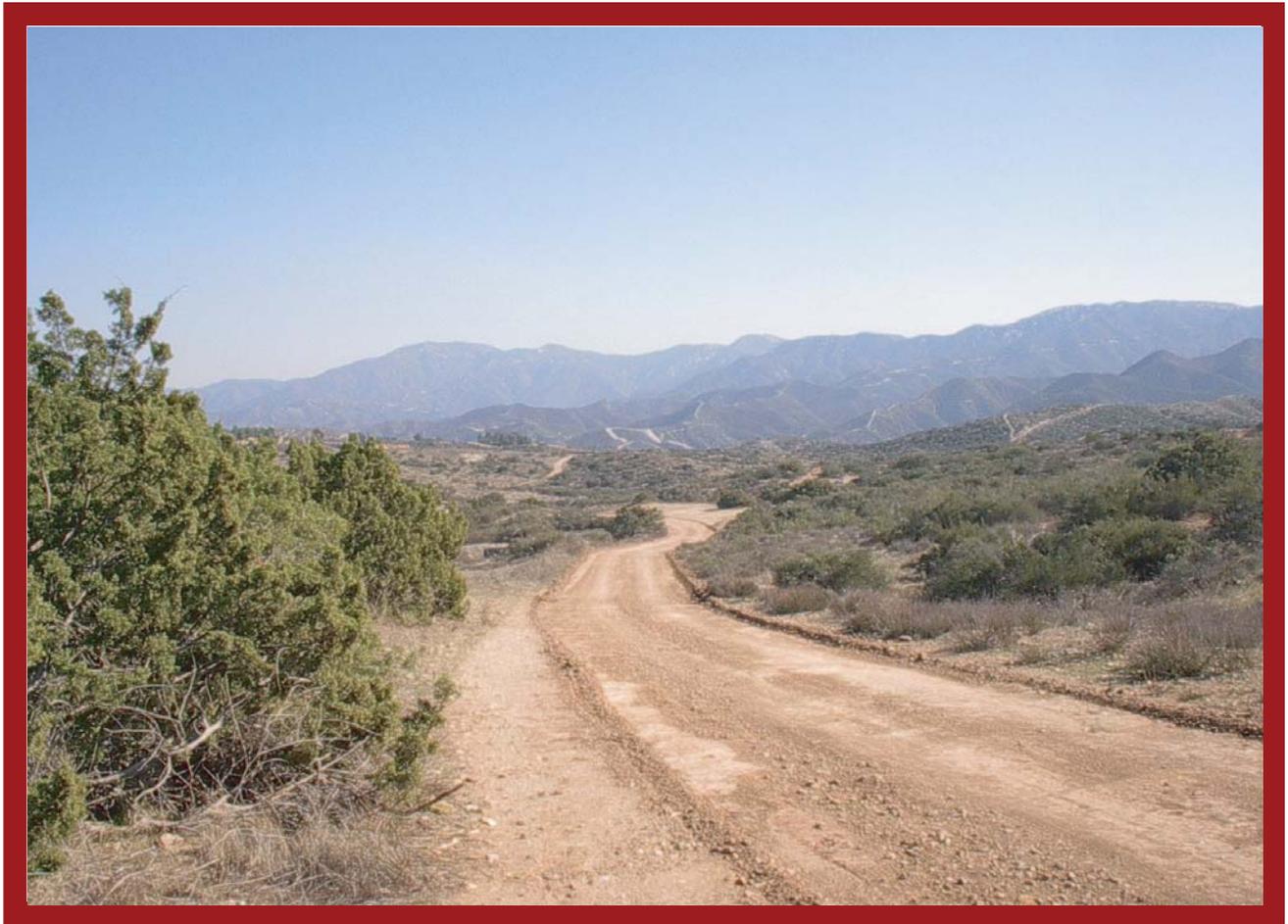


Upon Instruction of San Francisco Bankruptcy Court

For Sale By Auction

1,012 scenic acres close to Los Angeles

Minimum Bid \$1,850,000



**Rio Dulce Ranch,
AGUA DULCE
LOS ANGELES COUNTY**

OFFERING:

Rio Dulce Ranch comprises approximately 1,012 spectacular acres located just 36 road miles north of downtown Los Angeles with convenient freeway access. The offering provides a rare opportunity to purchase a major land assemblage in this desirable area, suitable either for subdivision and long-term investment or use as a private ranch, home-site, land conservation area or retreat.

LOCATION and ACCESS :

The property is located in the Soledad Canyon area of Los Angeles County immediately south of the State Highway 14 which connects the City of Los Angeles with the high growth communities of Palmdale and Lancaster. The Santa Clarita Valley, located 5 miles to the west is the fastest growing region in the County. Access to the property off Agua Dulce Canyon Road is just one quarter mile south of the freeway interchange. Briggs Road, an unpaved easement dedicated to the County of Los Angeles, meanders through the property, extending from Agua Dulce Canyon Road down to Soledad Canyon Road in the south. The Agua Dulce Airpark is located 4 miles to the north.

