EDWARD G. FATES (BAR NO. 227809)
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Proposed Special Counsel to the
Debtor and Debtor-in-Possession

UNITED STATES BANKRUPTCY COURT

FOR THE SOUTHERN DISTRICT OF CALIFORNIA

In re

Cashcall, Inc.,

Debtor

Case No. 26-03102-JBM11

Chapter 11

AMENDED APPLICATION FOR ENTRY OF AN ORDER (I) AUTHORIZING RETENTION AND EMPLOYMENT OF ALLEN MATKINS LECK GAMBLE MALLORY & NATSIS LLP AS SPECIAL CONFLICTS COUNSEL TO THE DEBTOR; AND (II) GRANTING RELATED RELIEF

[Filed Concurrently with the Declaration of Edward Fates]

Judge: Hon. Barrett Marum
Courtroom: 118

2603102261014000000000004

TO THE HONORABLE J. BARRETT MARUM, UNITED STATES BANKRUPTCY JUDGE, THE OFFICE OF THE UNITED STATES TRUSTEE, ALL CREDITORS, PARTIES IN INTEREST, AND PARTIES REQUESTING SPECIAL NOTICE:

1. CashCall, Inc. (the "Debtor"), as debtor and debtor-in-possession in the above-captioned bankruptcy case, hereby files this *Application for Entry of an Order (I) Authorizing and Approving the Appointment of Allen Matkins Leck Gamble Mallory & Natsis LLP as Special Conflicts Counsel to the Debtor; and (II) Granting Related Relief*.

2. By this Application, the Debtor seeks entry of an Order substantially in the form attached hereto as **Exhibit A**, authorizing it to retain Allen Matkins Leck Gamble Mallory & Natsis LLP ("**Allen Matkins**") as its special conflicts counsel in this matter, and granting any other relief as the Court deems appropriate.

3. In support of the Application, the Debtor relies on the *Declaration of Leslie Gladstone in Support of the Debtor's Chapter 11 Petition and First Day Pleadings* (the "**Gladstone Declaration**," ECF No. 4), *Declaration of J. Paul Reddam in Support of the Debtor's Chapter 11 Petition and First Day Pleadings* (the "**Reddam Declaration**," ECF No. 3), the concurrently filed Declaration of Edward G. Fates (the "**Fates Declaration**"), and states as follows:

I. JURISDICTION AND VENUE

4. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

5. The statutory bases for the relief requested in the Application are 11 U.S.C. § 327(a), Rule 2014 of the Federal Rules of Bankruptcy Procedure, and the Southern District of California Local Bankruptcy Rule 2014-1.

II. BACKGROUND

A. General Background

6. On July 20, 2026 (the "**Petition Date**") the Debtor filed its voluntary petition for relief under chapter 11 of the Bankruptcy Code commencing the above-captioned case (the "**Chapter 11 Case**"). The Debtor continues to manage and operate its business as debtor-in-possession pursuant to Bankruptcy Code §§ 1107 and 1108. An official committee of unsecured creditors has yet to be appointed in this Chapter 11 Case. Further, no trustee or examiner has been requested or appointed.

7. A detailed description of the Debtor and its business, the facts and circumstances leading up to the filing of the Debtor's Chapter 11 Case, and the facts supporting this Application are set forth in greater detail in the Gladstone Declaration and the Reddam Declaration.

B. Allen Matkins' Qualifications, Services, Compensation, and Disinterestedness

1. Qualifications

8. Allen Matkins is a full-service law firm with a multi-office bankruptcy, receiverships, and creditors' rights practice in five office locations throughout California, including San Diego, Orange County, Century City, Los Angeles, and San Francisco. The Debtor has selected Allen Matkins as its special conflicts counsel because of Allen Matkins attorneys' extensive experience and knowledge in prosecuting large fraudulent transfer claims and other complex avoidance actions in bankruptcy and receivership matters.

9. Attorneys at Allen Matkins have served as counsel to debtors, trustees, creditors' committees, creditors, and various other parties in interest in numerous bankruptcy proceedings in multiple jurisdictions across the country.

10. Edward G. Fates, the partner leading Allen Matkins' representation of the Debtor in this Chapter 11 Case, has extensive experience representing clients in

bankruptcy and insolvency matters, including fraudulent transfer litigation and avoidance actions. A true and correct copy of Mr. Fates' professional biography is attached hereto as **Exhibit B**.

11. Accordingly, Allen Matkins has the necessary capabilities and expertise to serve as special conflicts counsel for the Debtor and effectively handle the avoidance claims that may arise in this Chapter 11 Case. Based on the foregoing, the Debtor believes that Allen Matkins is both well qualified and able to represent it in a timely and efficient manner.

