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7	, ,
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8	CapSource, Inc., et al.

UNITED STATES DISTRICT COURT DISTRICT OF NEVADA

SECURITIES AND EXCHANGE COMMISSION,

Case No. 2:20-cv-02303-RFB-DJA

Plaintiff,

v.

CAPSOURCE, INC., STEPHEN J. BYRNE, and GREGORY P. HERLEAN

Defendants.

SEVENTH STATUS REPORT OF GEOFF WINKLER, RECEIVER CAPSOURCE, INC.

Geoff Winkler of American Fiduciary Services, LLC (the "Receiver"), the Court-appointed receiver for defendant CapSource, Inc., submits his Seventh Quarterly Report ("Report") for the period January 1, 2024, through March 31, 2024 ("Reporting Period"), regarding the receivership pursuant to Local Rule 66-4(b).

I. PRELIMINARY STATEMENT

As reflected in the Court's record and discussed further in this Report, the Receiver has been authorized, empowered, and directed to, among other things: (1) take exclusive authority and control over the Receivership Defendant; (2) conduct such investigation and discovery as ///

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necessary to identify and locate outstanding assets of the Receivership Defendants; (3) preserve and prevent the dissipation of such assets.

The Receiver has diligently pursued these goals since August 26, 2022, at the inception of the receivership. As detailed herein, since the entry of the Order Appointing Receiver (the "Appointment Order") (ECF. No. 17), the Receiver has made substantial progress, particularly in taking possession of CapSource files and inventory and beginning analysis of same; review of investor list and communication with investors; analyzing accounting records; communication with defendants; evaluating assets and properties of the estate and preparing for the sale of the same; assessment of income and investor payment options; evaluating and terminating a lease; analysis of ancillary proceedings and communication with counsel; processing account information; evaluating estate needs including tax issues; preparation of financial and quarterly reports; communication with SEC regarding pending matters; and preparation of stipulations and court filings. However, because the Receiver's work is ongoing, the conclusions presented herein are preliminary and subject to modification or supplementation as more information becomes available.

As of the date of this Report, the Receiver has not completed an investigation or accounting of principal reduction loans, however active loans have been reviewed for the purpose of interim distributions.

II. SUMMARY OF THE RECEIVER'S OPERATIONS (LR 66-4(b)(1))

A. THE RECEIVER'S INVESTIGATIVE AND MARSHALLING ACTIVITIES

The Receiver and his counsel continued to work through legal proceedings involving CapSource, all of which are currently stayed or dismissed. None of these legal proceedings were previously disclosed to the Receiver in his capacity as either Receiver or CRO. Additional information on this matter can be found in section V, subsection A.

During this reporting period the Receiver made his second distribution under the Order Granting Receiver's Motion for Approval of 1) Interim Distribution Plan; and 2) Procedures for Disposition of the Estate's Interests in Certain Real Property filed August 2, 2023. The Receiver distributed \$90,119.99 across two outstanding loans and 360 investors, although not all checks

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have cleared. The Receiver and his team are working with the individuals with returned checks or The Receiver has reissued checks for individuals he has similar distribution questions. communicated with who didn't receive their distribution. The Receiver will continue to make distributions quarterly when funds allow, in accordance with the distribution order.

Per investor requests, the Receiver and his team have continued to investigate investments and other outstanding loans that are not included in the list of outstanding note receivables below. Investors continue to provide additional information and the Receiver is reviewing additional documentation provided by CapSource. The Receiver will inform the court of his findings on this investigation in future reporting periods.

The Receiver successfully secured \$123,685.93 in cash during this reporting period. A description of all assets in the custody and control of the Receiver is included in Section III, below.

INVESTOR AND CREDITOR COMMUNICATION В.

The Receiver has continued to update the investor website (http://www.capsourcereceivership.com). The Receiver and his team have continued to review registration forms directly from investors and invite investors who have not done so yet, to do so at their earliest convenience (http://www.capsource-receivership.com/register). The investor list as of March 31, 2024, had approximately 637 individuals, an increase from the 635 individuals last reported.

