

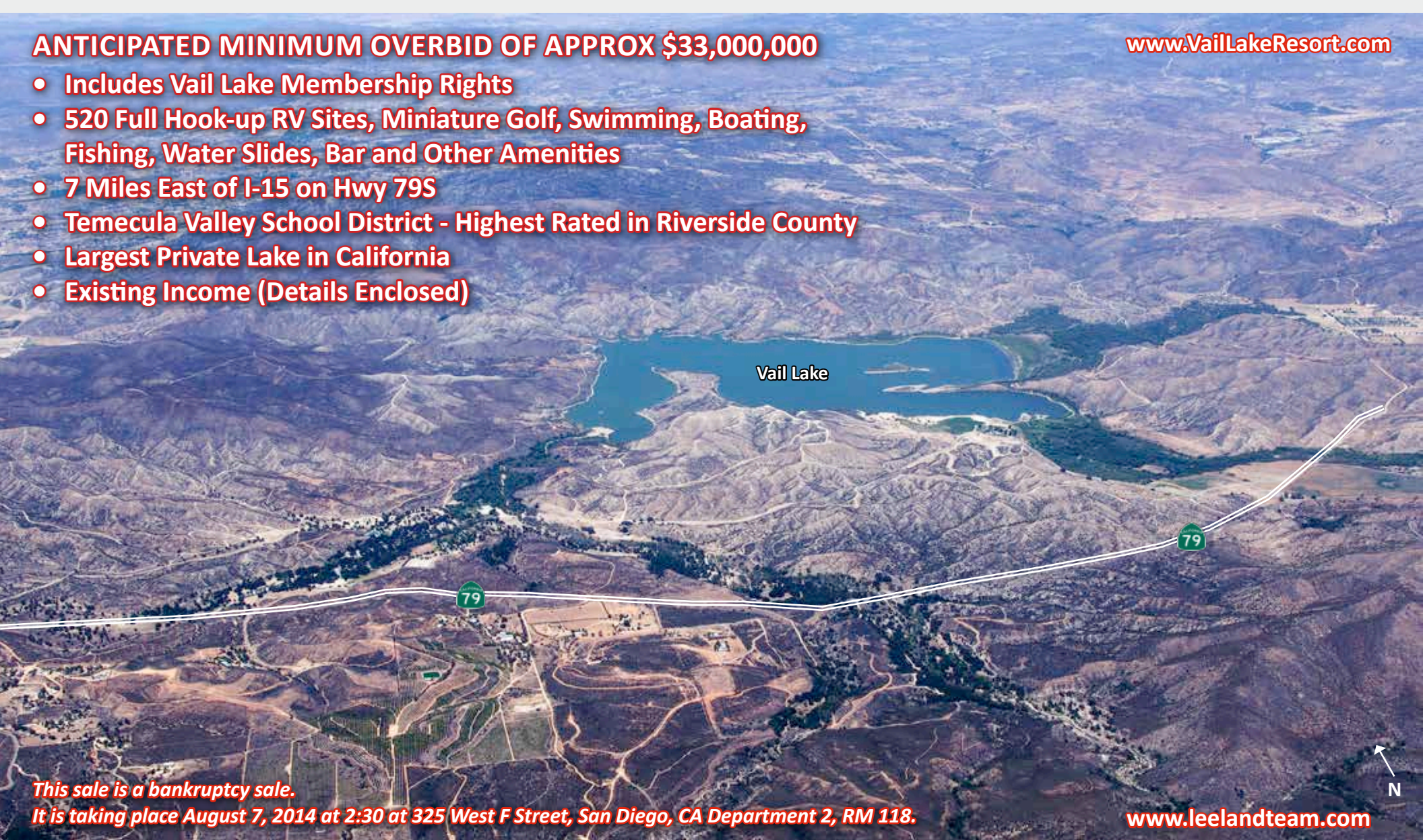
VAIL LAKE RESORT - 7,955 ACRES - TRUSTEE SALE / STALKING HORSE BID

38000 HWY 79 S - TEMECULA, CA

ANTICIPATED MINIMUM OVERBID OF APPROX \$33,000,000

www.VailLakeResort.com

- Includes Vail Lake Membership Rights
- 520 Full Hook-up RV Sites, Miniature Golf, Swimming, Boating, Fishing, Water Slides, Bar and Other Amenities
- 7 Miles East of I-15 on Hwy 79S
- Temecula Valley School District - Highest Rated in Riverside County
- Largest Private Lake in California
- Existing Income (Details Enclosed)



This sale is a bankruptcy sale.

