

1 Gary Underwood Scharff, OSB #883031
Law Office of Gary Underwood Scharff
2 621 S.W. Morrison Street Ste 1300
Portland, OR 97205
3 Tel.: 503-493-4353
Fax: 503-517-8143
4 Email: gs@scharfflaw.com
Attorney for Thornburg Resort Company, LLC
5 Debtor and Debtor in Possession

RECEIVED APR 25 2014

6
7 **UNITED STATES BANKRUPTCY COURT**
8 **FOR THE DISTRICT OF OREGON**

9 In re:) Case No.: 11-31897-tmb11
10 Thornburgh Resort Company, LLC,) Chapter 11
11 Debtor.) **AMENDED APPLICATION FOR**
12) **EMPLOYMENT OF ATTORNEY**
13) **UNDER 11 U.S.C. SECTION 327(a)**

14 Thornburgh Resort Company, LLC., debtor in possession in this case (“Debtor” or
15 “Applicant”), applies to the court for authority to employ the Law Office of Gary Underwood
16 Scharff (“Scharff”) to serve as its attorneys under Section 327(a) of Title 11 of the United States
17 Code, as amended. This amended application amends the original application to reflect the
18 addition of Of Counsel attorney Amy R. Richter as part of the Scharff law firm for purposes of
19 providing services to debtor, and to note the filing of an amended Rule 2014 Verified Statement
20 of Professional being filed herewith. The latter document clarifies for purposes of full disclosure
21 that Kameron DeLashmutt, manager of the debtor, has agreed to guarantee Scharff’s rights to
22 payment, and that Mr. DeLashmutt has his own legal counsel. Debtor represents as follows:

23 1. Applicant would retain Scharff to provide professional services in connection
24 with the administration of this case pursuant to 11 U.S.C. Section 327(a), including but not
25 limited to: (a) legal advice with respect to the Debtor’s powers and duties as debtor in
26 possession in the continued holding and management of its property and operation of its business

1 affairs; (b) representation of Applicant in Applicant's administering such duties and exercising
2 such powers in the case; (c) representation of Applicant in any litigation arising from motions or
3 adversary proceedings filed by the Applicant's creditors or other interested parties; (d)
4 preparation of all necessary applications, answers, orders, reports, and other legal papers in the
5 case; (e) negotiation and preparation of a disclosure statement and plan of reorganization; and (f)
6 representation of the Applicant in securing confirmation of an appropriate plan of reorganization.
7 Scharff will not be responsible for providing Applicant with tax advice.
8

9 2. Scharff includes Of Counsel attorneys Mary E. Egan ("Egan") and Amy R.
10 Richter ("Richter"). Attorney Scharff has practiced as an attorney for over twenty-two years,
11 including over seventeen years of experience in Chapter 11 bankruptcy work. Egan and Richter
12 were admitted to the Oregon State Bar in 1980 and 1986, respectively. Egan is an experienced
13 Chapter 11 practitioner and Richter is experienced in real estate and foreclosure law.
14

15 3. Applicant believes Scharff is well-qualified to assist him and that Scharff's
16 employment is in the best interests of the bankruptcy estate.

17 4. The proposed rate of compensation, agreed to by the Debtor subject to approval
18 by the court, is the hourly attorney rate in effect on the date of service, which rates at present are
19 as follows:

Professional	Hourly Rate
Attorney Gary Underwood Scharff	\$380.00
Attorney Mary E. Egan	\$200.00
Attorney Amy R. Richter	\$200.00
Legal Assistant	\$120.00

1 These rates are subject to periodic adjustment to reflect economic conditions and increased
2 experience and expertise.