C. THE RECEIVER'S FORENSIC ACCOUNTING ACTIVITIES

During the previous reporting period, the Receiver and his team received information from WestStar to review outstanding loans and created a money-in money-out (MIMO) analysis for each of the investors. This analysis was completed and included all loan transactions for the outstanding loans and principal reduction loans. The Receiver anticipates the principal reduction loan analysis will be complete in a future reporting period.

INVENTORY OF ASSETS AND ESTIMATED VALUE (LR 66-4(b)(2)) III.

CASH A.

From January 1, 2024, to March 31, 2024, the Receiver was able to recover approximately \$123,685.93. The Standardized Fund Accounting Report for the period is attached to this report as Exhibit A. This cash is made up of \$3,525.94 from interest received on money held in the

receivership estate bank account, \$102,159.99 in interest payments for ARC RE, and \$18,000 from rent payments for JC Commercial.

B. NOTES RECEIVABLE

The notes receivable secured by the Receiver during the Reporting Period consist of:

Loan Name	Loan Number	Original Outstanding Balance	Q1 2024 Receipts	Estimated Remaining Value ¹
5th Avenue Estates	22208	\$857,313	\$0	\$0
Texas 156	20910	\$42,000	\$0	\$18,548
Texas 156	22067	\$106,521	\$0	\$47,042
Texas 156	22982	\$111,883	\$0	\$49,410
King 261	23722	\$515,000	\$0	\$175,263
Meadows 78	23587	\$1,327,500	\$0	\$520,736
Fillmore RE Partners	20501	\$559,388	\$0	\$292,369
JC Commercial	23899	\$1,510,000	\$18,000	\$630,254
ARC RE	Option 3	\$11,015,737	\$102,160	\$10,216,000
Approximate Total		\$16,045,342.00	\$120,160.00	\$11,949,622.00

The Receiver invites the Court and all interested parties to review the First Status Report (ECF No. 21) for a general summary of the relevant information for each of the outstanding notes listed below. The following information will include the most recent updates that have transpired.

1. Texas 156

As stated in previous reports, The Receiver has been presented with an offer from the borrower for the remaining four lots. In this Reporting Period, the Receiver created a formal letter of intent with the borrower. The Receiver is in the process of creating the Purchase and Sale Agreement and anticipates this to be finished in the following period.

¹ Estimated value that is subject to further revision.

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2. 5th Avenue Estates

As discussed in a prior status report (ECF No. 28), the last parcel for 5th Avenue Estates was sold on October 26, 2022, and proceeds were received by the Receivership Estate on October 27, 2022. During the previous Reporting Period, distributions were made per Order (ECF No. 61) up to 100% of principal investment.

3. King 261 and Meadows 78

Investors with King 261 received an interim distribution during the previous reporting period. As detailed in previous reports, The developer changed his business from a build-to-own model to a build-to-rent model for both King 261 and the remaining lots for Meadows 78.

An offer has been presented to the Receiver, and in this Reporting Period the Receiver created a Purchase and Sale Agreement. A Stipulation and Proposed Order Authorizing the Sale of Interest in the Promissory Notes With Meadows 78 and King 261 was filed on February 28, 2024. (ECF No. 74). The Receiver is awaiting input from the Court regarding the same.

4. Fillmore Real Estate Partners

The Receiver anticipates a compromise of the note associated with Fillmore Real Estate Partners. As stated in previous reports, The Receiver has been presented with an offer from the borrower. The Receiver has let the borrower know of the order allowing the sale of the receivership estate's interest in the first deed of trust. In the Reporting Period, the Receiver created the Purchase and Sale Agreement. The borrower is reviewing this agreement. The Receiver anticipates this will be executed in the following period.

