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5 *and BJ Holdings LLC*

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6 **IN THE UNITED STATES DISTRICT COURT**
7 **FOR THE DISTRICT OF NEVADA**

18 SECURITIES AND EXCHANGE COMMISSION,

19 Plaintiff

20 vs.

21 MATTHEW WADE BEASLEY; et al.,

22 Defendants

23 THE JUDD IRREVOCABLE TRUST; et al.,

24 Relief Defendants

CDS
25 CASE NO. 2:22-cv-00612-JCM-EJY

**STIPULATION AND ORDER
AUTHORIZING THE SALE OF
REAL PROPERTIES LOCATED AT
2394 E. LA SAL PEAK DRIVE AND
2364 E. LA SAL PEAK DRIVE,
HEBER, UTAH, WITH PROCEEDS
FROM SALE TO BE TRANSFERRED
FROM ESCROW DIRECTLY TO
THE RECEIVER**

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1 The following Stipulation and [Proposed] Order (the “Stipulation”) regarding the sale of the
2 real property located at 2364 E. La Sal Peak Drive, Heber, Utah 84032, and bearing the legal
3 description appended hereto as **Exhibit A** (the “Heber Land”), and 2394 E. La Sal Peak Drive, Heber,
4 Utah 84032, and bearing the legal description appended hereto as **Exhibit B** (the “Heber House”) with
5 proceeds from the sale to be transferred from escrow directly to Geoff Winkler (the “Receiver”),
6 the Court-appointed receiver in the above-entitled action, is made by and between the Receiver, in
7 his capacity as receiver in the above-entitled action (“Seller”) and the plaintiff Securities and
8 Exchange Commission (the “Commission”), on the one hand, and Defendant Shane M. Jager
9 (“Jager”), on the other hand, by and through their respective representatives, and with respect to the
10 following facts:

11 1. The Receiver was appointed on June 3, 2022 pursuant to this Court’s Order Appointing
12 Receiver [ECF No. 88] which was amended on July 28, 2022 [ECF 207] (collectively the
13 “Appointment Order”);

14 2. Among other things, the Appointment Order required the turnover of certain personal
15 and real property to the Receiver, including the Heber House and Heber Land;

16 3. The proposed buyer for the Heber Land and Heber House (sometimes collectively, the
17 “Heber Properties”), is Tige Investments, LLC (“Buyer”). Buyer has agreed to purchase the Heber
18 Land for the sum of \$700,000 in accordance with that certain Real Estate Purchase Contract dated
19 November 2, 2022, as amended by Addendums 1-5 (the “Land RSA”) with title to the Heber Land
20 being transferred to On Par, LLC, a Utah limited liability company. Per the Land RSA, the Buyer
21 has deposited \$100,000 in a brokerage real estate trust account with Utah Executive Real Estate LC
22 (the “Land Deposit”);

23 4. Buyer has agreed to purchase the Heber House for the sum of \$5,225,000 in
24 accordance with that certain Real Estate Purchase Contract dated November 2, 2022, as amended by
25 Addendums 1-7 (the “House RSA”) with title to the Heber House being transferred to Road Less
26 Taken, LLC, a Utah limited liability company. Per the terms of the House RSA, Buyer has deposited
27 \$500,000 in a brokerage real estate trust account with Utah Executive Real Estate LC (the “House
28 Deposit;

1 5. The Buyer, Seller, Receiver, and Jager have agreed that the Land Deposit, the House
2 Deposit, and all proceeds of the foregoing sales shall be transmitted to the Receiver, via wire transfer,
3 immediately upon the closing of the sales. It is anticipated that the sales will close within thirty (30)
4 days of the Court’s approval of this Stipulation. The Receiver, Seller, and Jager understand that
5 Buyer’s offer represents fair market value for the Heber Properties;

6 6. The Receiver is seeking to close the sale via this Stipulation in lieu of a receiver’s
7 auction process because recent changes and uncertainties in the real estate marketplace jeopardize the
8 sale of the Heber Properties, and the recovery of the maximum sale proceeds for the benefit of the
9 receivership estate in the immediate term. In most cases, transfers of title from the defendants in the
10 above-entitled action to the Receiver would be necessary in order for the Receiver to conduct the
11 auctions contemplated by 28 U.S.C. § 2001, and the sales procedures already approved by this Court
12 (which include sale pursuant to stipulation, in certain circumstances). However, delays in connection
13 with the closing of the sale that result from the auction process, and the time required by the title
14 company to underwrite title policies, have created untenable delays that could result in the Buyer
15 walking away from the sale;