3 4. Scharff is filing with this amended application its Rule 2014 Verified Statement
4 of Professional clarifying for purposes of full disclosure that Kameron DeLashmutt, manager of
5 the debtor, has agreed to guarantee Scharff's rights to payment, and that Mr. DeLashmutt has his
6 own legal counsel. To the best of debtor's knowledge, attorneys Scharff, Egan and Richter
7 represent and have represented no interest adverse to debtor or to the estate in matters on which
8 the law firm is to be engaged, and have no connections with the debtor, creditors, or any other
9 party in interest, their respective attorneys and accountants, the United States Trustee, or any
10 person employed in the office of the United States Trustee, except as noted in that amended
11 Verified Statement.
12

13 WHEREFORE, Applicant prays for an order authorizing the employment of the Law
14 Office of Gary Underwood Scharff pursuant to 11 U.S.C. Section 327(a), effective as of the
15 petition date herein.
16

17 DATED this 22nd day of April, 2011.

18
19 /s/ Kameron DeLashmutt
20 Kameron DeLashmutt, Manager,
21 Thornburgh Resort Company, LLC
22
23
24
25
26

UNITED STATES BANKRUPTCY COURT
DISTRICT OF OREGON

In re)
Thornburgh Resort Company, LLC) Case No. 11-31897-tmb11
) **Amended**
Debtor(s)) RULE 2014 VERIFIED STATEMENT
) FOR PROPOSED PROFESSIONAL

Note: To file an amended version of this statement per ¶19, file a fully completed amended Rule 2014 statement on LBF #1114 and clearly identify any changes from the previous filed version.

1. The applicant is not a creditor of the debtor except:
No exceptions.
2. The applicant is not an equity security holder of the debtor.
3. The applicant is not a relative of the individual debtor.
4. The applicant is not a relative of a general partner of the debtor (whether the debtor is an individual, corporation, or partnership).
5. The applicant is not a partnership in which the debtor (as an individual, corporation, or partnership) is a general partner.
6. The applicant is not a general partner of the debtor (whether debtor is an individual, corporation, or partnership).
7. The applicant is not a corporation of which the debtor is a director, officer, or person in control.
8. The applicant is not and was not, within two years before the date of the filing of the petition, a director, officer, or employee of the debtor.
9. The applicant is not a person in control of the debtor.
10. The applicant is not a relative of a director, officer or person in control of the debtor.
11. The applicant is not the managing agent of the debtor.
12. The applicant is not and was not an investment banker for any outstanding security of the debtor; has not been, within three years before the date of the filing of the petition, an investment banker for a security of the debtor, or an attorney for such an investment banker in connection with the offer, sale, or issuance of a security of the debtor; and is not and was not, within two years before the date of the filing of the petition, a director, officer, or employee of such an investment banker.
13. The applicant has read 11 U.S.C. §101(14) and §327, and FRBP 2014(a); and the applicant's firm has no connections with the debtor(s), creditors, any party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee, or any District of Oregon Bankruptcy Judge, except as follows:

No exceptions.

14. The applicant has no interest materially adverse to the interest of the estate or of any class of creditors or equity security holders.
15. Describe details of all payments made to you by either the debtor or a third party for any services rendered on the debtor's behalf within a year prior to filing of this case:
October 2, 2010 received payment of \$1,537.40 from Genesis Development Group, LLC (GDG), indirect parent of debtor for past services; November 10, 2010, received payment of \$354.60 from GDG for past services; February 8, 2011, received retainer deposit of \$1,000 from debtor; February 10, 2011, received \$2,000 retainer deposit from debtor; March 1, 2011, received \$10,000 retainer deposit from debtor; March 10, 2011, received \$30,000 retainer deposit from debtor; received from debtor for services performed as follows: \$7,931.90 on March 3, 201; \$3,811.00 on March 11, 2011 repetition.
16. The debtor has the following affiliates (as defined by 11 U.S.C. §101(2)). Please list and explain the relationship between the debtor and the affiliate:
(1) GDG, owned 100% by (2) Kameron DeLashmutt (KD), owns 100% of (3) Central Resort Company, LLC (CRC), which owns 100% of debtor. CRC is owned 90% by KD (and 10% by Lisa DeLashmutt, KD's wife). Mrs. DeLashmutt is not an affiliate.
17. The applicant is not an affiliate of the debtor.
18. Assuming any affiliate of the debtor is the debtor for purposes of statements 4-13, the statements continue to be true except (list all circumstances under which proposed counsel or counsel's law firm has represented any affiliate during the past 18 months; any position other than legal counsel which proposed counsel holds in either the affiliate, including corporate officer, director, or employee; and any amount owed by the affiliate to proposed counsel or its law firm at the time of filing, and amounts paid within 18 months before filing):

New answer added to this Amended Statement:

For purposes of full disclosure, applicant states: (a) that Kameron DeLashmutt, manager of debtor, has agreed to guarantee Scharff's rights to payment, and (b) that Mr. DeLashmutt has his own legal counsel.