5. JC Commercial

As mentioned in previous reports, due to a foreclosure that occurred prior to the Receivership, the Estate is already in possession of a fee simple interest in the land associated with the JC Commercial property. This property must be sold to liquidate the Estate's interest. Previously, the Receiver negotiated a letter of intent with the tenant. The tenant continues to make monthly lease payments of \$6,000 to the Receivership Estate. In this Reporting Period the Purchase and Sale Agreement was created, signed, and due diligence was waived. The Receiver

plans to submit a stipulation to the Court regarding the agreement in the following period. Investors with JC Commercial received an interim distribution during this reporting period.

6. ARC RE

A settlement was reached between the SEC and ARC RE that was approved on June 29, 2024 (Securities and Exchange Commission v. America's Rehab Campuses, LLC, U.S. District Court for the District of Nevada, Case No. 2:20-cv-02308-JCM-DJA ("ARC Action"). The Receiver was appointed as the Distribution Trustee for the purpose of distributing the settlement funds to the CapSource ARC Option 3 and ARC Reg D investors on June 29, 2023 (ECF No. 59). The CapSource Receiver, in his role as Distribution Trustee, prepared a motion for order authorizing distribution which was filed on April 30, 2024 (ARC Action, ECF No. 63). This is relevant to the CapSource receivership as it will influence Option 3 investors, who will receive distributions from the Distribution Trustee. Consequently, this will be a principal reduction for Option 3 investors within the CapSource receivership. The Receiver and his team continue to meet with ARC's consultant, counsel, and CEO to discuss the next steps.

In addition to the above activities, Option 3 investors with ARC RE received an interim distribution as discussed above.

IV. SCHEDULE OF RECEIVER'S RECEIPTS & DISBURSEMENTS (LR 66- 4(b)(3))

Below is the schedule of Receiver's Receipts and Disbursements pursuant to the Order Appointing Receiver and Local Rule 66-4(b)(3).

A. EAST WEST BANK RECEIVERSHIP ACCOUNT (A/E 0057)

• Balance (01/01/24): \$1,072,376.47

• Total inflows: \$ 123,685.93

• Total outflows: \$ 199,170.76

• Balance (3/31/24): \$ 996,891.64

See **Exhibit B** for a complete list of transactions.

In addition to the foregoing, please see the Standardized Financial Accounting Report attached as **Exhibit A** and the Summary Cash Flow Statement and Summary Balance Sheet attached as **Exhibit C**.

///

V. <u>OTHER ITEMS TO REPORT</u>

A. CURRENT AND FUTURE LITIGATION

As the Court is aware, since the appointment of the Receiver, a number of legal proceedings involving CapSource have been identified. However, no new legal proceedings were identified in this report period. A summary of previously identified actions which the Receiver believes qualify as an "Ancillary Proceeding" under Section VII of the Order Appointing Receiver are set forth in the table below.

PARTIES/CASE NAME	COURT	CASE NO.	STATUS
CAC Investment Ventures, LLC et al. v. Andrew Jolley et al.	NV Eighth Judicial District Court	A-19-802088-B	Stayed as to CapSource, other parties proceeding to trial
Entrust Group fbo Paul Uwe Pawlik v. Southern Highlands Community Association, et al.	NV Eighth Judicial District Court	A-22-848762-C	CapSource dismissed
CapSource, Inc. v. Bosch, et al.	NV Eighth Judicial District Court	A-21-834367-C	Case dismissed
CapSource v. Texas 156, LLC, Michael B. Zipprich, and Joseph A. Bond, III	District Court of Midland County, Texas	CV56854	Case dismissed
ARC RE v. Americans Rehab Campuses, LLC and Arizona Rehab Campus LLC	NV Eighth Judicial District Court	A-21-8385920B	Case stayed
Arizona Rehab Campuses, LLC et. al. v. CapSource, Inc. et. al.	NV Eighth Judicial District Court	A-23-869439-B	Notice of Stay Order filed
5 th Avenue Estates, LLC et. al. v. CapSource, Inc. et. al	NV Eighth Judicial District Court	A-23-869523-B	Notice of Stay Order filed
Texas 156, LLC et. al. v. CapSource, Inc. et. al	NV Eighth Judicial District Court	A-23-869520-B	Notice of Stay Order filed
Vantage Holdings, LLC, et al. v. Capfactor LLC et al.,	NV Eighth Judicial District Court	A-22-850573-B	Case stayed as to CapSource pursuant to Stipulation and Order entered by this Court on 10/25/23 (ECF No. 66)