16 7. The Receiver and his real estate broker believe that delays in the closing beyond the
17 timing contemplated by the Land RSA and the House RSA will jeopardize the sale. As noted above,
18 the market is deteriorating as a result of, among other things, the extraordinary rise in mortgage rates
19 over the past six months. It is possible that if this sale does not close, the Heber Properties may
20 remain on the market through the winter;

21 8. Jager has agreed that, after payment of closing costs and brokers’ commissions, as
22 reflected in the Land RSA and the House RSA, the Land Deposit, the House Deposit, and all sale
23 proceeds from the sale of the Heber Properties shall be wired directly to the Receiver. It is estimated
24 that the net proceeds of the sale, which will be wired to the Receiver, will be approximately
25 \$5,545,988;

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1 9. Based upon the time that the Heber Properties have been on the market, the terms of
2 the Buyer’s offer, and anticipated market conditions for homes in this price range, the Receiver, Jager,
3 and the Commission have agreed to the immediate sale of the Heber Properties to the Buyer, on the
4 terms set forth in the Land RSA and House RSA; and

5 10. Accordingly, in light of the unique facts and circumstances surrounding the proposed
6 sale of the Heber Properties including but not limited to the limited market for an “as is” sale of real
7 property, the all-cash terms of the sale, as well as the Receiver’s concerns that failing to immediately
8 move forward with this sale may lead to the receipt of significantly less recovery for the receivership
9 estate, the undersigned parties believe this Stipulation is necessary, and in the best interest of all
10 parties and the receivership estate. Therefore, the undersigned agree that it is appropriate to waive
11 any requirements imposed by 28 U.S.C. § 2001, *et. seq.* to the extent they are applicable to the offer,
12 the Land RSA and the House RSA, and the proposed sale.

13 **ACCORDINGLY, IT IS HEREBY STIPULATED AND AGREED** by and between the
14 undersigned counsel that:

- 15 A. Seller may sell the Heber Properties pursuant to the offers reflected in the Land RSA
16 and the House RSA;
- 17 B. The deposits received relating to the Land RSA and the House RSA shall be wired
18 directly to the Receiver; and

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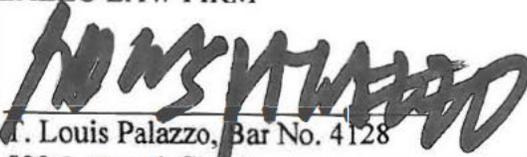
IT IS SO STIPULATED.

DATED this 10th day of January 2023.

By: 
SHANE JAGER
Defendant

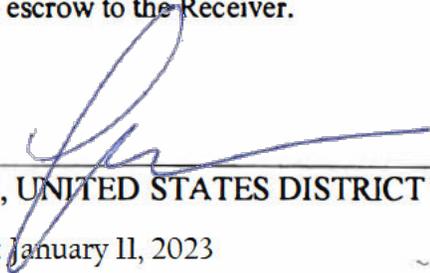
DATED this 10th day of January 2023.

PALAZZO LAW FIRM

By: 
T. Louis Palazzo, Bar No. 4128
520 S. Fourth Street
Las Vegas, NV 89101
Counsel for Defendant Shane Jager

IT IS HEREBY ORDERED that:

1. Seller may sell the Heber Properties pursuant to the offers reflected in the Land RSA and the House RSA;
2. The deposits received relating to the Land RSA and the House RSA shall be wired directly to the Receiver; and
3. On the Closing Date reflected in the Land RSA and the House RSA, the net proceeds of the sales shall be wired directly from escrow to the Receiver.



JUDGE, UNITED STATES DISTRICT COURT
DATED: January 11, 2023

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CERTIFICATE OF SERVICE

I hereby certify that on **January 11, 2023**, I caused the foregoing document to be electronically filed with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the CM/ECF participants registered to receive such service.

/s/ Evelyn Escobar-Gaddi
An employee of GREENBERG TRAUIG, LLP

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INDEX OF EXHIBITS	
Exhibit A	Legal Description (Land)
Exhibit B	Legal Description (House)

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EXHIBIT A

EXHIBIT A

Legal Description (Land)

EXHIBIT "A"
LEGAL DESCRIPTION

File No.: 1839412

Lot 501, RED LEDGES PHASE 2K, according to the Official Plat thereof as recorded in the Office of the Wasatch County Recorder, State of Utah.

Tax ID No. [ORX-2K501-0-028-035 / 00-0021-1105](#) (shown for informational purposes only)

EXHIBIT B

EXHIBIT B

Legal Description (House)

EXHIBIT "B"
LEGAL DESCRIPTION

File No.: 1839964

Lot 500, RED LEDGES PHASE 2K, according to the Official Plat thereof as recorded in the Office of the Wasatch County Recorder, State of Utah.

Tax ID No. [ORX-2K5000-028-035 / 00-0021-1104](#) (shown for informational purposes only)