19. The applicant hereby acknowledges that he/she has a duty during the progress of the case to keep the court informed of any change in the statement of facts which appear in this verified statement. In the event that any such changes occur, the applicant immediately shall file with the court an amended verified statement on LBF #1114, with the caption reflecting that it is an amended Rule 2014 statement and any changes clearly identified.

THE FOLLOWING QUESTIONS NEED BE ANSWERED ONLY IF AFFILIATES HAVE BEEN LISTED IN STATEMENT 16.

20. List the name of any affiliate which has ever filed bankruptcy, the filing date, and court where filed:
Kameron DeLashmutt, District of Oregon, 8/13/1990 (Chapter 7), filed due to medical expenses for premature birth of child not covered by insurance. Kameron DeLashmutt, District of Oregon, 11/22/2002 (Chapter 13), dismissed due to full payment of secured and unsecured claims.

21. List the names of any affiliates which have guaranteed debt of the debtor or whose debt the debtor has guaranteed. Also include the amount of the guarantee, the date of the guarantee, and whether any security interest was given to secure the guarantee. Only name those guarantees now outstanding or outstanding within the last 18 months:

See Schedule 21, attached.

22. List the names of any affiliates which have a debtor-creditor relationship with the debtor. Also include the amount and date of the loan, the amount of any repayments on the loan and the security, if any. Only name those loans now outstanding or paid off within the last 18 months:

GDG, CRC and KD are all owed money by debtor. See Schedule 22, attached.

23. List any security interest in any property granted by the debtor to secure any debts of any affiliate not covered in statements 20 and 21. List any security interest in any property granted by the affiliate to secure any debts of the debtor not covered in statements 21 and 22. Also include the collateral, the date and nature of the security interest, the name of the creditor to whom it was granted, and the current balance of the underlying debt:

None known to applicant.

24. List the name of any affiliate who is potentially a "responsible party" for unpaid taxes of the debtor under 26 U.S.C. §6672:

Kameron DeLashmutt.

I verify that the above statements are true to the extent of my present knowledge and belief.

/s/ Gary Underwood Scharff
Applicant

SCHEDULE 21

Kameron DeLashmutt is a co-debtor of the following loans from Agnes DeLashmutt.

May 28, 2008:	\$300,000
July 8, 2008:	\$100,000
September 4, 2008:	\$100,000
September 18, 2008:	\$52,000
October 24, 2008:	\$63,000

SCHEDULE 22

Name	Date	Amount		
Kam DeLashmutt	5/16/08	442.68		
Kam DeLashmutt	6/16/08	250.00		
Kam DeLashmutt	7/16/08	14,500.00		
Kam DeLashmutt	8/16/08	20,000.00		
Kam DeLashmutt	9/16/08	20,000.00		
Kam DeLashmutt	10/16/08	20,000.00		
Kam DeLashmutt	11/16/08	20,000.00		
Kam DeLashmutt	12/16/08	20,000.00		
Kam DeLashmutt	1/16/09	19,644.00		
Kam DeLashmutt	2/16/09	20,000.00		
Kam DeLashmutt	3/16/09	16,002.21		
Kam DeLashmutt	4/16/09	19,444.08		
Kam DeLashmutt	5/16/09	16,843.11		
Kam DeLashmutt	6/16/09	20,000.00		
Kam DeLashmutt	6/30/09	(71,875.00)		
Kam DeLashmutt	6/30/09	(48,666.74)		
Kam DeLashmutt	7/16/09	16,000.00		
Kam DeLashmutt	8/16/09	20,000.00		
Kam DeLashmutt	9/16/09	20,000.00		
Kam DeLashmutt	10/16/09	20,000.00		
Kam DeLashmutt	11/16/09	12,500.00		
Kam DeLashmutt	12/16/09	20,000.00		
Kam DeLashmutt	1/15/10	20,000.00		
Kam DeLashmutt	2/16/10	20,000.00		
Kam DeLashmutt	3/16/10	20,000.00		
Kam DeLashmutt	4/16/10	20,000.00		
Kam DeLashmutt	5/16/10	20,000.00		
Kam DeLashmutt	6/16/10	20,000.00		
Kam DeLashmutt	7/16/10	20,000.00		
Kam DeLashmutt	8/16/10	20,000.00		
Kam DeLashmutt	9/16/10	20,000.00		
Kam DeLashmutt	10/16/10	20,000.00		
Kam DeLashmutt	11/16/10	20,000.00		
Kam DeLashmutt	12/16/10	20,000.00		
Kam DeLashmutt	1/16/11	20,000.00		
Kam DeLashmutt	2/16/11	20,000.00		
Kam DeLashmutt	3/16/11	20,000.00		
Kam DeLashmutt		515,084.34		
Secured Debt to Genesis	Date	Amount	Accrued Interest	Total
Genesis Development		300,000.00	307,781.00	607,781.00
Un-Secured Debt to Genesis	Date	Amount	Accrued Interest	
About \$175,000				