The Receiver will continue to review and evaluate litigation matters that may impact the Receivership Estate as information becomes available.

Future Litigation

During this reporting period, the Receiver obtained new information regarding a number of potential third-party claims that are being investigated. Prior to seeking leave to initiate litigation, the Receiver intends to send out demand letters to try and reach an amicable resolution with the various third parties. The investigations are at different stages, and the nature of the claims are sensitive. However, the Receiver anticipates he will be in a position to, and will, make such demands during the next reporting period and prior to his next reporting deadline, at which time Mr. Winkler will provide additional details.

Further, the Receiver anticipates additional litigation may be necessary in the future to claw-back funds and/or assets for the benefit of the Receivership Estate from various transferees. It may also be appropriate for the Receiver to initiate litigation against third parties, including, without, litigation in pursuit of the claims currently under investigation and discussed immediately above. As additional information is reviewed and developed, and liable third parties identified, the Receiver will update the Court regarding his findings and intended next steps.

VI. RECOMMENDATION OF THE RECEIVER (LR 66-4(b)(5))

At this juncture, the Receiver has evaluated the outstanding loans and identified the investors related to these loans. The Receiver recommends that the receivership continues to identify assets and claims and pursue them for the benefit of the Receivership Estate, and he will continue to evaluate loans that received principal reductions.

Additionally, if the Court would like an opportunity to canvas the Receiver, the Receiver requests that the Court promptly set an in-person or virtual hearing under Local Rules 66-4(b) and/or 66-5. See LR 66-4(b) and 66-5 (governing proceedings related to the activities of court-appointed Receivers). The Receiver and his counsel will endeavor to make themselves available for any date(s) the Court proposes on fourteen days' notice, as contemplated by Local Rules 66-4(b) and 66-5, or less, as the Court may order. See id.

VII. CONCLUSION AND REQUESTED RELIEF

Assuming the Court authorizes the Receiver to undertake the actions recommended herein, as well as to continue those actions provided for in the Appointment Order, any amendments

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thereto and any subsequent orders, the Receiver proposes to submit further interim reports to this Court, addressing his progress, findings, final conclusions, and additional recommendations, approximately every 90 days. Accordingly, and based on the foregoing, the Receiver respectfully requests that the Court set a hearing and/or enter an order:

- Accepting this Seventh Status Report; 1.
- 2. Authorizing the Receiver to continue to administer the Receivership Entities and their estate in accordance with the terms of the Appointment Order;
- 3. Authorizing the Receiver to undertake the recommendations presented herein, including a continued engagement of those professionals he deems necessary for the proper administration of the Receivership Entities and their estate; and
- 4. Providing such other and further relief as the Court deems necessary and appropriate. Additionally, the Receiver respectfully request the Court review ECF No. 74 to facilitate the Receiver moving forward with the proposed transaction involving Meadows 78 and King 261.
- I, GEOFF WINKLER, verify under penalty of perjury that the statements made in the foregoing report are true and correct to the best of my knowledge.

DATED this 30th day of April, 2024.