2. Services

12. The Debtor requests approval of the employment and retention of Allen Matkins to render services as special conflicts counsel in this Chapter 11 Case, including but not limited to:

- analyzing potential avoidance claims against J. Paul Reddam, the Debtor's former principal, and entities affiliated with or related to him;
- developing avoidance claims and related causes of action against J. Paul Reddam and entities affiliated with or related to him;
- prosecuting avoidance claims and related causes of action against J. Paul Reddam and entities affiliated with or related to him;
- appearing before this Court and any appellate courts in connection with the foregoing matters; and
- performing other necessary legal services and providing all other necessary legal advice to the Debtor in connection with the foregoing matters.

13. It is necessary for the Debtor to employ attorneys to render the foregoing professional services. Allen Matkins has expressed its desire and willingness to act in this case and to render the necessary professional services as special conflicts counsel for the Debtor.

3. Compensation

14. The Debtor, subject to the provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any procedures or orders of the Court applicable to this chapter 11 case, proposes to compensate Allen Matkins at its regular hourly rates for legal and non-legal personnel, and to reimburse Allen Matkins for all reasonable and necessary expenses pursuant to the provisions of sections 330 and 331 of the Bankruptcy Code.

15. As set forth in the engagement agreement between the Debtor and Allen Matkins, attached hereto as **Exhibit C** (the "**Allen Matkins Engagement Agreement**"), Allen Matkins has agreed to provide a 15% discount on the standard hourly rate of Edward G. Fates and a 10% discount on the standard hourly rates of all other attorneys for this engagement. Allen Matkins anticipates using associate attorney Andrew Mina to assist on this matter.

16. The discounted hourly billing rates to be charged by Allen Matkins for services to be rendered to the Debtor in this chapter 11 case are as follows:

Edward G. Fates, Partner	$896.75
Andrew Mina, Associate	$715.50

17. The hourly billing rates are set at a level designed to compensate Allen Matkins fairly for the work of its attorneys and professionals and to cover fixed and routine expenses. The hourly billing rates vary with the experience and seniority of the individuals assigned.

18. The Debtor understands that Allen Matkins is customarily reimbursed for all expenses incurred in connection with the representation of a client in a given matter, including, but not limited to, filing fees, charges for transcripts, depositions, and messenger fees. Allen Matkins will maintain detailed records of actual and necessary costs and expenses incurred in connection with the services provided to the Debtor.

19. The hourly billing rates may change from time to time in accordance with Allen Matkins' established billing practices and procedures to reflect economic and other conditions, and generally adjust in July of each year. Allen Matkins will provide notice of any rate increases to the Debtor and the United States Trustee for the Southern District of California.

20. Allen Matkins does not hold a prepetition claim against the Debtor.

4. Disinterestedness

21. To the best of the Debtor's knowledge, and as detailed in the Fates Declaration, (i) Allen Matkins is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, (ii) Allen Matkins does not hold or represent an interest adverse to the Debtor's estate with respect to matters on which Allen Matkins is employed, and (iii) Allen Matkins has no connection to the Debtor, its creditors, any other party-in-interest (including their respective attorneys and accountants), the United States Trustee, or any person employed in the United States trustee's office, except as disclosed in the Fates Declaration.[1] The Debtor has been informed that Allen Matkins will conduct an ongoing review of its files to ensure that no disqualifying circumstances arise.

22. If any new relevant facts or relationships are discovered, Allen Matkins will supplement its disclosure to the Court accordingly.

III. BASIS FOR RELIEF REQUESTED

23. Pursuant to Section 327(a) of the Bankruptcy Code, a debtor-in-possession may employ professional persons that do not hold or represent an interest adverse to the estate, and that are disinterested persons. 11 U.S.C. § 327(a).

24. 25. The Debtor submits that, for all the reasons stated above and in the Fates Declaration, the employment and retention of Allen Matkins as special conflicts counsel to the Debtor is warranted under section 327(a) of the Bankruptcy

[1] Allen Matkins represents Leslie Gladstone, solely in her capacity as receiver, in a case pending in San Diego Superior Court (Case No. 37-2022-00031593-CU-BC-CTL) that has no connection to any of the parties in interest in this case.

Code. The Debtor seeks to engage Allen Matkins as its special conflicts counsel to analyze, develop, and prosecute avoidance claims against J. Paul Reddam and entities affiliated with or related to him, and Allen Matkins has indicated its willingness to render necessary professional services as special conflicts counsel. Further, except as disclosed in the Fates Declaration, Allen Matkins does not represent any other entity in connection with this chapter 11 case other than the Debtor, is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code, and does not represent or hold any interest adverse to the interests of the Debtor's estate with respect to the matters for which it is to be employed.

