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*Attorneys for Debtor and Debtor in Possession*

**UNITED STATES BANKRUPTCY COURT**  
**NORTHERN DISTRICT OF CALIFORNIA**  
**SANTA ROSA DIVISION**

In re  
LEFEVER MATTSON, a California  
corporation, et al.  
Debtors.<sup>1</sup>

Case No. 24-10545 CN (Lead Case)  
(Jointly Administered)  
Chapter 11

In re  
KS MATTSON PARTNERS, LP,  
Debtor.

**DECLARATION OF JEFF LOKEY IN SUPPORT  
OF APPLICATION OF DEBTOR FOR ORDER  
AUTHORIZING EMPLOYMENT OF COMPASS  
AS REAL ESTATE BROKER**

[No Hearing Requested]

<sup>1</sup> The last four digits of LeFever Mattson's tax identification number are 7537. The last four digits of the tax identification number for KS Mattson Partners, LP ("KSMP") are 5060. KSMP's address for service is c/o Stapleton Group, 514 Via de la Valle, Solana Beach, CA 92075. The address for service on LeFever Mattson and all other Debtors is 6359 Auburn Blvd., Suite B, Citrus Heights, CA 9562. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://veritaglobal.net/LM>.



1 I, Jeff Lokey, hereby declare as follows:

2 1. I am a real estate agent with Compass. I submit this declaration on behalf of Compass  
3 (the "Declaration") in support of the application (the "Application")<sup>2</sup> of the above-captioned debtor  
4 (the "Debtor") for an order authorizing the employment and retention of Compass as real estate broker  
5 under the terms and conditions set forth in the Application. Except as otherwise noted, I have personal  
6 knowledge of the matters set forth herein and, if called as a witness, I would testify thereto.

7 2. The Debtor has retained Compass in these Chapter 11 Cases, subject to approval of this  
8 Court, to market and sell the Debtor's real property listed on Exhibit B to the Application (the  
9 "Properties").

10 3. I am a realtor and property consultant with diverse experience and strong analytical  
11 skills. I bring a wealth of diverse knowledge to my career as a residential and commercial real estate  
12 agent with extensive experience in business, general construction and property management. I  
13 graduated from California State University, Fresno with a degree in Business Administration. I was the  
14 Sonoma Valley Chapter of Realtors president in 2015 and remain active in community programs. Over  
15 the past several years, I have been a top producer in the Valley in both number of transactions, as well  
16 as dollar volume.

17 4. Compass' commission will be (i) 1.15% of the final sale price for any property sold for  
18 \$8 million or less, and (ii) 1.0% of the sale price for any property sold for more than \$8 million, in both  
19 cases payable at the close of escrow.

20 5. Compass has assigned agents (the "Assigned Agent") to each Property. Because  
21 Compass is a large brokerage firm, it is possible that a different Compass agent than the Assigned  
22 Agent may represent the buyer. In that case, the Assigned Agent and the buyer's agent will evenly split  
23 the maximum commission amount. However, the Assigned Agent may not represent both the Debtor  
24 and the buyer without prior written consent from the Debtor.

25 6. The general practice of Compass, like other real estate brokers who provide similar  
26

27  
28 <sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Application.

1 services, is to be paid on a contingency fee basis. Compass thus does not keep detailed time records  
2 similar to those prepared by attorneys.

3 7. Compass received from the Debtor a schedule of key parties in interest in these Chapter  
4 11 Cases, a copy of which is attached hereto as **Exhibit A**.

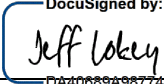
5 8. To check and clear potential conflicts of interest in these Chapter 11 Cases, as well as  
6 to identify all "connections" (as such term is used in Bankruptcy Rule 2014) to the Debtor, its creditors,  
7 other parties in interest, their respective attorneys and accountants, the United States Trustee for the  
8 Northern District of California (the "**U.S. Trustee**"), any person employed in the office of the U.S.  
9 Trustee, Compass conducted a review of the parties listed on Exhibit A to determine whether it has or  
10 had any relationships with any entity represented thereon. A summary of such relationships that  
11 Compass identified during this process is set forth on **Exhibit B** to this Declaration.

12 9. I have determined that (a) there is no connection, as such term is used in section  
13 101(14)(C) of the Bankruptcy Code, as modified by section 1107(b) and Bankruptcy Rule 2014(a),  
14 between Compass and any party in interest in these Chapter 11 Cases, including the Debtor, its  
15 creditors, the U.S. Trustee, any person employed in the office of the U.S. Trustee, or any other party  
16 with an actual or potential interest in these Chapter 11 Cases or their respective attorneys or  
17 accountants, except as otherwise disclosed on **Exhibit B**; (b) Compass is not a creditor, equity security  
18 holder, or insider of the Debtor; (c) Compass is not, and has not within two years of the Petition Date,  
19 been a director, officer, or employee of the Debtor; and (d) Compass neither holds nor represents an  
20 interest adverse to the Debtor, its estate, or any class of creditors or equity security holders by reason  
21 of any direct or indirect relationship to, connection with, or interest in the Debtor, or for any other  
22 reason. For the foregoing reasons, Compass is a "disinterested person," as defined in section 101(14)  
23 of the Bankruptcy Code.

24 10. I will amend or supplement this declaration to the extent I learn that (a) any of the within  
25 representations are incorrect or (b) there is any change of circumstances relating thereto.