It is taking place August 7, 2014 at 2:30 at 325 West F Street, San Diego, CA Department 2, RM 118.

www.leelandteam.com

FOR ADDITIONAL INFORMATION:



MATT WEAVER
760.448.2458
mweaver@lee-associates.com
CA Lic#01367183

AL APUZZO
760.448.2442
aapuzzo@lee-associates.com
CA Lic#01323215

PATRICK MILLER, CCIM
760.929.9700
pmiller@lee-associates.com
CA Lic#00296599

Lee & Associates-North San Diego County | 1900 Wright Place, Suite 200, Carlsbad, CA 92008 | T: 760.929.9700 F: 760.929.9977 | www.lee-associates.com

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16	AREA INFO
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No warranty or representation is made to the accuracy of the foregoing information. Terms of sale, lease and availability are subject to change or withdrawal without notice.

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38000 HWY 79 S - TEMECULA, CA

Lee & Associates is proud to present for sale 7,955 acres known as Vail Lake Resort in Temecula CA.

The subject property is the largest private lake in California and boasts various recreational amenities including an RV Resort, swimming, boating, fishing, water slides, miniature golf and various other activities.

The property is zoned for approx. 1,600 homes and allows a new owner the opportunity to vastly increase existing income through recreational and resort improvements while pursuing residential development on some of the most desirable raw land in Southern California.

EXECUTIVE SUMMARY



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BID PROCEDURES

[CLICK HERE TO VIEW BID PROCEDURES MOTION](#)

The following is a summary of the auction procedures approved by the Bankruptcy Court. All prospective bidders should carefully review the bidding procedures motion and the sale motion.

1. All Qualified Bidders wishing to participate in the Auction will submit written opening bids to the Broker, which shall be in an amount no less than \$100,000 more than the amount of the Secured Creditors' Opening Bid, by no later than 5:00 p.m. PST on August 5, 2014. All bids must be for the entirety of the Property.
2. At the Auction, the Debtors will provide all Qualified Bidders with a bid sheet showing the amounts of the opening bids, but not the identity of the bidders. The Secured Creditors' Opening Bid will be included on this bid sheet. The bid sheet will identify the highest of the opening bids ("Baseline Bid").
3. Following circulation of the bid sheet, bidding will commence in \$100,000 increments above the Baseline Bid and will proceed until only one bidder remains. All bids, except any incremental increase in the Secured Creditor's credit bid, must be supported by proof of immediately available funds sufficient to pay the bid amount satisfactory to the Debtors and the Secured Creditors in their sole and absolute discretion.
4. The highest bid submitted at the Auction will win (the "Successful Bid"). The Qualified Bidder submitting such Successful Bid shall become the "Successful Bidder," and shall have such rights and responsibilities of a purchaser, as set forth in the APA. The Successful Bid and the Successful Bidder are subject to approval of the Court.

