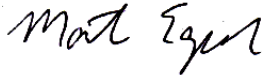


DISTRICT COURT, DENVER COUNTY, COLORADO	
Court Address: 1437 Bannock Street, Rm 256, Denver, CO, 80202	
Plaintiff(s) GERALD ROME SECURITIES COM FOR THE ST OF et al. v. Defendant(s) GARY DRAGUL et al.	DATE FILED: October 15, 2019 4:37 PM CASE NUMBER: 2018CV33011 <p style="text-align: center;">△ COURT USE ONLY △</p> Case Number: 2018CV33011 Division: 424 Courtroom:
Order: Receiver's Motion for Order Authorizing Sale of Real Property (3142 S. Leyden Street, Denver, Colorado 80222) w/attach	

The motion/proposed order attached hereto: GRANTED.

Issue Date: 10/15/2019



MARTIN FOSTER EGELHOFF
District Court Judge

<p>DISTRICT COURT, DENVER COUNTY, STATE OF COLORADO Denver District Court 1437 Bannock St. Denver, CO 80202 720.865.8612</p>	
<p>Plaintiff: David S. Cheval, Acting Securities Commissioner for the State of Colorado</p> <p>v.</p> <p>Defendants: Gary Dragul; GDA Real Estate Services, LLC; and GDA Real Estate Management, LLC</p>	<p style="text-align: center;">▲ COURT USE ONLY ▲</p>
<p>Attorneys for Receiver:</p> <p>Patrick D. Vellone, #15284 Michael T. Gilbert, #15009 Rachel A. Sternlieb, #51404 ALLEN VELLONE WOLF HELFRICH & FACTOR P.C. 1600 Stout St., Suite 1100 Denver, Colorado 80202 Phone Number: (303) 534-4499 E-mail: pvellone@allen-vellone.com E-mail: mgilbert@allen-vellone.com E-mail: rsternlieb@allen-vellone.com</p>	<p>Case Number: 2018CV33011</p> <p>Division/Courtroom: 424</p>
<p style="text-align: center;">RECEIVER’S MOTION FOR ORDER AUTHORIZING SALE OF REAL PROPERTY (3142 S. Leyden Street, Denver, Colorado 80222)</p>	

Harvey Sender, the duly-appointed receiver (“Receiver”) for Gary Dragul (“Dragul”), GDA Real Estate Services, LLC, GDA Real Estate Management, LLC, and related entities (collectively, “Dragul and the GDA Entities”), asks the Court to enter

an order approving the sale of real property located at 3142 S. Leyden Street, Denver, Colorado 80222 (the “Property”).

I. Background

1. On August 15, 2018, the Securities Commissioner for the State of Colorado (the “Commissioner”), filed his Complaint for Injunctive and Other Relief against Dragul and the GDA Entities.

2. On August 29, 2018, the Commissioner and Dragul and the GDA Entities filed a Stipulated Motion for Appointment of Receiver, consenting to the appointment of a receiver over Dragul and the GDA Entities pursuant to COLO. REV. STAT. § 11-51-602(1), C.R.C.P. 66.

3. On August 30, 2018, the Court entered a Stipulated Order Appointing Receiver (the “Receivership Order”), appointing Harvey Sender of Sender & Smiley, LLC as receiver for Dragul and the GDA Entities, and their respective properties and assets, and interests and management rights in related affiliated and subsidiary businesses (the “Receivership Estate” or the “Estate”). Receivership Order at 2, ¶ 5.

4. The Receivership Order grants the Receiver the authority to sell or otherwise dispose of Estate property and obtain Court approval for any sale for greater than \$10,000 (Receivership Order at 12, ¶ 13(t)).

II. The proposed sale

5. The Property is a single-story, single-family ranch home with 2,335 finished square feet. The Property has been listed for sale for \$500,000. On

August 22, 2019, the Receiver moved to sell the Property to another buyer for \$510,000 (\$10,000 more than the listing price). That buyer backed out because of structural issues discovered during inspection.

6. On September 28, 2019, Christine and Pete Tovani (“Buyers”) offered to buy the Property for \$485,000. Buyers are arms-length purchasers who have no affiliation with Dragul or the Dragul Entities.

7. On October 3, 2019, Buyers accepted the Receiver’s counteroffer of \$495,000 and have agreed to an all cash closing 14 days after the Court approves the transaction; the Receiver has agreed to provide Buyers a credit at closing for the structural issues, estimated to be approximately \$5,000. A copy of the fully-executed contract (which is comprised of the Contract to Buy and Sell, Counterproposal, and Addendum) is attached as **Exhibit 1** (the “Contract”). Based on the listing broker’s market valuation, \$495,000 is a fair market price for the Property.

8. The Property is titled in the name of 3142 South Leyden 14, LLC, whose sole member is X12 Housing, LLC (f/k/a GDA Housing, LLC) (“X12 Housing”). The sole member of X12 Housing is Gary Dragul. The Property is therefore property of the Receivership Estate the Receiver is authorized to sell.

III. Sale of the Property is in the best interests of the Estate and its creditors.

9. The Property was originally purchased on November 10, 2014, for \$405,000.00 by Grant ’14, LLC, a wholly-owned Dragul entity, managed by GDA Real

Estate Management, Inc. On May 13, 2015, Grant 14, LLC sold the property to GDA affiliate, 3142 South Leyden 14, LLC for \$405,000.

