLC
 Job Location: 123 N. Palm Canyon Dr Palm Springs, CA 92264
 Owner: Palm Springs Promenade, LLC
 Through Date: 9/2/12

Unconditional Waiver and Release

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\$ 15,675⁰⁰ ✓
INV # 51788 CR # 7265 ✓
10/15/12 ✓

Exceptions

This document does not affect any of the following:

- (1) Retentions
- (2) Extras for which the claimant has not received payment
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Signature

Claimant's Signature: [Signature] ✓
 Claimant's Title: Partner
 Date of Signature: 11/2/12

7/1/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-03		8/31/2012	P0093	562.50	0.00	562.50
Payor: WESSMAN DEVELOPMENT COMPANY				Date	Check No.	Check Amount		
Payee: THOMAS NOCE, CPA				8/17/2012	007255	\$562.50		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 8/17/2012 ✓

Check No.
 007255 ✓

Check Amount
 \$562.50 ✓

Five Hundred Sixty Two AND 50/100 Dollars

Pay to the order of

THOMAS NOCE, CPA ✓

555 S SUNRISE WAY, STE. 200
 PALM SPRINGS, CA 92264

Copy

THOMAS NOCE, CPA, CFE
CERTIFIED PUBLIC ACCOUNTANTS

555 S SUNRISE WAY STE 200 PALM SPRINGS CA 92264-7894
PHONE: (760) 325-1040 FAX: (760) 325-1222

Palm Springs Promenade LLC
555 S Sunrise Way Ste 200
Palm Springs, CA 92264-7894

Invoice No. 1923
Date 7/31/2012
Client No. P0003

SERVICE	STAFF	HOURS
Accounting 7/12/2012	Meet with Rex and prepare follow up summary email to Michael Noce	1.25
Consulting Services 7/3/2012	Review LOI with Regal Theater Noce	1.00

Amount Due \$ 562.50

pd CK # 7255
8.17.2012

O.K.

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

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WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Thomas Noce, CPA ✓
Name of Customer: Palm Springs Promenade LLC
Job Location: 123 N. Palm Canyon Dr. Palm Springs, CA 92264
Owner: Palm Springs Promenade, LLC
Through Date: 7/31/12

Unconditional Waiver and Release

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\$ 56250 ✓ Invoice 1923 (A# 7255) 8/17/12 ✓

Exceptions

This document does not affect any of the following:

- (1) Retentions.
- (2) Extras for which the claimant has not received payment.
- (3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover extra compensation for work not compensated by the payment.

Claimant's Signature: [Signature] ✓
Claimant's Title: OFFICE MGR
Date of Signature: 10/30/12 ✓

7/1/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	5020-000-09	1910	6/30/2012	P0003	2 000 00	0 00	2.000.00
Payor: WESSMAN DEVELOPMENT COMPANY		Date		Check No.		Check Amount		
Payee: THOMAS NOCE, CPA		7/18/2012		007252		\$2,000.00		

Retain this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date
 7/18/2012 ✓

Check No.
 007252 ✓

Check Amount
 \$2,000.00 ✓

Two Thousand AND 00/100 Dollars

Pay to the order of:

THOMAS NOCE, CPA ✓

555 S SUNRISE WAY, STE. 200
 PALM SPRINGS, CA 92264

Copy

THOMAS NOCE, CPA, CFE
CERTIFIED PUBLIC ACCOUNTANTS

555 S SUNRISE WAY STE 200 PALM SPRINGS CA 92264-7894
 PHONE: (760) 325-1040 FAX: (760) 325-1222

Palm Springs Promenade LLC
 555 S Sunrise Way Ste 200
 Palm Springs, CA 92264-7894

Invoice No. 1910
 Date 6/28/2012
 Client No. P0003

SERVICE	STAFF	HOURS
Consulting Services		
6/4/2012	Telephone conference with John, Michael and Rex re withholding form	
6/4/2012	Telephone conference with First American regarding withholding	
6/4/2012	Review Escrow closing forms required for withholding exemption	
6/6/2012	Tele Conf with Jeanette re grant deed documents	
6/6/2012	Review change of grant deed documents	
6/25/2012	Meet with Curt Michael and John regarding transfer of property to LLC that was inadvertently not completed	
6/26/2012	Accumulate and review documents per request of Curt	
6/26/2012	Tele conf(s) (5) with Curt regarding various LLC issues	
6/26/2012	Review draft document provided by Curt to assessor's office. Draft email to respond.	
6/26/2012	Review various files to locate agreements for Curt	
	Noce	7.00
Tax Services		
5/7/2012	FTB notice re 2011 Crane	0.50
		Amount Due \$ 2,000.00

*paid ctk # 725 2
 7.18.2012 ✓*

0.0

*PETL MB 07/13/12
 SPLIT 50% 50%
 FRANK ROYALTE*

RELEASE FORM 2

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

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WAIVER AND RELEASE FORM.