26 I declare under penalty of perjury of the laws of the United States of America that the foregoing  
27 is true and correct.  
28

Executed on August [xx], 2025.

/s/  8/12/2025  
DA40689A98774AB...

Jeff Lokey

**EXHIBIT A**

**Parties-in-Interest Reviewed for Current and Recent Former Relationships.**

**1. Debtor**

K.S. Mattson Partners, LP

**2. Non-Debtor Affiliate/Subsidiary Companies**

Perris Freeway Partners, LP  
Specialty Property Partners, LP  
Treehouse Investments, LP

**3. Debtor's Professionals**

Hogan Lovells US LLP  
Stapleton Group, a part of J.S. Held  
Robbin L. Itkin

**4. Insiders**

Kenneth Mattson  
Stacy Mattson  
K S Mattson Company, LLC

**5. Unsecured Creditors**

Sonoma County Tax Collector  
San Diego County Treasurer-Tax Collector  
Auditor-Controller's Agency Alameda County  
State Farm  
Citrus Heights - Water  
City Of Del Mar - Water  
City Of Sonoma - Water  
David Wenzel  
EDCO  
McPhail Fuel Company  
Recology  
Sonoma Garbage Collectors  
Stapleton Group  
Vom Water District

**6. Secured Creditors**

Axos Bank  
Bank of America NA

1 Bank of New York, Trustee, on behalf the Alternative Loan Trust 2007  
Citadel Environmental Services, Inc.  
2 Company, Trustee for Residential Accredited Loans  
Dept of Child Support Services  
3 Deutsche Bank Trust Company  
4 Employment Development Department  
Flagstar Bank  
5 Hampton Mortgage Group Inc.  
JPMorgan Chase Bank, N.A.  
6 LAFM Loan Owners, LLC  
7 MERS, Nominee for BOFI Federal Bank  
ReProp Financial Mortgage Investors, LLC  
8 Robert Bass LLC  
Socotra  
9 Socotra - for HFS Fund IV, LLC  
10 Socotra Capital Inc.  
Socotra Opportunity Fund, LLC  
11 Socotra Opportunity REIT I LLC  
Socotra REIT I LLC  
12 Sonoma County Tax Collector  
Sonoma Ranch Homeowners Association  
13 Sylva Family Properties  
14 The Mercato Association  
Trustee of the John and Mary Metallinos Living Trust  
15 Trustee, Gerald and Carol Shiffman Joint Trust  
16 WE Alliance Secured Income Fund, LLC

## 17 **7. Litigation Claims**

18 Brad Driver, by and through the Personal Representative and Administrator of His Estate, Mariah  
19 Driver, Plaintiff  
Mark Nielsen, Plaintiff  
20 Tina M. Stott, as an Individual and Trustee to the Tina M. Stott Family Trust Dated 3/17/2017,  
Plaintiff  
21 Jeanne Wondra, as Trustee for the James Hurley Trust, et al., Plaintiff  
22 Timothy Lefever, Plaintiff  
Tamara D. Migliozi, Plaintiff  
23 Andrew Tubley, Plaintiff  
Benedetti Farms, Inc., Plaintiff  
24 Securities & Exchange Commission, Plaintiff

## 25 **8. Bankruptcy Judges**

26 Chief Judge Stephen L. Johnson  
27 Judge Hannah L. Blumenstiel  
28 Judge M. Elaine Hammond

1 Judge William Lafferty  
2 Judge Dennis Montali  
3 Judge Charles Novack

4 **9. Bankruptcy Court Staff**

5 Ruby Bautista  
6 Dina Kakalia  
7 Ardie Ermac  
8 Venice Tamplin-Henderson  
9 Teresa Mkhitarian  
10 Cindy Fan

11 **10. United States Trustee Staff**

12 Christina Goebelsmann  
13 Mike Chow  
14 Ianthe V. Del Rosario  
15 Nychelle G. Rivera  
16 Phillip Shine  
17 Yung Nor Wong  
18 Jared Day  
19 Deanna Hazelton

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**EXHIBIT B**

**Parties-in-Interest Noted for Court Disclosure**

**Relationships in Matters Related to These Proceedings**

None.

**Relationships in Unrelated Matters - Current**

None.

**Relationships in Unrelated Matters - Former**

I have previously worked with Stapleton Group, a part of J.S. Held to sell real estate assets in a number of transactions unrelated to this Listing Agreement.

Over the past 8+ years I have sold and been involved in several property transactions with Ken Mattson/K S Mattson Partners as the buyer. All transactions were business. I do not have a personal relationship with Ken or Stacey Mattson.

Here are the sales I was involved in:

- 23570 Arnold Drive COE 10/2018
- 24120 Arnold Drive COE 3/2019
- 22 Boyes Blvd COE 12/2020
- 23250 Maffei Road COE 4/2021
- 24101 Arnold Drive COE 10/2021
- 101 Meadowlark Lane COE 10/2021
- 310 Meadowlark Lane COE 10/2021
- 24151 Arnold Drive COE 10/2021
- 1045 Bart Road COE 5/2022
- 1151 Broadway COE 10/2022
- 1161-1167 Broadway COE 10/2022
- 10 Maple Street COE 10/2022
- 645-651 Broadway COE 10/2022
- 635 Broadway COE 10/2022
- 454 West Napa Street COE 7/2022
- 462 West Napa Street COE 7/2022