1 Gary Underwood Scharff, OSB #883031
Law Office of Gary Underwood Scharff
2 621 S.W. Morrison Street Suite 1300
Portland, OR 97205
3 Tel.: 503-493-4353
Fax: 503-517-8143
4 Email: gs@scharfflaw.com
Attorney for Thornburgh Resort Company, LLC,
5 Debtor and Debtor in Possession

6
7
8
9
10
11
12
13
14

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF OREGON**

In re:) Case No.: 11-31897-tmb11
)
Thornburgh Resort Company, LLC,) Chapter 11
)
Debtor.) **CERTIFICATE OF SERVICE**
)
)
)

15 The undersigned hereby certifies that on April 22, 2011, he caused to be served as
16 indicated upon the following parties, by ECF, email and first class mail in sealed envelopes,
17 postage prepaid, copies of **(1) AMENDED APPLICATION FOR EMPLOYMENT OF**
ATTORNEY UNDER 11 U.S.C. SECTION 327(a) and **(2) AMENDED RULE**
18 **2014 VERIFIED STATEMENT FOR PROPOSED PROFESSIONAL:**

LIST OF PARTIES

21
22 **US TRUSTEE, PORTLAND** **ECF** **USTPRegion18.PL.ECF@usdoj.gov**

NON-ECF Via First Class Mail

24
25 Infinity Capital Parker Group Investments
Elliot Lewis Jeff Parker
9933 E. Bell Rd. 15250 Blankenship Rd, Ste 200
26 Scottsdale AZ 85260 West Linn OR 97068