IV. NOTICE

26. Notice of this Application has been provided to: (i) the Office of the United States Trustee; (ii) the Debtor's secured creditors (there are none); (iii) any party whose interests are directly affected by this specific pleading; (iv) those persons who have formally appeared and requested notice and service in these proceedings pursuant to Bankruptcy Rules 2002 and 3017; (v) counsel for the proposed DIP Lender; (vi) the list of 20 largest unsecured creditors of the Debtor; and (vii) all governmental agencies having a regulatory or statutory interest in these cases. No other further notice need be provided.

V. NO PREVIOUS REQUEST

27. No previous request for the relief sought herein has been made by the Debtor to this or any other court.

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/ / /

VI. CONCLUSION

WHEREFORE, the Debtor respectfully requests that the Court enter the proposed order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and such other relief as the Court deems appropriate under the circumstances.

Dated: October 14, 2026

By: */s/ Leslie Gladstone*
Leslie Gladstone
Chief Restructuring Officer

EXHIBIT A

CSD 1001A [07/01/18]
Name, Address, Telephone No. & I.D. No.

EDWARD G. FATES (BAR NO. 227809)
ANDREW E. MINA (BAR NO. 323044)
ALLEN MATKINS LECK GAMBLE MALLORY & NATSIS LLP
600 West Broadway, 27th Floor
San Diego, CA 92101
Phone: (619) 233-1155 / Fax: (619) 233-1158
Email: tfates@allenmatkins.com / amina@allenmatkins.com

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF CALIFORNIA
325 West F Street, San Diego, California 92101-6991

In Re CashCall, Inc. Debtor.	BANKRUPTCY NO. 26-03102-JBM11 Date of Hearing: Time of Hearing: Name of Judge: Hon. Barrett Marum

ORDER ON

APPLICATION FOR ENTRY OF AN ORDER (I) AUTHORIZING RETENTION AND EMPLOYMENT OF ALLEN MATKINS LECK GAMBLE MALLORY & NATSIS LLP AS SPECIAL CONFLICTS COUNSEL TO THE DEBTOR; AND (II) GRANTING RELATED RELIEF

The court orders as set forth on the continuation pages attached and numbered 2 through 2 with exhibits, if any,

for a total of 2 pages. Motion/Application Docket Entry No. _____.

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DATED:

Judge, United States Bankruptcy Court
Southern District of California

The Court, having considered CashCall Inc.'s Application for Entry of an Order (I) Authorizing and Approving the Appointment of Allen Matkins Leck Gamble Mallory & Natsis LLP as Special Conflicts Counsel to the Debtor; and (II) Granting Related Relief (the "Application") [Dkt. _____], and good cause appearing,

IT IS HEREBY ORDERED that:

1. The Application is GRANTED as set forth herein.
2. The Debtor is authorized to employ Allen Matkins as its special bankruptcy counsel in this Chapter 11 Case at the expense of the Debtor's estate on the terms set forth in the Application, effective as of the Petition Date.
3. No fees or costs will be paid to Allen Matkins without prior authorization from the Court.
4. The terms and conditions of this Order shall be immediately effective upon entry of this Order.
5. The Debtor is authorized and directed to take all actions necessary to implement the relief granted in this Order.
6. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this Order.

EXHIBIT B



EDWARD G. FATES

PARTNER | SAN DIEGO

T (619) 235-1527
E tfates@allenmatkins.com

EDUCATION

University of San Diego School of Law (J.D., magna cum laude)
Emory University (B.A.)

SERVICES

Restructuring, Insolvency & Bankruptcy
Commercial Finance
Receiverships, Lenders & Special Creditor Remedies

INDUSTRIES

Financial Services

When it comes to complex matters of receivership, creditors' rights, and bankruptcy, Ted's clients—creditors, receivers, and trustees—rely on his depth of experience, ability to efficiently solve difficult problems, and responsiveness to their needs.

CREDITORS' RIGHTS

In a wide variety of cases, Ted is a trusted strategic advisor. He frequently represents real property owners and landlords in tenant and guarantor bankruptcies involving leases and other real property disputes, including assumptions and assignments of commercial real property leases to the buyers of debtors' assets. His work extends to loan defaults and restructures and other commercial litigation related to bankruptcies and receiverships, such as fraudulent transfers, mortgage foreclosures, and outstanding business loans. Ted possesses a deep understanding of the markets, the courts, and the range of obstacles that arise in bankruptcy and receivership matters.