10. On August 24, 2016, Dragul refinanced the Property and obtained a \$311,500.00 loan from Velocity Commercial Capital, LLC (“Velocity”), which he personally guaranteed, and which is secured by a Deed of Trust, Security Agreement and Assignment of Leases and Rents (“the Velocity Loan”). On November 27, 2018, Velocity declared the Loan in default. The principal balance of the Velocity Loan is approximately \$372,995.

11. On or about March 21, 2018, WBF/CT Associates, LLC (“WBF”) extended a line of credit of up to \$1,200,000.00 to Dragul (the “LOC”). The LOC was evidenced by a March 21, 2018, Promissory Note and Loan Agreement, and was secured and cross-collateralized by 11 residential properties, including the 3142 South Leyden Street Property (collectively, the “Collateral”). A Second Deed of Trust dated March 27, 2018, was recorded against the Property by WBF on April 26, 2017.

12. On November 1, 2018, the Court entered an Order approving a Settlement Agreement between the Receiver and WBF resolving a dispute as to how net sales proceeds from the sale of the Collateral would be distributed. Pursuant to the Settlement Agreement, WBF agreed to accept 70% of the net sales proceeds from the sale of the Collateral and the remaining 30% would be paid to the Estate. WBF also agreed to release its second deed of trust on the Property at closing.

13. The table below estimates the sales proceeds and ultimate distribution to the Estate:

Sale Price	\$495,000
1st Mortgage (Velocity)	(\$372,995)
Broker Commission (5.5%)	(\$27,225)
Estimated Closing Costs (1.5%)	(\$7,425)
Estimated Unpaid Taxes, 2017 – 2018	(\$5,610)
Estimated Structural Repairs	(\$5,000)
NET SALE PROCEEDS	\$76,725
2 nd Mortgage (WBF/CT) (70% of net)	(\$53,722)
Proceeds to Receiver (30% of net)	\$23,024

14. In the Receiver's reasonable business judgment, the proposed sale is in the best interest of the Estate and its creditors. The Property is not presently leased and the purchase price is reasonable. If the Estate continues to hold the Property, the Velocity Loan will continue to accrue default interest, and the Estate will continue to incur management fees and have to pay insurance and maintenance for the Property, further eroding any equity.

15. Pursuant to paragraph 10 of the Receivership Order, Court approval of any motion filed by the Receiver shall be given as a matter of course within 10 days

after the motion is filed and served. As reflected by the certificate of service below, this Motion is being served on all parties who have appeared in this case and on all currently known creditors of the Estate.

WHEREFORE, the Receiver asks the Court to grant this Motion and approve the proposed sale of the Property in accordance with the terms of the Contract.

Dated: October 4, 2019.

ALLEN VELLONE WOLF HELFRICH & FACTOR P.C.

Rachel A. Sternlieb

By: /s/ Rachel A. Sternlieb

Patrick D. Vellone

Michael T. Gilbert

Rachel A. Sternlieb

1600 Stout Street, Suite 1100

Denver, Colorado 80202

(303) 534-4499

E-mail: pvellone@allen-vellone.com

E-mail: mgilbert@allen-vellone.com

E-mail: rsternlieb@allen-vellone.com

ATTORNEYS FOR THE RECEIVER

CERTIFICATE OF SERVICE

I hereby certify that on October 4, 2019, I served a true and correct copy of the foregoing **RECEIVER'S MOTION FOR ORDER AUTHORIZING SALE OF REAL PROPERTY (3142 S. Leyden Street, Denver, Colorado 80222)** via CCE to the following:

Robert W. Finke
Sueanna P. Johnson
Ralph L. Carr Judicial Building
1300 Broadway, 8th Floor
Denver, Colorado 80203
Sueanna.Johnson@coag.gov
Robert.Finke@coag.gov

***Counsel for David S. Cheval, Acting
Securities Commissioner for the State of
Colorado***

Holly R. Shilliday, Esq.
McCarthy Holthus, LLP
7700 E. Arapahoe Road, Suite 230
Centennial, CO 80120
hshilliday@mccarthyholthus.com

***Counsel for Victoria Capital
Trust, Normandy Capital Trust, and Cohen
Financial***

Joseph A. Murr
Kimberly L. Martinez
Murr Siler & Accomazzo, P.C.
410 Seventeenth Street, Suite 2400
Denver, CO 80202
jmurr@MSA.legal
kmartinez@msa.legal

***Counsel for Velocity
Commercial Capital***

Jeffery A. Springer, Esq.
Springer and Steinberg P.C.
1600 Broadway, Suite 1200
Denver, Colorado 80202
jspringer@springersteinberg.com

***Counsel for Defendants, Gary Dragul, GDA
Real Estate Services, LLC and GDA Real
Estate Management, LLC***

Duncan Barber
Shapiro Bieging Barber Otteson LLP
7979 E Tufts Ave. Suite 1600
Denver, CO 80237
dbarber@sbbolaw.com

***Counsel for WBF CT Associates, LLC,
Chad Hurst, and Tom Jordan***

CERTIFICATION OF E-SERVICE ON KNOWN CREDITORS

In accordance with this Court's February 1, 2019 Order clarifying notice procedures for this case, I also certify that a copy of the foregoing is being served by electronic mail on all currently known creditors of the Receivership Estate to the addresses set forth on the service list maintained in the Receiver's records.

s/Teresa Silcox
Allen Vellone Wolf Helfrich & Factor P.C.