1 Stewart Weitzman
77231 Montesereno Circle
2 Indian Wells CA 92210

3 Schwabe Williamson & Wyatt P. C.
1211 SW 5th Ave Suite 1900
4 Portland OR 97204

5 John Bos
Brent Stanley
28724 Stockdale Hwy
6 Bakersfield, CA 93312

7 Porter Burns
152 Champanelle Way
8 Bend OR 97701

9 Dick Carpenter
65923 Rimrock Ct.
10 Bend OR 97702

11 Ray Grimm
61862 Bunker Hill Rd.
12 Bend OR 97702

13 Mike Herzog
1025 NW Couch St 1411
Portland OR 97209

14 John Houston
15 9799 SW Freeman Dr.
Wilsonville, OR 97070

16 Jay Losi
17 4307 Oak Place Dr,
Westlake CA 91362

18 Joe O'Brien
19 411 Hamiltin Dr. Ste 2002
Peoria Ill 61602

20 Sandy Studer
PO Box 355
21 Diablo CA 94528

22 John Aspell
19250 Green Lakes Lp.
23 Bend OR 97702

24 Virginia Dekat
86 SW Century Dr
Bend OR 97702

25 Dave Edson
26 3227 SW Scholls Ferry Ct.
Portland OR 97221

Lee Kearney
7611 SW Evergreen Hwy,
Vancouver WA 98664

Bob Keys
1550 Eastman Parkway, Ste 150
Gresham OR 97030

Don Kurz
One Bala Plaza East, #600
Bala PA 19004

Allan Mohr
25619 Cheril Dr.
West Linn OR 97068

Darren Wellborne
5415 SW Westgate Dr.
Portland OR 97221

Jim Morse
5895 SW Jean Rd.,
Lake Oswego OR 97035

Steven Morse
3028 NE Alameda
Portland OR 97212

Dan Dutton
52758 Claret Cove
La Quinta, CA 92253

Mike Moone
78663 Peerless Place
La Quinta CA 92253

John Stringer Jr.
18286 Nicklaus Way
Eden Prairie, MN 55347

John Stringer Sr.
130 Tamit Place
Palm Desert CA 92260
Nick Blodgett
50-740 Grand Traverse
La Quinta, CA 92253

Brandon Dawson
6222 NW El Ray Dr.
Camas, WA 98607

Cindy Dawson
6222 NW El Ray Dr.
Camas, WA 98607

CERTIFICATE OF SERVICE - 2

Law Office of Gary U. Scharff
621 S.W. Morrison Street Ste 1300
Portland, OR 97205
(503) 493-4353

1 Jack Whitemore
61530 SW Tam McArthur Ct.
2 Bend OR 97702

3 David Chapman Odin Lease
78505 Old Avenue 52
4 La Quinta CA 92252

5 Gary Mattox Odin Lease
5689 E. Quartz Mt Rd.
6 Paradise Valley AZ 85253

7 Tetra Tech EC, Inc
Lynn Sharp
Dept 1644
8 Denver CO 80291-1644

9 Edgewood Log Structures, Ltd
Brian Schafer
10 PO Box 1030
Coure d'Alene ID 83816

11 Ater Wynne LLP
Wally Glausi
12 1331 NW Lovejoy, Ste 900
Portland OR 97209

13 Moss-Adams LLP
14 Dave Girt
805 SW Broadway ste 1200
15 Portland OR 97205

16 Hickman, Williams & Associates, Inc.
John Kahle
17 1201 SW Wall St. Ste. 100
Bend OR 97702

18 Newton Consultants, Inc.
Dave Newton
19 521 SW 6th St. Ste 100
Redmond OR 97756

20 Tom Watson Design Ltd.
21 Scotty
1901 West 47th Place, Ste 200
22 Westwood KS 66205

23 Bussard Williams
John Kahle
24 1201 SW Wall St. Ste. 100
Bend OR 97702

25 Golf Course Planning LLC
Mike Angus
26 20027 N 97th Place
Scottsdale AZ 85255

Packowski Heinritz Assoc. Inc.
John Packowski
1801 I Street Ste 100
Sacramento, CA 95814