FEDERAL EQUITY RECEIVERSHIPS

Ted has extensive experience in handling all aspects of equity receiverships initiated by federal regulatory agencies and pursuing litigation against professionals, financial institutions, and recipients of profits from fraudulent schemes. His clients include equity receivers appointed for various securities trading and investment firms, real estate and healthcare industry lenders, internet-based investment programs, and Ponzi schemes. Collectively, these entities raised more than $2.5 billion from their participants. His clients also include

state court receivers appointed to manage or sell real estate and other business assets.

In equity receiverships, Ted's work often involves selling unique and complex assets—from movie rights, intellectual property, and luxury real estate, yachts, and cars to non-traditional manufacturing facilities and business operations. Along with the Allen Matkins transactional team, he handles negotiations, documents deals, and obtains court approval of such transactions and advises on related contracts and insurance coverage.

Where equity receiverships involve victims of fraud, Ted has handled cases involving tens of thousands of claims, establishing an orderly, efficient process for validating claims and resolving claim disputes, as well as obtaining court approval of distribution plans tailored to the unique equities of the case.

CLERKSHIPS

- Honorable John E. Ryan (Ret.), U.S. Bankruptcy Court
- Central District of California and Ninth Circuit Bankruptcy Appellate Panel

MEMBERSHIPS

- Federal Bar Association, San Diego Chapter, Past President (2010)
- National Association of Federal Equity Receivers
- California Receivers Forum
- San Diego Bankruptcy Forum
- San Diego County Bar Association

BAR ADMISSIONS

- California Bar

COURT ADMISSIONS

- U.S. Court of Appeals for the Ninth Circuit
- U.S. District Court, Central District of California
- U.S. District Court, Eastern District of California
- U.S. District Court, Northern District of California
- U.S. District Court, Southern District of California
- U.S. Supreme Court

MATTERS

- ***SEC* v. *Medical Capital Holdings, Inc., et al.*** Representation of equity receiver in SEC action arising out of accounts receivable factoring business that raised approximately $1.7 billion from investors.

- **In re NexPrise, Inc.** Representation of lender in connection with section 363 sale of bankruptcy debtor's assets and dispute over amount and priority of lender's claim.
- ***CFPB, et al.* v. *Pension Funding, LLC et al.*** Representation of equity receiver in CFPB action involving loans made to pensioners with funds raised from investors.
- **In re AFM Fine Restaurants, Inc.** Representation of shopping center in connection with debtor's rejection of lease, failure to vacate premises, and abandonment of personal property, including pursuit of claims against assignor of lease to debtor.
- ***SEC* v. *Lincoln Funds International, Inc., et al.*** Representation of equity receiver in SEC action arising out of biotech-oriented hedge fund that raised approximately $25 million from investors.
- ***FTC* v. *Dayton Family Productions, et al.*** Representation of equity receiver in FTC action involving fraudulent mail order scheme and related contempt proceedings.
- **In re Blockbuster, Inc.** Representation of landlord in connection with bankruptcy debtor's assumption and assignment of commercial real property lease to buyer of debtor's assets.
- ***SEC* v. *12 Daily Pro, et al.*** Representation of equity receiver in SEC action arising out of Internet-based investment scheme that raised approximately $550 million from investors located throughout the world.
- ***U.S. Bank* v. *Ralph Burni, et al.*** Representation of rents and profits receiver in connection with management and sale of shopping center property.
- ***SEC* v. *Learn Waterhouse, Inc., et al.*** Representation of equity receiver in SEC action arising out of investment scheme that raised approximately $90 million from investors.

EXHIBIT C

Allen Matkins

Allen Matkins Leck Gamble Mallory & Natsis LLP
Attorneys at Law
One America Plaza
600 West Broadway, 27th Floor | San Diego, CA 92101-0903
Telephone: 619.233.1155 | Facsimile: 619.233.1158
www.allenmatkins.com

Edward G. Fates
E-mail: tfates@allenmatkins.com
Direct Dial: 619.235.1527 File Number: 4899-7957-1916.1/119600.01665

Via Email

September 1, 2026

CashCall, Inc.
5656 La Jolla Boulevard
La Jolla, CA 92037

Attn: Craig Jalbert
Email: cjalbert@vlpc.com

Re: Legal Services Engagement
In re CashCall, Inc.
United States Bankruptcy Court, Southern District of California
Case No. 26-03102-JBM11

Dear Mr. Jalbert:

Thank you for engaging Allen Matkins, subject to Bankruptcy Court approval, to represent CashCall, Inc. as special conflicts counsel in connection with its Chapter 11 bankruptcy case in the United State Bankruptcy Court, Southern District of California, Case No. 26-03102-JBM11. As we've discussed, our engagement will focus on analyzing, developing and prosecuting avoidance claims against CashCall's former principal, J. Paul Reddam, and entities affiliated with or related to him.

