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*Attorneys for the Debtors and
 Debtors in Possession*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SANTA ROSA DIVISION

In re:

LEFEVER MATTSON, a California
 corporation, *et al.*,¹
 Debtors.

Lead Case No. 24-10545 (CN)

(Jointly Administered)

Chapter 11

**DECLARATION OF SEAN S. PAYNE IN
 SUPPORT OF ADEQUATE ASSURANCE
 OF FUTURE PERFORMANCE BY THE
 SEAN S. PAYNE TRUST DATED
 OCTOBER 31, 2024 WITH RESPECT TO
 THE ASSUMPTION AND ASSIGNMENT
 OF EXECUTORY LEASES AND/OR
 UNEXPIRED CONTRACTS IN
 CONNECTION WITH THE SALE OF 17700
 SONOMA HIGHWAY, SONOMA, CA 95476**

In re:

KS MATTSON PARTNERS, LP,
 Debtor.

[No Hearing Requested]

¹ 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://veritaglot>

1 I, Sean S. Payne, declare as follows, pursuant to 28 U.S.C. § 1746:

2 1. I submit this declaration (the “Declaration”) in support of the Sean S. Payne Trust
3 Dated October 31, 2024 (the “Buyer”) with respect to the assumption and assignment of executory
4 leases and/or unexpired contracts (the “Agreements”) in connection with the sale of the real
5 property located at 17700 Sonoma Highway, Sonoma, California 95476 (the “Subject Property”)
6 from the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”)¹
7 pursuant to the Purchase and Sale Agreement dated July 16, 2025 (the “Purchase Agreement”),
8 attached as Exhibit D to the *Declaration of Bradley D. Sharp in Support of Motion of Debtors for*
9 *Sale of Certain Real Property Serving as Collateral for Socotra Capital, Inc. Free and Clear of*
10 *Liens, Claims and Encumbrances and Related Relief*, filed concurrently herewith.

11 2. I am knowledgeable and familiar with the Buyer’s business and financial affairs. I
12 am authorized to submit this Declaration on behalf of the Buyer. Except as otherwise indicated
13 herein, the facts set forth in this Declaration are based upon my personal knowledge, my review
14 of relevant documents, information provided to me by the Buyer or its advisors, or my opinion
15 based upon experience, knowledge, and information concerning the Buyer’s finances. If called
16 upon to testify, I would testify to the facts set forth in this Declaration.

17 3. I am the Trustee of the Sean S. Payne Trust Dated October 31, 2024.

18 4. I have lived in the Sonoma Valley on and off for approximately 30 years and have
19 been professionally involved in the management of residential and commercial real estate in the
20 region for over 20 years. For the past 12 years, I have focused specifically on the acquisition,
21 repositioning, and long-term operation of underperforming and distressed properties in Northern
22 California. Throughout my career, I have maintained an unblemished track record. I have never
23 filed an insurance claim, have never been involved in a lawsuit related to my real estate activities,
24 and have never missed a mortgage, property tax, or insurance payment. I have also not been
25 involved in any contractor disputes. My management operation includes a full-time team
26 dedicated to property maintenance, repairs, and administrative oversight. For larger capital
27

28 ¹ Unless otherwise indicated, “Debtors” as used herein excludes KSMP.

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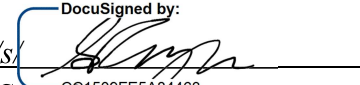
1 projects, I work with a small group of established local contractors with whom I have longstanding
2 relationships. I remain actively involved in the day-to-day operations of my portfolio, which
3 currently includes over 100 rental units located in Sonoma and Marin Counties.

4 5. The Buyer has the full amount of cash required to close on the purchase of the
5 Subject Property. In addition, the Buyer has set aside sufficient funds to conduct all necessary
6 immediate capital repairs and improvements to the Subject Property post-closing. My goal is to
7 enhance the Subject Property's physical condition, curb appeal, and operating performance
8 without delay. I anticipate that by the end of 2025, the building will be in a substantially improved
9 condition, with further optimization completed by the end of 2026. After closing, I may pursue a
10 refinance to recapture a portion of the investment and preserve liquidity for future opportunities,
11 but this will not affect my ability to operate or improve the Subject Property in the interim.

12 6. Accordingly, the Buyer has demonstrated the willingness and ability to perform its
13 obligations under the Purchase Agreement and the assigned Agreements.

14 I declare under penalty of perjury under the laws of the United States of America that the
15 foregoing is true and correct.

16
17 Dated: 8/27/2025 | 3:21 PM PDT

DocuSigned by:
/s/ 
Sean S. Payne
Trustee of the Sean S. Payne Trust
Dated October 31, 2024