Geoff Winkler, Receive

Respectfully submitted by:

GREENBERG TRAURIG, LLP

/s/ Kara B. Hendrícks

KARA B. HENDRICKS 22

Nevada Bar No. 07743

KYLE A. EWING

Nevada Bar No. 014051

CHRISTIAN T. SPAULDING

Nevada Bar No. 14277

Attorneys for Receiver Geoff Winkler

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CERTIFICATE OF SERVICE

I hereby certify that, on the 30th day of April 2024, a true and correct copy of the foregoing

SEVENTH INTERIM REPORT AND PETITION FOR FURTHER INSTRUCTIONS OF

RECEIVER GEOFF WINKLER was filed electronically via the Court's CM/ECF system.

Notice of filing will be served on all parties by operation of the Court's CM/ECF system, and parties may access this filing through the Court's CM/ECF system.

/s/ Evy Escobar-Gaddi
An employee of GREENBERG TRAURIG, LLP

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	INDEX OF EXHIBITS						
Ехнівіт	DESCRIPTION						
A	Standardized Fund Accounting Report						
В	List of Transactions						
С	Summary Cash Flow Statement and Summary Balance Sheet						

EXHIBIT A

EXHIBIT A

Standardized Fund Accounting Report

STANDARDIZED FUND ACCOUNTING REPORT for SEC v. CapSource Inc., Stephen J. Byrne, and Gregory P. Herlean Receivership; Civil Docket No. 2:20-cv-02303-RFB-DJA Reporting Period from 01/01/2024 to 03/31/2024

	UNTING (See instructions)	Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 01/01/2024):	1,072,376.47	Gubtotui	Orana rotar
	Increases in Fund Balance:	.,,		
Line 2	Business Income	120 150 00		
Line 2 Line 3	Cash and Securities (in transit)	120,159.99		
Line 4	Interest/Dividend Income	3,525.94		
Line 5	Business Asset Liquidation			
Line 6	Personal Asset Liquidation	-		
Line 7	Third-Party Litigation Income	-		
Line 8	Miscellaneous - Other			
	Total Funds Available (Lines 1 - 8):		123,685.93	1,196,062.40
	Decreases in Fund Balance:			
Line 9	Disbursements to Investors	(103,619.45)		
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals	(95,551.31)		
Line 10b	Business Asset Expenses			
Line 10c	Personal Asset Expenses	-		
Line 10d	Investment Expenses	-		
Line 10e	Third-Party Litigation Expenses	-		
	1. Attorney Fees	-		
	2. Litigation Expenses			
	Total Disbursements for Receivership Operations		(95,551.31)	
Line 10f	Tax Administrator Fees and Bonds		-	
Line 10g	Federal and State Tax Payments			//00 /=0 =0
Line 44	Total Disbursements for Receivership Operations			(199,170.76
Line 11 Line 11a	Disbursements for Distribution Expenses Paid by the Fund: Distribution Plan Development Expenses:			
Lille I Ia	1. Fees:			
	Fund Administrator	_		
	Independent Distribution Consultant (IDC)	_		
	Distribution Agent	_		
	Consultants	-		
	Legal Advisers	-		
	Tax Advisers	-		
	Administrative Expenses	-		
	3. Miscellaneous			
Line dale	Total Plan Development Expenses		-	
Line 11b	Distribution Plan Implementation Expenses: 1. Fees:			
	Fund Administrator	_		
	IDC.	_		
	Distribution Agent	_		
	Consultants	-		
	Legal Advisers	-		
	Tax Advisers	-		
	Administrative Expenses	-		
	3. Investor Identification:			
	Notice/Publishing Approved Plan	-		
	Claimant Identification	-		
	Claims Processing Web Site Maintenance/Call Center	-		
	4. Fund Administrator Bond	_		
	5. Miscellaneous	_		
	Federal Account for Investor Restitution			
	(FAIR) Reporting Expenses	-		
	Total Plan Implementation Expenses		-	
	Total Disbursements for Distribution Expenses Paid by the Fund			-
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment System (CRIS) Fees	-		
Line 12b	Federal Tax Payments Total Dishurs amonts to Court/Other:	-		
	Total Disbursements to Court/Other: Total Funds Disbursed (Lines 9 - 11):		-	(199,170.76
Line 13	Ending Balance (As of 03/31/2024):			996,891.64
Line 13	Ending Balance (As of 63/31/2024). Ending Balance of Fund - Net Assets:			330,031.04
Line 14a	Cash & Cash Equivalents		996,891.64	
Line 14b	Investments		-	
Line 14c	Other Assets or Uncleared Funds		11,949,622.38	
	Total Ending Balance of Fund - Net Assets			12,946,514.02