1. Allen Matkins' Qualifications

As you know, Allen Matkins is well qualified to represent and advise CashCall in connection with this matter. Allen Matkins has a multi-office bankruptcy, receiverships, and creditors' rights practice, in five office locations throughout California, including San Diego, Orange County, Century City, Los Angeles and San Francisco. Allen Matkins attorneys, including myself, regularly prosecute large fraudulent transfer claims and other complex avoidance actions in bankruptcy and receivership matters.

The Allen Matkins website may be viewed at www.allenmatkins.com; the website summarizes the firm's practice specialties and contains biographies of all its attorneys.

2. Attorneys' Fees and Costs

Our fees and costs incurred in this matter will be paid out of the bankruptcy estate, and will be subject to Bankruptcy Court approval for payment, after application. Our fees will be based on our hourly time charges. The time charges will be for all time actually expended, less any discounts or write-offs applied to those charges.

I will serve as the primary partner on the matter, In order to reduce attorneys' fees and costs, we also anticipate using one or more associates, depending on the volume of work and complexity of legal tasks. Attorney Andrew Mina will provide associate-level support.

As we have discussed, as an accommodation to the CashCall bankruptcy estate, we will discount my standard billing rate by 15% and all other attorneys by 10% for this engagement. Discounted hourly billing rates are anticipated to be as follows:

- Ted Fates $896.75
- Andrew Mina $715.50

Depending on the volume of work involved and the nature of services needed, we may use other attorneys. If unusual or special expertise is required, we will call on experienced lawyers from other specialty departments.

You understand that it is impossible to determine in advance the amount of fees and costs needed to complete this matter. In addition to charges for legal services, and subject to Bankruptcy Court approval, the bankruptcy estate will also be responsible for reimbursing Allen Matkins for costs and expenses incurred, such as filing fees, charges for transcripts, depositions, messenger fees, and the like. These items are charged at our standard rates in effect at the time the expense is incurred. In certain cases, we will ask you to pay these expenses directly from the receivership estate.

Whenever appropriate and consistent with the proper representation of our clients, we use paralegals, investigators, junior attorneys and staff members in order to minimize the impact of the hourly rates of more senior attorneys. We believe the utilization of junior attorneys, paralegals or staff members, in consultation with and under supervision of more experienced attorneys in the firm as appropriate, enables us to maintain economically and efficiently the high quality of our legal representation, while permitting us both to avoid sacrificing the quality of our work for lower fees and to avoid assigning senior attorneys to tasks which can be performed proficiently by junior attorneys, paralegals or staff members.

3. Conflicts of Interest

We cannot, without appropriate consents, represent any party if there is a conflict of interest with any of our other clients. In order to avoid conflicts of interest among our clients, we maintain an index of relevant names. In connection with this matter, we have searched our index for the following names:

Client and Related Parties / Professionals

- CashCall, Inc.
- Craig Jalbert
- Verdolino & Lowey, PC
- Dundon Advisors, LLC
- Leslie Gladstone
- Financial Law Group
- Kurtzman Carson Consultants, LLC dba Verita

Adverse Parties

- J. Paul Reddam
- Absolutely Zero Corp.
- Marshack Hays & Wood LLP

Interested Parties

- Aaron E. de Leest
- Arthur D. Levy
- Law Office of Arthur D. Levy
- Batavia Glen Phase 1, LP
- Black Knight Technologies LLC
- California Department of Tax
- California Franchise Tax Board
- Christina Coll
- Ropes & Gray LLP
- Consumer Financial Protection Bureau
- Damon Connolly
- Damon Connolly Law Offices
- De la Torre et al
- The Gould Law Firm
- Experian
- Hartford Accident Company
- Hartford Casualty Insurance
- Hartford Fire Insurance
- Idaho State Tax Commission
- Illinois Department of Revenue
- Indiana Department of Revenue
- The Sturdevant Law Firm

