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EDWARD J. EMMONS, CLERK
U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA

Docket #0271 Date Filed: 3/6/2026

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The following constitutes the order of the Court.
Signed: March 6, 2026

Charles Novack
U.S. Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT

NORTHERN DISTRICT OF CALIFORNIA

SANTA ROSA DIVISION

In re LEFEVER MATTSON, a California corporation, *et al.*,[1] Debtor.	Lead Case No.: 24-10545 (CN) (Jointly Administered) Chapter 11 **ORDER SUBSTANTIVELY CONSOLIDATING DEBTORS AND KSMP INVESTMENT ENTITIES AND GRANTING RELATED RELIEF** **Hearing Held:** **Date**: March 4, 2026 **Time**: 1:00 p.m. (Pacific time) **Place**: United States Bankruptcy Court 1300 Clay Street, Courtroom 215 Oakland, CA 94612 **Judge**: Honorable Charles Novack
In re KS MATTSON PARTNERS, LP, Debtor.	

The *Amended Motion of the Official Committee of Unsecured Creditors for Substantive Consolidation of the Debtors and KSMP Investment Entities and for Related Relief* (the "Motion")

[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 95621. 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.

[Docket No. 2943] came on for hearing on March 4, 2026 (the "Hearing").[2] Appearances were made as noted in the record of these proceedings. The Court having found that notice of the Motion was properly given in the circumstances; the Court having considered (i) the Motion; (ii) the memorandum filed in connection with the Motion; (iii) the declarations of Kristin D. Rivera [Docket No. 3754], Steven W. Golden [Docket No. 3756], Mark L. Bennett [Docket No. 3757], Robbin L. Itkin [Docket No. 3758], and Thomas P. Jeremiassen [Docket No. 3759]; (iv) the Expert Report of Kristin Rivera [Docket No. 3753]; (v) the evidence presented; (vi) the representations and arguments of counsel at the Hearing; and (vii) the record in the above-captioned chapter 11 cases; and the Court having determined that good cause exists to exercise its equitable powers pursuant to 11 U.S.C. § 105(a) to substantively consolidate the Debtors and KSMP Investment Entities, which are listed on Exhibit A hereto (collectively, the "Consolidated Entities" and each a "Consolidated Entity"), for the reasons stated on the record at the Hearing, the Court finds and concludes as follows:

A. The evidence indicates Mr. Mattson exercised centralized control and decision making across LFM, KSMP, and affiliated entities (including the LFM Debtors and the KSMP Investment Entities)

B. The Debtors suffered, to various degrees, from incomplete or insufficient corporate record keeping. There was a disregard of corporate formalities and business controls with respect to the Debtors and the KSMP Investment Entities, including, but not limited to, a lack of evidence of meeting minutes, written consents, appraisals, use of escrow accounts, and the segregation of trust accounts from general purpose accounts.

C. Investors in and with LFM and KSMP overlapped.

D. Investors expressed substantial and, under the circumstances, justifiable confusion about, among other things, the Entity or Entities in or with which they were invested and the relationship between KSMP and the LFM Debtors.

E. Significant intercompany and inter-property transfers occurred among the majority of Debtors.

[2] A capitalized term used but not defined herein shall have the meaning ascribed to it in the Motion.

F. Assets and liabilities of the Debtors and KSMP Investment Entities were commingled.

G. Disentangling the assets, liabilities, and operations of the Debtors and KSMP Investment Entities would be complex, costly, and (if even possible to complete) of uncertain reliability.

H. A decision not to substantively consolidate the Debtors and KSMP Investment Entities would both increase professional fees and delay distributions to Investors, many of whom are already in need of funds, thereby causing further harm to the Investor body as a whole

ACCORDINGLY, IT IS HEREBY ORDERED THAT:

1. The Motion is granted.

2. The Consolidated Entities and their estates are substantively consolidated for all purposes (including the purposes of distribution under a plan) into LeFever Mattson, a California corporation (the "Consolidated Debtor") effective as of September 12, 2024.

3. Upon the entry of this Order, the chapter 11 cases of each of the Debtors shall be jointly administered and consolidated under the chapter 11 case of the Consolidated Debtor, Case No. 24-10545 (CN) (the "Consolidated Case"). The caption of the Consolidated Case shall be as follows:

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SANTA ROSA DIVISION

In re LEFEVER MATTSON, Consolidated Debtor.	Case No. 24-10545 (CN) (Substantively Consolidated) Chapter 11

4. As a result of the substantive consolidation of the estates of the Consolidated Entities: (a) all property of the Consolidated Entities shall vest in, and constitute the property of, the Consolidated Debtor; (b) all guarantees of any Consolidated Entities of the payment, performance, or collection of obligations of another Consolidated Entities shall be eliminated and

cancelled; (c) all joint obligations of the Consolidated Entities and multiple claims against such entities on account of such joint obligations shall be treated and allowed as a single Claim against the Consolidated Debtor; (d) all intercompany claims between or among the Consolidated Entities are deemed cancelled; and (e) each claim filed or scheduled in the chapter 11 case of any Consolidated Entity shall be deemed filed against the Consolidated Debtor and a single obligation of the Consolidated Debtor. The substantive consolidation of the Debtors and the KSMP Investment Entities shall not impair or otherwise affect any party's defenses, claims, counterclaims, or other rights that may be asserted by such party in connection with any litigation commenced by the Debtors or the Plan Recovery Trustee (or any estate representative or other successor).