Identifying Information

Name of Claimant: Thomas Nock, CPA
Name of Customer: Palm Springs Riverside LLC
Job Location: 123 N. Palm Canyon Dr. Palm Springs, CA 92264
Owner: Palm Springs Riverside, LLC
Through Date: 1/30/12

Unconditional Waiver and Release

This document waives and releases lien, stop payment notice, and payment bond rights the claimant has for labor and service provided and equipment and material delivered, to the customer on this job through the Through Date of this document. Rights based upon labor or service provided, or equipment or material delivered, pursuant to a written change order that has been fully executed by the parties prior to the date that this document is signed by the claimant, are waived and released by this document, unless listed as an Exception below. The claimant has received the following progress payment:

\$ 2,000.00
Inv# 1910 Ord# 7252 7/18/12

Exceptions

This document does not affect any of the following.

- (1) Retentions.
(2) Extras for which the claimant has not received payment
(3) Contract rights, including (A) a right based on rescission, abandonment, or breach of contract, and (B) the right to recover compensation for work not compensated by the payment.

Claimant's Signature

Claimant's Title: Office Manager

Date of Signature: 10/30/12

7/1/12

Ent	Name	Acct No	Invoice	Date	Reference	Amount	Discount	Net
010	WESSMAN DEVELOPMENT	1350-128-09	1-07112012	7/18/2012	Job # 12-000	1,021 00	0 00	1,021 00
Payor: WESSMAN DEVELOPMENT COMPANY		Date		Check No.		Check Amount		
Payee: D.W. JOHNSTON CONTRUCTION, INC.		7/18/2012		007251		\$1,021.00		

Return this statement for your records

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND - NOT A WHITE BACKGROUND

WESSMAN DEVELOPMENT COMPANY
 JOB COST
 555 S SUNRISE WAY, STE 200
 PALM SPRINGS, CA 92264

RABOBANK
 901 EAST TAHQUITZ CANYON WAY
 PALM SPRINGS, CA 92262

90-3842
 1222

Date 7/18/2012 Check No. 007251 Check Amount \$1,021.00

One Thousand Twenty One AND 00/100 Dollars

Pay to the order of:

D.W. JOHNSTON CONTRUCTION, INC.

1445 N. SUNRISE WAY, SUITE 203
 PALM SPRINGS, CA 92262

Copy

17C - Agas



D.W. JOHNSTON CONSTRUCTION, INC.

D. W. Johnston Construction Inc.
1445 N. Sunrise Way, Suite 203
Palm Springs, CA 92262
Phone (760) 416-1144 Fax (760) 416-1124
office@dwjohnston.com

DATE July 11, 2012
INVOICE # 1-07112012
JOB # 12-000

Project:
Wessman Development
Attn: Ely Sproston
1555 S. Palm Canyon Drive
Palm Springs, CA 92262
email: Ely@wessmandevelopment.com

Prepared by: Sandra Warzecha

Re: Desert Fashion Plaza

Description	AMOUNT
Establish Chart of Accounts	
Principal 1 Hour @ \$185.00	\$ 185.00
Administrative Secretarial 1 hour @ \$48.00	48.00
Review Invoices	
Reim request #7 Legal fees/Private-Legal & Administrative Cost	
Reim request #7 Public/Public Improvements/Demolition	
Reim request #7 Private (Forever Marilyn)	
Reim request #7 Legal fees/Public Improvements-Legal & Administrative costs	
Reim request #7 Promotional/Marketing	
Principal 4 hours @ \$185.00 each	740.00
Administrative Secretarial 1 hour @ \$48.00	\$ 48.00
*** PLEASE MAKE CHECK PAYABLE TO D. W. JOHNSTON CONSTRUCTION ***	
*** THANK YOU ***	
TOTAL	\$ 1,021.00

THANK YOU!