- Rukin Hyland & Riggin LLP
- Leanne Hartmann
- Oregon Department of Justice
- Matthew Grimshaw
- Mississippi Department of Rev.
- Missouri Department of Revenue
- New Mexico Taxation and Rev.
- North Carolina Dep. of Rev.
- Ohio Department of Taxation
- Owen Martikan
- Ralis Services
- Relix Inc. DBA LexisNexis
- Skadden LLP
- South Carolina Dep. of Rev.
- Steven M. Tindall
- Gibbs Law Group LLP
- Texas Comptroller
- Trans Union LLC
- Trumbull Insurance Company
- Utah State Tax Commission
- Internal Revenue Service

We have not discovered any conflict which requires further action before undertaking our representation. Please advise us, at or before the time you return the signed copy of this letter, if you know of any other individuals or entities which may be involved in this matter. In addition, please inform us at once if you learn in the future of other persons or entities who may be involved so we can make a conflict of interest search with respect to them.

4. No Guarantees

During the course of our representation, we will endeavor to keep you fully advised as to the status and progress of this matter, including our view of your rights and potential liabilities or exposure, and our recommendations as to an appropriate course of action in view of the facts, circumstances and issues involved. Upon your request, we will also endeavor to provide you with an estimate of the future costs and fees you should anticipate incurring through the various stages of this matter. An estimate is not a fixed fee and does not constitute a commitment by Allen Matkins to perform our professional services for that amount. You will be responsible for the actual fees and costs incurred on the basis described in this Agreement.

We will send copies of all material documents generated in connection with our representation, and I ask that you call me at any time should you wish to discuss the matter, our

invoices or bills, or any other aspect of this representation. If for some reason I am unavailable, another attorney in this office will generally be available and familiar with the matter sufficiently to consult with you as desired.

We must emphasize that our firm has not made and cannot make any representations or guarantees regarding the successful outcome of any representation, involving litigation or otherwise, or the actual amount of any fees or costs you will incur. For example, costs, expenses and results are often controlled by external factors beyond our control.

5. Client Representation by Allen Matkins

For purposes of this engagement, Allen Matkins is only representing CashCall, Inc. We are not representing any of its affiliates, subsidiaries, parent companies, joint ventures, officers, directors, partners, principals, investors, or employees, unless otherwise agreed to by Allen Matkins in writing. Accordingly, Allen Matkins may be adverse to these related parties or their legal interests, unless precluded by reason of the Rules of Professional Conduct.

6. Consent to Electronic Communications

We will use state-of-the-art communications devices and networks to the fullest extent possible (*e.g.*, email, document transfer by computer, cellular telephones, cloud services, etc.). We will use all reasonable efforts to prevent any unauthorized disclosure of privileged or confidential information. You acknowledge your consent to the use of these devices and networks.

7. Confirmation of Agreement

Please confirm your agreement, subject to Bankruptcy Court approval, by signing and returning this letter to us. We appreciate the opportunity to work with you.

Very truly yours,

Edward G. Fates

egf

APPROVED, ACCEPTED AND AGREED TO
this 9th day of September, 2026.

CASHCALL, INC.

Name: Craig Jalbert
Title: Independent Director

EDWARD G. FATES (BAR NO. 227809)
E-Mail: tfates@allenmatkins.com
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Fax: (949) 553-8354

Proposed Special Counsel to the Debtor and Debtor-in-Possession

UNITED STATES BANKRUPTCY COURT

FOR THE SOUTHERN DISTRICT OF CALIFORNIA

In re Cashcall, Inc., Debtor	Case No. 26-03102-JBM11 Chapter 11 **AMENDED APPLICATION FOR ENTRY OF AN ORDER (I) AUTHORIZING RETENTION AND EMPLOYMENT OF ALLEN MATKINS LECK GAMBLE MALLORY & NATSIS LLP AS SPECIAL CONFLICTS COUNSEL TO THE DEBTOR; AND (II) GRANTING RELATED RELIEF** [Filed Concurrently with the Declaration of Edward Fates] Judge: Hon. Barrett Marum Courtroom: 118

TO THE HONORABLE J. BARRETT MARUM, UNITED STATES BANKRUPTCY JUDGE, THE OFFICE OF THE UNITED STATES TRUSTEE, ALL CREDITORS, PARTIES IN INTEREST, AND PARTIES REQUESTING SPECIAL NOTICE:

1. CashCall, Inc. (the "Debtor"), as debtor and debtor-in-possession in the above-captioned bankruptcy case, hereby files this *Application for Entry of an Order (I) Authorizing and Approving the Appointment of Allen Matkins Leck Gamble Mallory & Natsis LLP as Special Conflicts Counsel to the Debtor; and (II) Granting Related Relief*.