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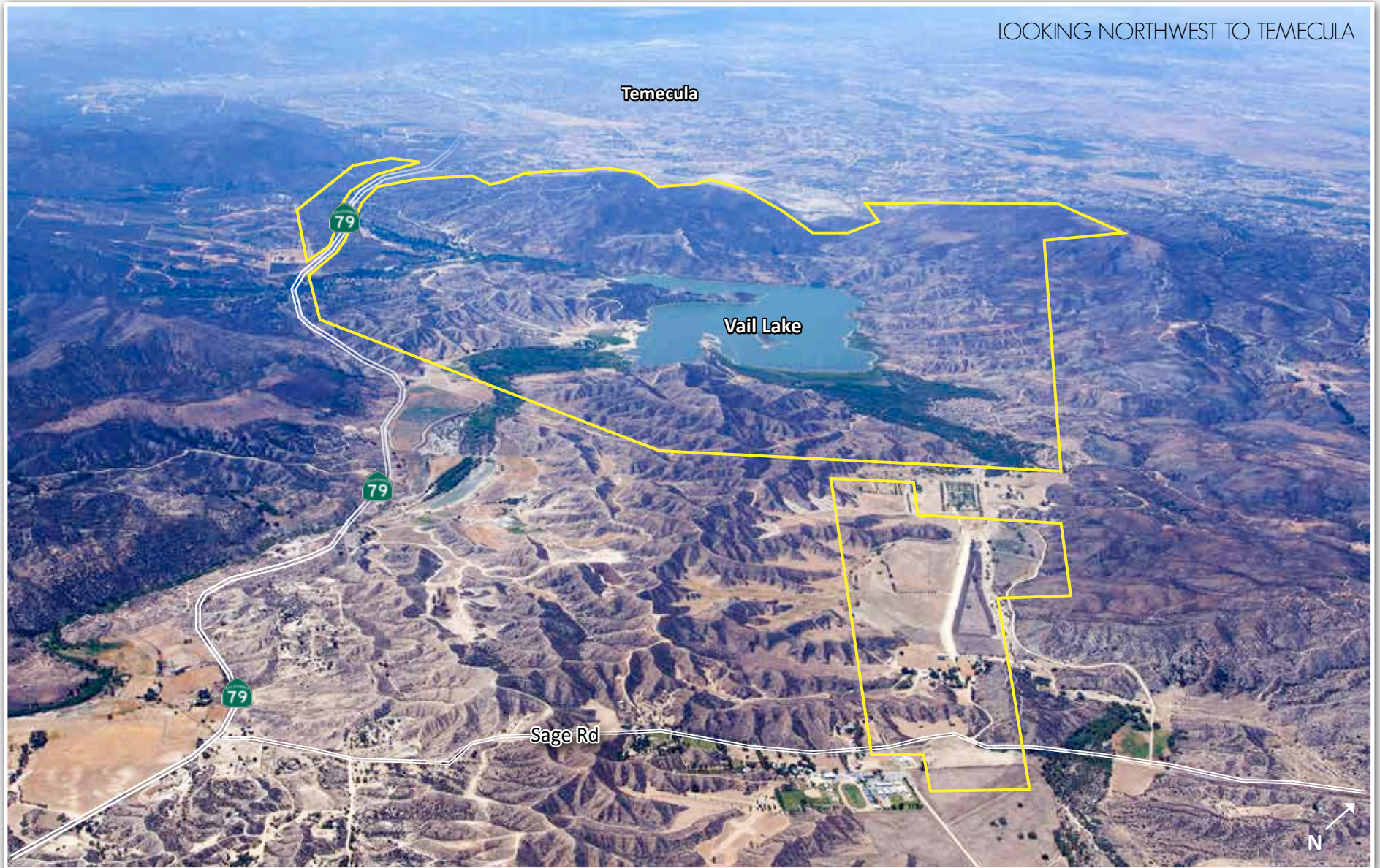
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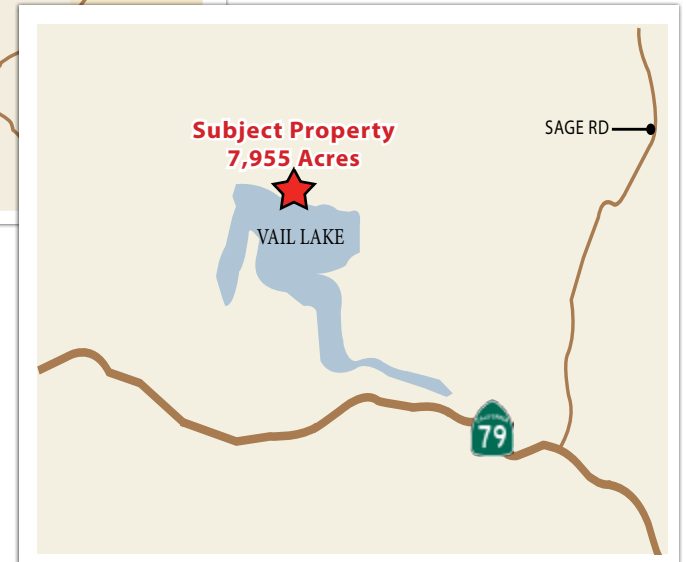
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LOCATION MAP