STANDARDIZED FUND ACCOUNTING REPORT for SEC v. CapSource Inc., Stephen J. Byrne, and Gregory P. Herlean Receivership; Civil Docket No. 2:20-cv-02303-RFB-DJA Reporting Period from 01/01/2024 to 03/31/2024

		Detail	Subtotal	Grand Total
	Disbursements for Plan Administration Expenses Not Paid by the Fund:			
Line 15a	Plan Development Expenses Not Paid by the Fund 1. Fees:			
	r. rees. Fund Administrator			
	IDC			
	Distribution Agent	1 [
	Consultants			
	Legal Advisers	_		
	Tax Advisers	_		
	2. Administrative Expenses	_		
	3. Miscellaneous	_		
	Total Plan Development Expenses Not Paid by the Fund		_	
Line 15b	Plan Implementation Expenses Not Paid by the Fund:			1
2,110 100	1. Fees:			
	Fund Administrator	_		
	IDC	_		
	Distribution Agent	_		
	Consultants	_		
	Legal Advisers	-		
	Tax Advisers	-		
	2. Administrative Expenses	-		
	3. Investor Identification:	-		
	Notice/Publishing Approved Plan	-		
	Claimant Identification	-		
	Claims Processing	-		
	Web Site Maintenance/Call Center	-		
	Fund Administrator Bond	-		
	5. Miscellaneous	-		
	6. FAIR Reporting Expenses			
	Total Plan Implementation Expenses Not Paid by the Fund		-	
Line 15d	•			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund			-
Line 16	Disbursements to Court/Other Not Paid by the Fund			
Line 16a	I to the second		-	
Line 16b	Federal Tax Payments			
	Total Disbursements to Court/Other Not Paid by the Fund:			-
Line 17	DC & State Tax Payments			-
Line 18	No. of Claims:			
Line 18a		-		
Line 18b	# of Claims Received Since Inception of Fund	-		
Line 19	No. of Claimants/Investors:			
Line 19a	# of Claimants/Investors Paid This Reporting Period	360		
Line 19b	# of Claimants/Investors Paid Since Inception of Fund	360		

Receiver: Geoff Winkler

Geoff Winkler (printed name)

Chief Executive Officer
American Fiduciary Services LLC
Receiver, CapSource, Inc.

Date: April 30, 2024

EXHIBIT B

EXHIBIT B

List of Transactions

EAST WEST BANK RECEIVERSHIP ACCOUNT (A/E 0057) January 1, 2024 - March 31, 2024

Date	Туре	Amount	Payee	Description
01/02/2024			Jackson Auto Group LLC	Notes and Accounts Receivable
	Stopped Check		Investor Payment	Disbursements to Investors
01/03/2024	**		Investor Payment	Disbursements to Investors
01/08/2024		/	Investor Payment	Disbursements to Investors
01/16/2024			Investor Payment	Disbursements to Investors
	Income Adjustment		Arizona Rehab Campus LLC	Notes and Accounts Receivable
	Interest Credit		East West Bank	Interest Income
01/31/2024			Investor Payment	Disbursements to Investors
02/01/2024			Jackson Auto Group LLC	Notes and Accounts Receivable
	Income Adjustment		Arizona Rehab Campus LLC	Notes and Accounts Receivable
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024		` `	Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024		` `	Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024	Check	` `	Investor Payment	Disbursements to Investors
02/09/2024	Check	\ /	Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024	Check	(158.85)	Investor Payment	Disbursements to Investors
02/09/2024	Check	/	Investor Payment	Disbursements to Investors
02/09/2024		(591.94)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(54.81)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(165.74)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(277.74)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(269.28)	Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024		` `	Investor Payment	Disbursements to Investors
02/09/2024		\ /	Investor Payment	Disbursements to Investors
02/09/2024		/	Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment Investor Payment	Disbursements to Investors Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
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02/09/2024			Investor Payment	Disbursements to Investors
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02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024		\	Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024	Check		Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
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02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024	Check	(123.50)	Investor Payment	Disbursements to Investors

