

The below described is SIGNED.

Dated: July 05, 2012

*William J. Thurman*  
WILLIAM T. THURMAN  
U.S. Bankruptcy Chief Judge



Gary E. Jubber, A1758  
David R. Hague, A11660  
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*Special Counsel for George B. Hofmann, Chapter 7 Trustee*

**IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF UTAH, CENTRAL DIVISION**

In re	)	
	)	Bankruptcy No. 11-38145
RENEWABLE ENERGY	)	(Chapter 7)
DEVELOPMENT CORPORATION,	)	
	)	<b>ORDER GRANTING TRUSTEE'S</b>
Debtor.	)	<b>SECOND MOTION FOR ORDER (A)</b>
	)	<b>AUTHORIZING THE SALE OF THE</b>
	)	<b>DEBTOR'S BLUE MOUNTAIN WIND</b>
	)	<b>ASSETS FREE AND CLEAR OF LIENS,</b>
	)	<b>CLAIMS, ENCUMBRANCES, AND</b>
	)	<b>INTERESTS, AND (B) AUTHORIZING</b>
	)	<b>ASSUMPTION AND ASSIGNMENT OF</b>
	)	<b>EXECUTORY CONTRACTS AND</b>
	)	<b>UNEXPIRED LEASES</b>
	)	
	)	Honorable William T. Thurman

*The Trustee's Second Motion for Order (A) Authorizing the Sale of the Debtor's Blue Mountain Wind Assets Free and Clear of Liens, Claims, Encumbrances, and Interests, and (B) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, dated*

May 25, 2012 (the “**Second Sale Motion**”), came on for hearing before the Honorable William T. Thurman on June 19 and June 20, 2012. Gary E. Jubber and David R. Hague of Fabian & Clendenin appeared as special counsel on behalf of George B. Hofmann, the Chapter 7 trustee (the “**Trustee**”). Michael N. Emery appeared on behalf of Ellis-Hall Consultants, LLC and Tony Hall (the “**Hall Parties**”), Richard D. Francom and Clay R. Christiansen each appeared *pro se*, Darin Huseby appeared telephonically, *pro se*, and as a representative of Canyon Point, LLC, and John Morgan appeared on behalf of the United States Trustee. The Hall Parties, Clay R. and Diane E. Christiansen, Richard D. Francom and Darin Huseby each filed objections to the Second Sale Motion.

The Court found that proper, timely, adequate and sufficient notice of the Second Sale Motion was provided to all parties in interest. The Court found that the Hall Parties do not have standing to object to the Sale Motion due to failure to establish that they are parties in interest. The Court also found that Darin Huseby lacked standing on the grounds that he was not a party in interest.

Based upon the pleadings on file with the Court, the evidence presented at the hearing, and the arguments of counsel, the Court made its findings and conclusions on the record and overruled the objections to the Second Sale Motion. Based upon the Court’s findings and conclusions, and good cause appearing therefor,

**IT IS HEREBY ORDERED** that

1. The Second Sale Motion is granted and approved.

2. The Trustee is authorized to sell the Blue Mountain Assets, as defined in the Second Sale Motion, to Cedar City Wind Holdings, LLC (“CCW”) pursuant to the Asset Purchase Agreement (“APA”) and the First Amendment to Asset Purchase Agreement (“**First Amendment**”) by and between the Trustee and CCW attached thereto. Such sale shall be free and clear of liens, claims, encumbrances, and interests, pursuant to 11 U.S.C. § 363(f).

3. The Trustee is further authorized to assume and assign the executory contracts identified in the Second Sale Motion and the APA as the Assumed Contracts, and the unexpired lease listed in the Second Sale Motion, pursuant to 11 U.S.C. § 365.

4. The Trustee is further authorized to take all action necessary to consummate the transaction contemplated by the Second Sale Motion, the APA and the First Amendment.

5. In the event the sale to CCW provided in the APA and First Amendment does not close, the Trustee is authorized to sell the Blue Mountain Assets, and to assume and assign the Assumed Contracts and the unexpired leases, to the back-up offerors, in their order of priority.

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**END OF DOCUMENT**

**APPROVED AS TO FORM:**

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Michael N. Emery  
*Attorney for Ellis-Hall Consultants, LLC and  
Tony Hall*

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John Morgan, Trial Attorney  
Office of the United States Trustee

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Richard D. Francom

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Clay R. Christiansen

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Darin Huseby

**CERTIFICATE OF MAILING FOR APPROVAL UNDER LBR 9021-1**

I hereby certify that pursuant to LBR 9021-1(b), I caused a true and correct unexecuted copy of the foregoing **ORDER GRANTING TRUSTEE'S SECOND MOTION FOR ORDER (A) AUTHORIZING THE SALE OF THE DEBTOR'S BLUE MOUNTAIN WIND ASSETS FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES, AND INTERESTS, AND (B) AUTHORIZING ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES** to be mailed, postage fully prepaid on this 21<sup>st</sup> day of June, 2012, to the following for review and approval as to form:

John Morgan, Trial Attorney  
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Darin Huseby  
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\_\_\_\_\_



**CLERK'S CERTIFICATE OF SERVICE**

The undersigned hereby certifies that a true and correct copy of the foregoing was mailed, postage fully prepaid, this \_\_\_ day of June, 2012 to:

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