5. The Debtors shall implement the substantive consolidation of the Consolidated Entities into the Consolidated Debtor as soon as is reasonably practicable.

**** END OF ORDER ****

Exhibit A

Consolidated Entities

Debtor Name	Petition Date	Tax ID	Case No.
Apan Partners LLC	9/12/2024	N/A	24-10487
Autumn Wood I, LP	9/12/2024	20-0164208	24-10488
Bay Tree, LP	9/12/2024	82-1071378	24-10489
Beach Pine, LP	9/12/2024	83-2643272	24-10490
Bishop Pine, LP	9/12/2024	83-2643038	24-10491
Black Walnut, LP	9/12/2024	47-2451858	24-10492
Buck Avenue Apartments, LP	9/12/2024	54-2090323	24-10493
Buckeye Tree, LP	9/12/2024	88-2980108	24-10494
Bur Oak, LP	9/12/2024	87-4699497	24-10495
Butcher Road Partners, LLC	9/12/2024	45-5159521	24-10496
California Investment Properties	9/12/2024	30-0289474	24-10543
Cambria Pine, LP	9/12/2024	83-2644771	24-10497
Chestnut Oak, LP	9/12/2024	87-4702239	24-10498
Country Oaks I, LP	9/12/2024	26-0860694	24-10499
Divi Divi Tree, L.P.	9/12/2024	71-0926806	24-10500
Douglas Fir Investments, LP	9/12/2024	47-4674444	24-10501
Firetree I, LP	9/12/2024	82-3519393	24-10502
Firetree II, LP	9/12/2024	82-3519554	24-10503
Firetree III, LP	9/12/2024	82-3919655	24-10504
Foxtail Pine, LP	9/12/2024	83-2643197	24-10505
Ginko Tree, LP	9/12/2024	88-2960976	24-10506
Golden Tree, LP	9/12/2024	82-1060045	24-10507
Hagar Properties, LP	9/12/2024	04-3598044	24-10508
Heacock Park Apartments, LP	9/12/2024	46-3737509	24-10509
Home Tax Service of America, Inc.	9/12/2024	68-0262554	24-10544
KS Mattson Partners, LP	11/22/2024	94-3335060	24-10715
LeFever Mattson I, LLC	9/12/2024	47-4960075	24-10510
LeFever Mattson, a California corporation	9/12/2024	68-0197537	24-10545
Live Oak Investments, LP	9/12/2024	47-3786181	24-10511
Monterey Pine, LP	9/12/2024	83-2644824	24-10512
Napa Elm, LP	9/12/2024	54-2090332	24-10513
Nut Pine, LP	9/12/2024	83-2661795	24-10514
Perris Freeway Plaza, LP	N/A	33-0599839	N/A
Pinecone, LP	9/12/2024	84-2395880	24-10515
Pinewood Condominiums, LP	10/2/2024	54-2090329	24-10598
Ponderosa Pines, LP	10/2/2024	N/A	24-10599

Debtor Name	Petition Date	Tax ID	Case No.
Red Cedar Tree, LP	9/12/2024	88-3572519	24-10517
Red Mulberry Tree, LP	9/12/2024	88-3572594	24-10518
Red Oak Tree, LP	9/12/2024	92-1008382	24-10520
Red Oak, LP	9/12/2024	61-2022650	24-10519
Red Spruce Tree, LP	9/12/2024	92-0780568	24-10521
Redbud Tree, LP	9/12/2024	88-2961999	24-10516
River Birch, LP	9/12/2024	86-3020630	24-10522
River Tree Partners, LP	9/12/2024	81-3671554	24-10523
River View Shopping Center 1, LLC	9/12/2024	47-4186147	24-10524
River View Shopping Center 2, LLC	9/12/2024	47-4186476	24-10525
RT Capitol Mall, LP	9/12/2024	81-3775896	24-10526
RT Golden Hills, LP	9/12/2024	81-3708073	24-10527
Scotch Pine, LP	9/12/2024	86-3043628	24-10528
Sequoia Investment Properties, LP	9/12/2024	32-0136044	24-10529
Sienna Pointe, LLC	9/12/2024	47-4712579	24-10530
Specialty Properties Partners, LP	N/A	27-4691429	N/A
Spruce Pine, LP	9/12/2024	84-2396399	24-10532
Tradewinds Apartments, LP	9/12/2024	54-2090326	24-10533
Treehouse Investments, LP	N/A	81-2078920	N/A
Vaca Villa Apartments, LP	9/12/2024	54-2090327	24-10534
Valley Oak Investments, LP	9/12/2024	47-3383417	24-10535
Watertree I, LP	9/12/2024	82-3519819	24-10536
Willow Oak, LP	9/12/2024	87-4700495	24-10537
Windscape Apartments I, LP	9/12/2024	26-0860477	24-10538
Windscape Apartments II, LP	9/12/2024	26-0860509	24-10539
Windscape Apartments, LLC	8/6/2024	83-1597353	24-10417
Windscape Holdings, LLC	9/12/2024	83-1608759	24-10540
Windtree, LP	9/12/2024	82-4974654	24-10541
Yellow Poplar, LP	9/12/2024	86-3043392	24-10542

COURT SERVICE LIST

All ECF participants.