Black Helterline LLP
Steve Schell
805 SW Broadway ste 1900
Portland OR 97205

Rick Nordin
24055 Dodds Rd.
Bend OR 97701

Karnopp Peterson et al
Jim Peterson
1201 SW Wall St. Ste. 300
Bend OR 97702

Peterkin and Associates
Michael Peterkin
222 NW Irving Ave
Bend OR 97701

WRG Design Inc.
Darren Welborne
5415 SW Westgate Dr.
Portland OR 97221

Eisenhower and Carlson
Gary Sturbis
1201 Pacific Ave Ste 1200
Tacoma WA 98402

Central Oregon Irrigation
Steve Johnson
1055 SW Lake Rd.
Redmond OR 97756

Sidley Austin LLP
Ron Sherman
PO Box 0642
Chicago ILL 60690

Interface Engineering
Rob Matteson
708 SW 3rd St.
Portland OR 97204

Elcon Associates, Inc.
12670 SW Barnes Rd.
Portland OR 97229

Group Mackenzie, Inc.
PO Box 14310
Portland OR 97293

1 Motschenbacher & Blattner
Tony Mottsenbacher
2 117 SW Taylor Ste 200
Portland OR 97204
3
4 Paladino & Company
Peter Locke
110 Union St. Ste 400
Seattle WA 98101-2028
5
6 MAI Denver
Mike Marsh
383 Inverness Parkway, Ste
7 Englewood CO 80112
8 Linda L. Swearingen
4022 SW Wickiup
9 Redmond OR 97756
10 Guidon, Inc.
1220 SW Morrison St. Ste 425
Portland OR 97205
11
12 US Bank Visa 0101
PO Box 79048
St. Louis MO 63179-0408
13
14 GMA, Inc.
Gil Martinez
2700 Newport Blvd Ste 1
Newport Beach CA 92663
15
16 Oregon Dept of Environmental Quality
Rod Lemeni
811 SW 6th Avenue
Portland OR 97204
17
18 Apropos Confidential
Dan Glover
2701 NW 13th St.
Redmond OR 97756
19
20 Roemer, Harnik & Nethery LLP
45-025 Manitou Dr.
Indian Wells CA 92210
21
22 Brown and Caldwell, Inc.
PO Box 45208
San Francisco CA 94145-0208
23
24 Air Systems Inc.
675 SE 9th
Bend OR 97702
25
26 Ikon Financial Services
PO Box 650073
Dallas TX 75265-0073

Ikon Office Solutions
PO Box 31001-0850
Pasadena CA 91110-0850

Bend Fire Protection, Inc.
PO Box 8567
Bend OR 97708

Smart Solutions, LLC
2525 NE Twin Knolls Dr. Ste A
Bend OR 97701

T-Mobile
PO Box 790047
St. Louis MO 63179

Morgan, Lewis & Bockius LLP
300 S. Grand Avenue 22nd Fl.
Los Angeles CA 90071

Singletree Enterprises, LLC
John Jackson
8780 Rattlesnake Rd.
Prineville OR 97754

Coenergy - Redmond
2618 SW 4th Ave, Ste B
Redmond OR 97756

Artisan and Truckers Casualty Co
PO Box 54239
Los Angeles CA 90099

Audubon International
Nancy Richardson
230 Second St. Ste 311
Henderson KY 42420

Orkin Pest Control
5113 Pacific Hwy E. Ste 1W
Fife WA 98424

US Green Building Council
PO Box 404296
Atlanta GA 30384-4296

Central Electric Cooperative, Inc
PO Box 846
Redmond OR 97756

Qwest Communications
PO Box 91155
Seattle WA 98111-9255

CERTIFICATE OF SERVICE - 4

Law Office of Gary U. Scharff
621 S.W. Morrison Street Ste 1300
Portland, OR 97205
(503) 493-4353

1 Yellowknife Wireless Company LLC
136 NW Greenwood Ave Ste 200
2 Bend OR 97701

3 Becker Landscapes, LLC
PO Box 8418
4 Bend OR 97708

5 Fed Ex
PO Box 7221
Pasadena CA 91109-7321

6 Earth2O
PO Box 70
7 Culver OR 97734

8 Paula Kentta
9 5762 SW Impala Lane
Redmond OR 97756

10 Central Resort Company
Kameron DeLashmutt
11 2447 NW Canyon
Redmond OR 97756

12 Kameron DeLashmutt
13 2447 NW Canyon
Redmond OR 97756

14 David Chapman Sales Advisory
15 78505 Old Avenue 52
La Quinta CA 92252

16 Deschutes County Tax Collector
17 1300 SW Wall St.
Bend OR 97701

18

19

20 DATED this 22nd day of April, 2011.

21

22

23

24

25

26

Internal Revenue
PO Box 660264
Dallas TX 75266

Peerless Golf, Inc.
Paul Price
64682 Cook Ave #118
Bend OR 97701

Doug Miller
7760 France Ave
Edina MN 55435

Agnes DeLashmutt
4048 NW Xavier
Redmond OR 97756

Genesis Development Group, LLC
Kameron DeLashmutt
2447 NW Canyon
Redmond OR 97756

Charlie & Cheryl Price
16488 Wilt Rd.
Sisters OR 97759

Trail Crossing Trust
4048 NW Xavier
Redmond OR 97756

Action Mortgage
Sterling Savings Bank
Rick Tine
PO Box 2303
Spokane WA 99210

John Evenson
79-145 Montego Bay Dr.
Bermuda Dunes CA 92203

_____/s/ Gary Underwood Scharff
Attorney for Debtor and Debtor in Possession