2. By this Application, the Debtor seeks entry of an Order substantially in the form attached hereto as **Exhibit A**, authorizing it to retain Allen Matkins Leck Gamble Mallory & Natsis LLP ("**Allen Matkins**") as its special conflicts counsel in this matter, and granting any other relief as the Court deems appropriate.

3. In support of the Application, the Debtor relies on the *Declaration of Leslie Gladstone in Support of the Debtor's Chapter 11 Petition and First Day Pleadings* (the "**Gladstone Declaration**," ECF No. 4), *Declaration of J. Paul Reddam in Support of the Debtor's Chapter 11 Petition and First Day Pleadings* (the "**Reddam Declaration**," ECF No. 3), the concurrently filed Declaration of Edward G. Fates (the "**Fates Declaration**"), and states as follows:

I. JURISDICTION AND VENUE

4. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

5. The statutory bases for the relief requested in the Application are 11 U.S.C. §§ 327~~(a) and 328~~(a), Rule 2014 of the Federal Rules of Bankruptcy Procedure, and the Southern District of California Local Bankruptcy Rule 2014-1.

II. BACKGROUND

A. General Background

6. On July 20, 2026 (the "**Petition Date**") the Debtor filed its voluntary petition for relief under chapter 11 of the Bankruptcy Code commencing the above-captioned case (the "**Chapter 11 Case**"). The Debtor continues to manage and operate its business as debtor-in-possession pursuant to Bankruptcy Code §§ 1107 and 1108. An official committee of unsecured creditors has yet to be appointed in this Chapter 11 Case. Further, no trustee or examiner has been requested or appointed.

7. A detailed description of the Debtor and its business, the facts and circumstances leading up to the filing of the Debtor's Chapter 11 Case, and the facts supporting this Application are set forth in greater detail in the Gladstone Declaration and the Reddam Declaration.

B. Allen Matkins' Qualifications, Services, Compensation, and Disinterestedness

1. Qualifications

8. Allen Matkins is a full-service law firm with a multi-office bankruptcy, receiverships, and creditors' rights practice in five office locations throughout California, including San Diego, Orange County, Century City, Los Angeles, and San Francisco. The Debtor has selected Allen Matkins as its special conflicts counsel because of Allen Matkins attorneys' extensive experience and knowledge in prosecuting large fraudulent transfer claims and other complex avoidance actions in bankruptcy and receivership matters.

9. Attorneys at Allen Matkins have served as counsel to debtors, trustees, creditors' committees, creditors, and various other parties in interest in numerous bankruptcy proceedings in multiple jurisdictions across the country.

10. Edward G. Fates, the partner leading Allen Matkins' representation of the Debtor in this Chapter 11 Case, has extensive experience representing clients in

bankruptcy and insolvency matters, including fraudulent transfer litigation and avoidance actions. A true and correct copy of Mr. Fates' professional biography is attached hereto as **Exhibit B**.

11. Accordingly, Allen Matkins has the necessary capabilities and expertise to serve as special conflicts counsel for the Debtor and effectively handle the avoidance claims that may arise in this Chapter 11 Case. Based on the foregoing, the Debtor believes that Allen Matkins is both well qualified and able to represent it in a timely and efficient manner.

2. Services

12. The Debtor requests approval of the employment and retention of Allen Matkins to render services as special conflicts counsel in this Chapter 11 Case, including but not limited to:

- analyzing potential avoidance claims against J. Paul Reddam, the Debtor's former principal, and entities affiliated with or related to him;
- developing avoidance claims and related causes of action against J. Paul Reddam and entities affiliated with or related to him;
- prosecuting avoidance claims and related causes of action against J. Paul Reddam and entities affiliated with or related to him;
- appearing before this Court and any appellate courts in connection with the foregoing matters; and
- performing other necessary legal services and providing all other necessary legal advice to the Debtor in connection with the foregoing matters.

13. It is necessary for the Debtor to employ attorneys to render the foregoing professional services. Allen Matkins has expressed its desire and willingness to act in this case and to render the necessary professional services as special conflicts counsel for the Debtor.

3. Compensation

14. The Debtor, subject to the provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any procedures or orders of the Court applicable to this chapter 11 case, proposes to compensate Allen Matkins at its regular hourly rates for legal and non-legal personnel, and to reimburse Allen Matkins for all reasonable and necessary expenses pursuant to the provisions of sections 330 and 331 of the Bankruptcy Code.

15. As set forth in the engagement agreement between the Debtor and Allen Matkins, attached hereto as **Exhibit C** (the "**Allen Matkins Engagement Agreement**"), Allen Matkins has agreed to provide a 15% discount on the standard hourly rate of Edward G. Fates and a 10% discount on the standard hourly rates of all other attorneys for this engagement. Allen Matkins anticipates using associate attorney Andrew Mina to assist on this matter.