02/09/2024		(182.88)	Investor Payment	Disbursements to Investors
02/09/2024	Check	/	Investor Payment	Disbursements to Investors
02/09/2024	Check	(23.50)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(96.23)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(68.35)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(268.31)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(31.33)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(171.33)	Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024	Check	(74.48)	Investor Payment	Disbursements to Investors
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02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024	Check	(535.19)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(332.46)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(24.24)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(266.75)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(307.30)	Investor Payment	Disbursements to Investors
02/09/2024	Check		Investor Payment	Disbursements to Investors
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02/09/2024		(128.04)	Investor Payment	Disbursements to Investors
02/09/2024	Check		Investor Payment	Disbursements to Investors
02/09/2024	Check	(124.97)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(99.33)	Investor Payment	Disbursements to Investors
02/09/2024		(83.57)	Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
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107/109/7/07/4	CHECK	(4/3.41)	Investor Payment	DISOUISCINCINS to INVESTORS

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19,099/2024 Check	02/09/2024	Check	(876.91)	Investor Payment	Disbursements to Investors
10,009/2024 Cheek	02/09/2024	Check	(29.14)	Investor Payment	Disbursements to Investors
Disbursements to Investors			(316.60)	Investor Payment	Disbursements to Investors
10.2092/02.4 Check	02/09/2024	Check	(165.18)	Investor Payment	Disbursements to Investors
Disbursements to Investors	02/09/2024	Check	(129.22)	Investor Payment	Disbursements to Investors
Disbursements to Investors	02/09/2024	Check	(80.10)	Investor Payment	Disbursements to Investors
10.2092/02.4 Check	02/09/2024	Check			Disbursements to Investors
10,090/20024 Check	02/09/2024	Check	(271.94)	Investor Payment	Disbursements to Investors
10,090/2014 Check	02/09/2024	Check	_ `		Disbursements to Investors
10209/2024 Check	02/09/2024	Check	(79.26)	Investor Payment	
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02/09/2024 02/09/2024 02/09/2024	Check Check Check Check Check Check Check	(138.78) (264.22) (538.57) (105.69) (1063.97) (180.56)	Investor Payment Investor Payment Investor Payment Investor Payment	Disbursements to Investors Disbursements to Investors Disbursements to Investors

02/09/2024		(265.99)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(135.60)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(264.22)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(358.71)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(265.99)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(264.22)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(132.11)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(54.81)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(132.11)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(269.28)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(531.99)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(158.94)	Investor Payment	Disbursements to Investors
02/09/2024	Check	(135.60)	Investor Payment	Disbursements to Investors
02/09/2024	Check	_ ` /	Investor Payment	Disbursements to Investors
02/09/2024	Check	(279.42)	Investor Payment	Disbursements to Investors
02/09/2024		_ ` /	Investor Payment	Disbursements to Investors
02/09/2024	Check		Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
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02/09/2024			Investor Payment	Disbursements to Investors
	Check		Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors Disbursements to Investors
02/09/2024		_ ` /	Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
	Check		Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
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02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
02/09/2024			Investor Payment	Disbursements to Investors
	Stopped Check		Investor Payment	Disbursements to Investors
	Stopped Check		Investor Payment	Disbursements to Investors
	Stopped Check		Investor Payment	Disbursements to Investors
	Stopped Check		Investor Payment	Disbursements to Investors
	Stopped Check	1057.83	Investor Payment	Disbursements to Investors
	Stopped Check		Investor Payment	Disbursements to Investors
02/15/2024	Stopped Check	1893.17	Investor Payment	Disbursements to Investors
	Stopped Check	2704.60	Investor Payment	Disbursements to Investors
	Stopped Check	26824.50	Investor Payment	Disbursements to Investors
02/16/2024	Check		Investor Payment	Disbursements to Investors