SITE ACREAGE:

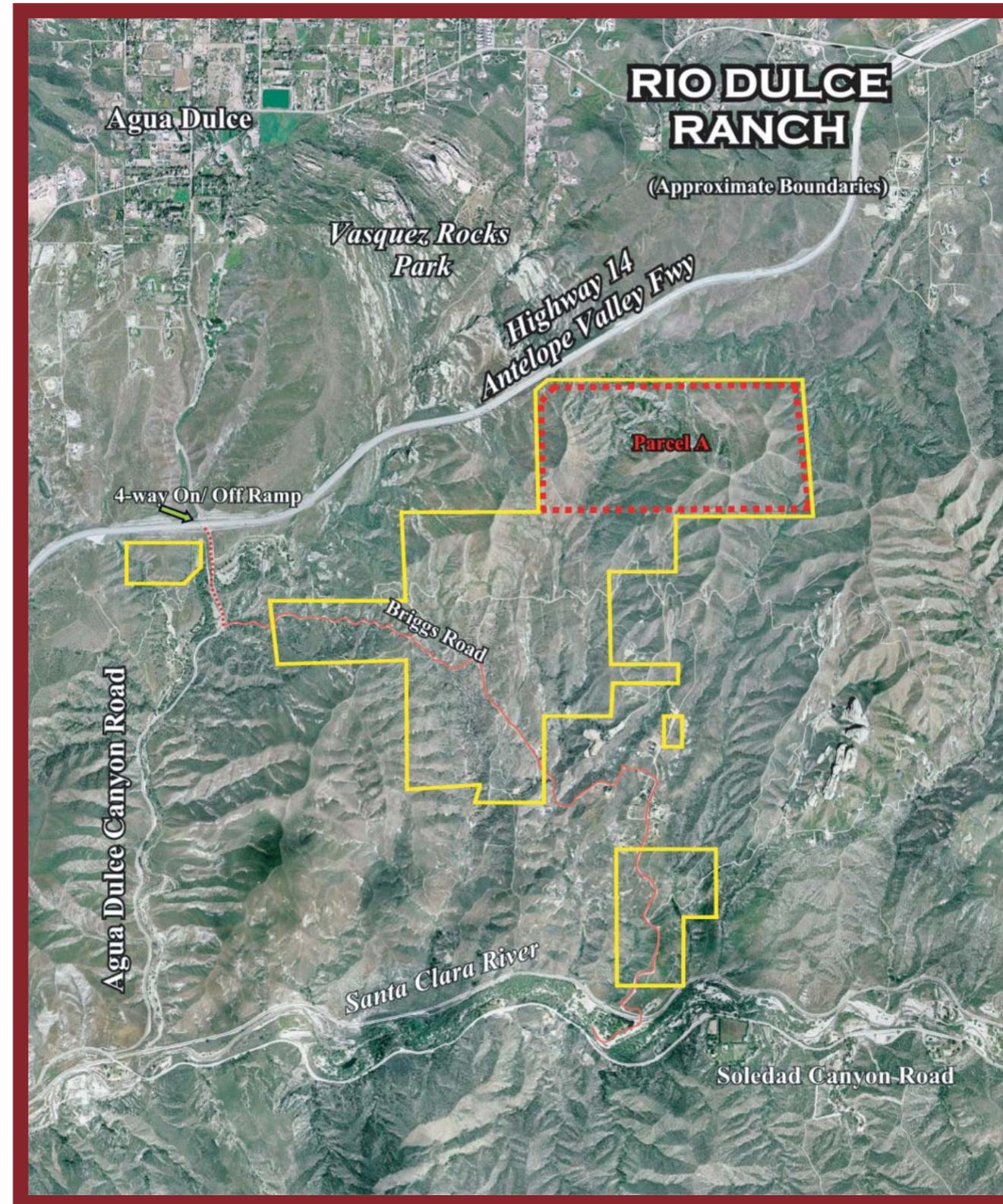
The property comprises a total of approximately 1,012 acres of which 883 acres are contiguous and form the central core of the Ranch. A single out-parcel of 5 acres and a second assemblage of 98 acres lies to the south of the main Ranch just north of Soledad Canyon Road. One independent parcel of 26 acres is located on the west side of Agua Dulce Canyon Road at the exit ramp from State Highway 14. The property is currently subdivided into multiple separate legal lots ranging in size from 5 to 40 acres.

SITE FEATURES:

The terrain varies from mountainous slopes and ridges to level valley bottoms. Because of its higher elevation the property enjoys unique privacy and offers far reaching views of the surrounding San Gabriel Mountains as well as canyons below. Vegetation consists mainly of sage, yucca and junipers. An abundance of wild-life includes deer, quail and a variety of indigenous and migrating birds. There are no structures on the Property except for electrical transmission towers which cross the northern portion of the acreage.

ZONING:

The property is zoned A-2-1 and A-1-1, Heavy and Light Agriculture, which primarily allows for low density single family residential use. Prior ownership envisioned the subdivision and development of residential homes on this and adjacent property and completed a variety of studies and planning applications to achieve that plan. No development approvals, however, were secured for the property.