16. The discounted hourly billing rates to be charged by Allen Matkins for services to be rendered to the Debtor in this chapter 11 case are as follows:

Edward G. Fates, Partner	$896.75
Andrew Mina, Associate	$715.50

17. The hourly billing rates are set at a level designed to compensate Allen Matkins fairly for the work of its attorneys and professionals and to cover fixed and routine expenses. The hourly billing rates vary with the experience and seniority of the individuals assigned.

18. The Debtor understands that Allen Matkins is customarily reimbursed for all expenses incurred in connection with the representation of a client in a given matter, including, but not limited to, filing fees, charges for transcripts, depositions, and messenger fees. Allen Matkins will maintain detailed records of actual and necessary costs and expenses incurred in connection with the services provided to the Debtor.

19. The hourly billing rates may change from time to time in accordance

with Allen Matkins' established billing practices and procedures to reflect economic and other conditions, and generally adjust in July of each year. Allen Matkins will provide notice of any rate increases to the Debtor and the United States Trustee for the Southern District of California.

20. Allen Matkins does not hold a prepetition claim against the Debtor.

4. Disinterestedness

21. To the best of the Debtor's knowledge, and as detailed in the Fates Declaration, (i) Allen Matkins is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, (ii) Allen Matkins does not hold or represent an interest adverse to the Debtor's estate with respect to matters on which Allen Matkins is employed, and (iii) Allen Matkins has no connection to the Debtor, its creditors, ~~or~~ any other party-in-interest (including their respective attorneys and accountants), the United States Trustee, or any person employed in the United States trustee's office, except as disclosed in the Fates Declaration.[1] The Debtor has been informed that Allen Matkins will conduct an ongoing review of its files to ensure that no disqualifying circumstances arise.

22. If any new relevant facts or relationships are discovered, Allen Matkins will supplement its disclosure to the Court accordingly.

III. BASIS FOR RELIEF REQUESTED

23. Pursuant to Section 327(a) of the Bankruptcy Code, a debtor-in-possession may employ professional persons that do not hold or represent an interest adverse to the estate, and that are disinterested persons. 11 U.S.C. § 327(a).

24. ~~Section 328(a) authorizes a debtor, with the Court's approval, to employ "a professional person under section 327 . . . of this title . . . on any reasonable terms and conditions of employment, including on a retainer, on an hourly basis, on a fixed or percentage fee basis, or on a contingent fee basis." 11~~

[1] Allen Matkins represents Leslie Gladstone, solely in her capacity as receiver, in a case pending in San Diego Superior Court (Case No. 37-2022-00031593-CU-BC-CTL) that has no connection to any of the parties in interest in this case.

~~U.S.C. § 328(a).~~

25. The Debtor submits that, for all the reasons stated above and in the Fates Declaration, the employment and retention of Allen Matkins as special conflicts counsel to the Debtor is warranted under section~~s~~ 327~~(a) and 328~~(a) of the Bankruptcy Code. The Debtor seeks to engage Allen Matkins as its special conflicts counsel to analyze, develop, and prosecute avoidance claims against J. Paul Reddam and entities affiliated with or related to him, and Allen Matkins has indicated its willingness to render necessary professional services as special conflicts counsel. Further, except as disclosed in the Fates Declaration, Allen Matkins does not represent any other entity in connection with this chapter 11 case other than the Debtor, is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code, and does not represent or hold any interest adverse to the interests of the Debtor's estate with respect to the matters for which it is to be employed.

IV. NOTICE

26. Notice of this Application has been provided to: (i) the Office of the United States Trustee; (ii) the Debtor's secured creditors (there are none); (iii) any party whose interests are directly affected by this specific pleading; (iv) those persons who have formally appeared and requested notice and service in these proceedings pursuant to Bankruptcy Rules 2002 and 3017; (v) counsel for the proposed DIP Lender; (vi) the list of 20 largest unsecured creditors of the Debtor; and (vii) all governmental agencies having a regulatory or statutory interest in these cases. No other further notice need be provided.

V. NO PREVIOUS REQUEST

27. No previous request for the relief sought herein has been made by the Debtor to this or any other court.

VI. CONCLUSION

WHEREFORE, the Debtor respectfully requests that the Court enter the proposed order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and such other relief as the Court deems appropriate under the circumstances.

Dated: October 14, 2026~~October 12, 2026~~

By: */s/*
Leslie Gladstone
Chief Restructuring Officer