Case 2:20-cv-02303-RFB-DJA Document 76-2 Filed 04/30/24 Page 8 of 8

02/16/2024	Voided Check	26824.50	Investor Payment	Disbursements to Investors
02/16/2024	Check	(26824.50)	Investor Payment	Disbursements to Investors
02/29/2024	Interest Credit	1176.69	East West Bank	Interest Income
02/29/2024	Income Adjustment	34053.33	Arizona Rehabilitation Campus	Notes and Accounts Receivable
03/01/2024	Expense Memo	(82000.00)	Geoff Winkler, Receiver	Receiver Fees
03/01/2024	Expense Memo	(1625.55)	Geoff Winkler, Receiver	Receiver Expenses
03/01/2024	Wire Out	(11402.86)	Greenberg Traurig	Attorney for Receiver Fees
03/01/2024	Expense Memo	(469.50)	Baker Tilly US, LLP	Other Professional Fees
03/01/2024	Expense Memo	(53.40)	Baker Tilly US, LLP	Other Professional Fees
03/01/2024	Stopped Check	61.23	Investor Payment	Disbursements to Investors
03/01/2024	Check	(8981.45)	Allen Matkins	Other Professional Fees
03/01/2024	Check	(61.23)	Investor Payment	Disbursements to Investors
03/01/2024	Check	(1893.17)	Investor Payment	Disbursements to Investors
03/01/2024	Check	(13416.17)	Investor Payment	Disbursements to Investors
03/01/2024	Check	(9948.39)	Investor Payment	Disbursements to Investors
03/05/2024	Wire In	6000.00	Jackson Auto Group LLC	Notes and Accounts Receivable
03/08/2024	Voided Check	8981.45	Allen Matkins	Other Professional Fees
03/11/2024	Check	(384.91)	Investor Payment	Disbursements to Investors
03/12/2024	Deposit	123.34	Investor Payment	Disbursements to Investors
03/29/2024	Interest Credit	1093.55	East West Bank	Interest Income

EXHIBIT C

EXHIBIT C

Summary of Cash Flow Statement and Summary Balance Sheet

SEC v. CapSource Inc., Stephen J. Byrne, and Gregory P. Herlean Summary Cash Flow Statement March 31, 2024							
Cash at Beginning of Period	1,072,376						
Cash Inflows							
Notes and Accounts Receivable	120,160						
Interest Income	3,526						
Total Cash Inflows	123,686						
Cash Outflows							
Costs to Secure/Maintain Property	-						
Taxes	-						
Disbursements to Investors	(103,619)						
Receiver Fees	(82,000)						
Receiver Expenses	(1,626)						
Attorney for Receiver Fees	(11,403)						
Attorney for Receiver Expenses	-						
Other Professional Fees	(523)						
Total Cash Outflows	(199,171)						
Cash at End of Period	996,892						

SEC v. CapSource Inc., Stephen J. Byrne, and Gregory P. Herlean Summary Balance Sheet March 31, 2024

Assets

 EWBK Account
 996,892

 Notes Receivable*
 11,949,622

 Total Assets
 12,946,514

Liabilities

Accrued Professional Holdbacks
Outstanding Loans
Total Liabilities 147,591

Equity

Retained Earnings* 12,798,923 *Total Equity* 12,798,923

^{*} Accounts are estimated values and are subject to change as more information is available and the Receiver completes his forensic accounting.