**UTILITIES:**

Electrical service is not immediately available to the Property but is connected to adjacent homes and ranches. Public water and sewer systems are not available in the general area. Neighboring residences rely on private wells and septic tanks.

INVESTMENT POTENTIAL/USES:

The location, scale and scenic beauty of the Property allow for a variety of potential uses including corporate retreat, film shoot location, youth camp, private ranch or single home-site. The natural habitat may be of great interest to conservation agencies or land mitigation banks. More intense development of the Property is possible but likely to be long-range in timing and will necessitate considerable additional investment.

OTHER INFORMATION:

Interested parties are advised to order a comprehensive package of due diligence material in a CD format, including survey, preliminary title report, Environmental Impact Report (1993), hydrology report, Phase 1 Site Assessment etc.

SALE DATE, TERMS AND PROCESS:

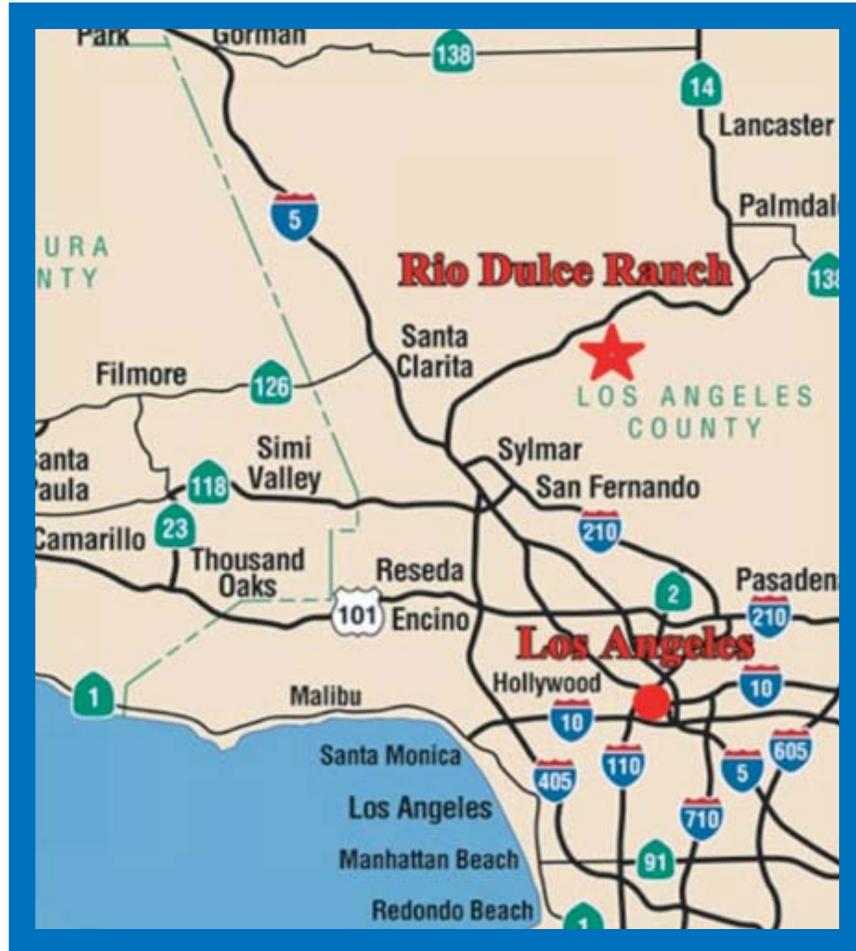
Pursuant to a plan confirmed by the Bankruptcy Court, the Property will be sold at auction set for **9:30 a.m. on May 26, 2006 in San Francisco (235 Pine Street, Courtroom 23)**. Interested buyers are required to pre-qualify by verifying financial capability, signing an Agreement of Purchase and Sale and submitting the minimum bid on or before **May 16, 2006**. The minimum bid shall be **\$1,750,000 for the Property excluding the northerly 319 acres (Parcel A) and \$100,000 for Parcel A**. In the event of multiple qualified bids, the Court will conduct an open outcry auction to determine the successful Purchaser. Closing will occur 10 days thereafter. The court-approved auction rules will be provided in the due diligence package.

LIENS and BONDS:

Purchaser will be provided with clear title upon Closing, subject only to Permitted Encumbrances revealed in the preliminary title report and approved by Purchaser prior to Closing.

BROKER CO-OPERATION:

A co-operating broker fee of 3% will be paid to any licensed salesperson that has pre-registered as the exclusive representative of the successful Purchaser.



CONTACT & VIEWING:

Weekly showings will be arranged by appointment for interested parties. All enquiries to view, for bidding registration or for additional information should be directed to:

Brian Kennedy
RDR Resolution, LLC
515 South Figueroa Street, #1060
Los Angeles, CA 90071
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Cell: 213-999-3320
Fax: 213-443-5023
bkennedy@sycgllc.com

The information provided in this brochure is intended to be accurate but is not guaranteed to be so. Interested parties must rely on their own investigations and review the due diligence materials referenced herein.