



Entered on Docket  
August 11, 2006

Hon. Linda B. Riegler  
United States Bankruptcy Judge

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Attorneys for Debtor and Debtor-In-Possession

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA

In re:  
USA COMMERCIAL MORTGAGE COMPANY,  
Debtor.

Case Nos. BK-S-06-10725 LBR  
Case Nos. BK-S-06-10726 LBR  
Case Nos. BK-S-06-10727 LBR  
Case Nos. BK-S-06-10728 LBR  
Case Nos. BK-S-06-10729 LBR

In re:  
USA CAPITAL REALTY ADVISORS, LLC,  
Debtor.

Chapter 11

In re:  
USA CAPITAL DIVERSIFIED TRUST DEED FUND,  
LLC,  
Debtor.

Jointly Administered Under  
Case No. BK-S-06-10725 LBR

In re:  
USA CAPITAL FIRST TRUST DEED FUND, LLC,  
Debtor.

**ORDER GRANTING:  
(1) APPLICATION BY DEBTOR AND  
DEBTOR-IN-POSSESSION FOR  
AUTHORIZATION TO RETAIN AND  
EMPLOY SCHWARTZER & MCPHERSON  
LAW FIRM AS COUNSEL UNDER  
GENERAL RETAINER;**

In re:  
USA SECURITIES, LLC,  
Debtor.

Affects:

- All Debtors
- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC
- USA Securities, LLC

**(2) DEBTOR'S APPLICATION TO EMPLOY AND RETAIN RAY QUINNEY & NEBEKER P.C. AS COUNSEL FOR ALL DEBTORS);**

**(3) DEBTORS' MOTION FOR ORDER AUTHORIZING (I) THE EMPLOYMENT AND RETENTION OF MESIROW FINANCIAL INTERIM MANAGEMENT, LLC AS CRISIS MANAGERS FOR THE DEBTORS, AND (II) THE DESIGNATION OF THOMAS J. ALLISON OF MESIROW FINANCIAL INTERIM MANAGEMENT, LLC AS CHIEF RESTRUCTURING OFFICER FOR THE DEBTORS AND THE EMPLOYMENT OF CERTAIN TEMPORARY EMPLOYEES**

Date: July 25, 2006

Time: 9:30 a.m.

The Debtor's Motion For Order Authorizing (I) the Employment and Retention of Mesirow Financial Interim Management, LLC as Crisis Managers for the Debtors, and (II) the Designation of Thomas J. Allison of Mesirow Financial Interim Management, LLC As Chief Restructuring Officer for the Debtors and the Employment of certain Temporary Employees (the "Mesirow Application", Docket No. 6), the Application By Debtor And Debtor-In-Possession For Authorization To Retain And Employ Schwartzer & McPherson Law Firm As Counsel Under General Retainer (the "S&M Application", Docket No. 21), and the Application To Employ Ray Quinney & Nebeker P.C. As Counsel For The Debtors (the "RQN Application", Docket No. 23), (collectively referred to as the "Employment Applications") having come on for hearing before this Court on July 25, 2006 pursuant to the Orders previously entered by the Court (Docket Nos. 26, 474 and 475) and the Stipulation and Order (Docket No. 890); the Debtors, USA Commercial Mortgage Company, USA Securities, LLC, USA Capital Realty Advisors, LLC, USA Capital Diversified Trust Deed Fund, and USA Capital First Trust Deed Fund (collectively referred to as "Debtors") appearing by and through their counsel, Annette W. Jarvis, Esq. of Ray Quinney & Nebeker P.C. and Lenard E. Schwartzer, Esq. of Schwartzer & McPherson Law Firm; other appearances having been made upon the record; the Court having considered the objections on

1 file and the oral objections having been made in Court; the Court having made its findings of fact  
2 and conclusions of law on the record and good cause appearing, it is

3 ORDERED that the Employment Applications are granted through October 2, 2006; and it  
4 is further

5 ORDERED that the Court will consider an extension of the Employment Applications on  
6 September 28, 2006 at 9:30 a.m.

7 Submitted by:

8 RAY QUINNEY & NEBEKER P.C. and  
9 SCHWARTZER & MCPHERSON LAW FIRM

10 By: /s/ LENARD E. SCHWARTZER  
11 Lenard E. Schwartzter, Esq.  
12 Jeanette E. McPherson, Esq.  
13 Attorneys for Debtor and Debtor-In-Possession

14 Approved/Disapproved by:  
15 LEWIS AND ROCA, LLP

16 By: \_\_\_\_\_  
17 SUSAN M. FREEMAN, ESQ.  
18 ROB CHARLES, ESQ.  
19 *Counsel for the Official Committee of  
Unsecured Creditors of USA Commercial  
Mortgage Company*

20 Approved/Disapproved by:  
21 ORRICK, HERRINGTON & SUTCLIFFE LLP  
22 and BECKLEY SINGLETON, CHTD.

24 By: \_\_\_\_\_  
25 MARC A. LEVINSON, ESQ.  
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27 BRETT A. AXELROD, ESQ.  
28 ANNE M. LORADITCH, ESQ.  
*Counsel for the Official Committee of Equity  
Security Holders of USA Capital Diversified  
Trust Deed Fund, LLC*

Approved / Disapproved by

SARA L. KISTLER  
ACTING U.S. TRUSTEE  
REGION 17

By: \_\_\_\_\_  
August B. Landis, Assistant U.S. Trustee

Approved/Disapproved by:  
GORDON & SILVER, LTD.

By: \_\_\_\_\_  
GERALD M. GORDON, ESQ.  
GREGORY E. GARMAN, ESQ.  
*Counsel for the Official Committee of  
Holders of Executory Contract Rights of  
USA Commercial Mortgage Company*

Approved/Disapproved by:  
STUTMAN TREISTER & GLATT, P.C. and  
SHEA & CARLYON, LTD.

By: /s/ CANDACE C. CARLYON  
FRANK A. MEROLA, ESQ.  
EVE KARASIK, ESQ.  
CHRISTINE PAJAK, ESQ.  
CANDACE C. CARLYON, ESQ.  
*Counsel for the Official Committee of  
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First Trust Deed Fund LLC*

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