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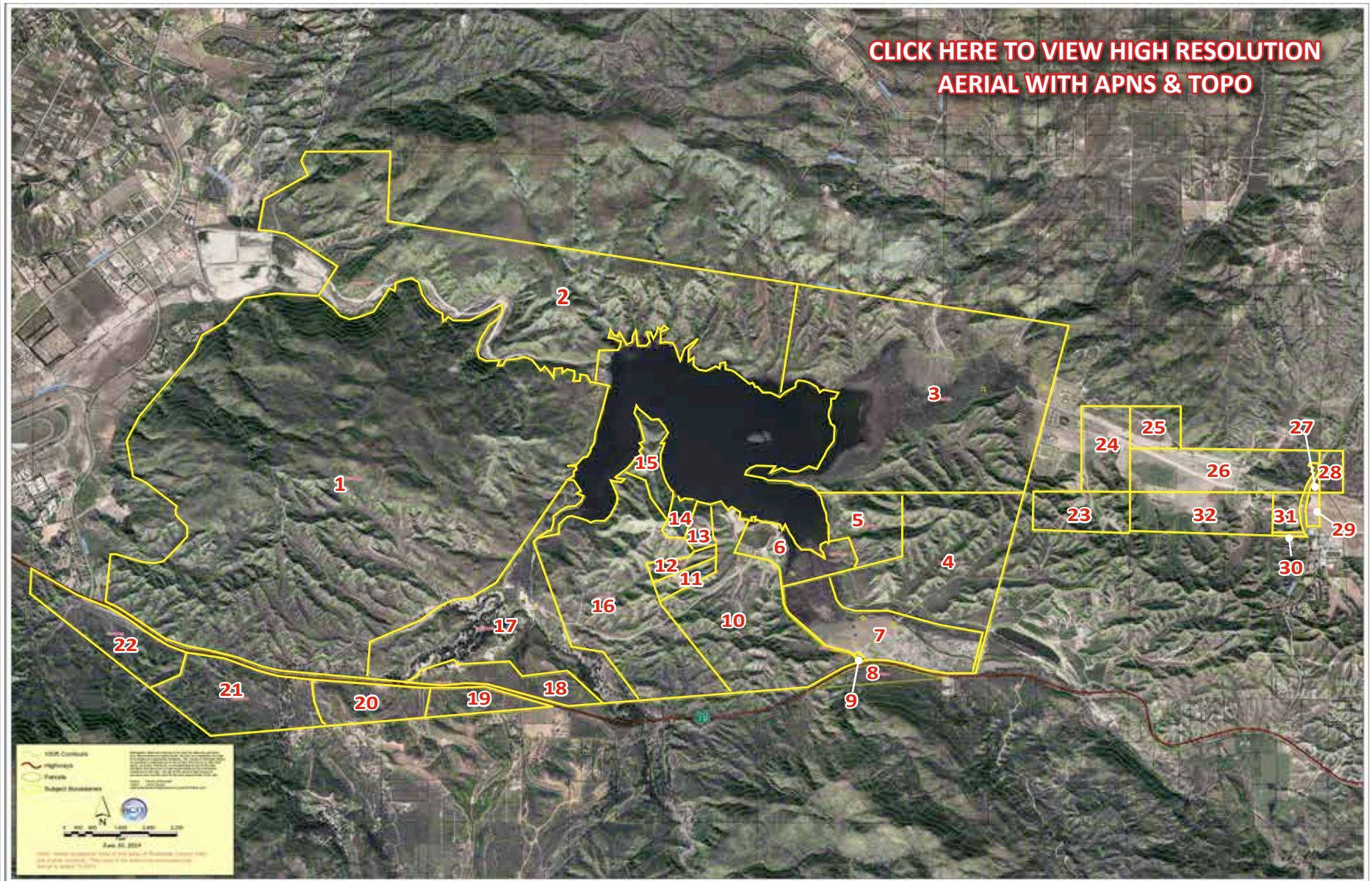
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VAIL LAKE RESORT - 7,955 ACRES - TRUSTEE SALE / STALKING HORSE BID

38000 HWY 79 S - TEMECULA, CA

AERIAL - APNS

[CLICK HERE TO VIEW HIGH RESOLUTION AERIAL WITH APNS & TOPO](#)



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APN BREAKDOWN

Prop. #	Parcel	Ownership	Acreage	APN	Zoning	Zoning		School District	Address
						Single Family Res.	Multi Lot Developments		
1	Parcel I	VLUSA	2,644.09	927-320-081	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
2	Parcel H	VLUSA	1,072.22	927-320-080	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
3	Parcel G	VLUSA	939.75	927-320-079	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
4	Parcel E	VLRC	350.39	927-680-004	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
5	Parcel F	VLRC	95.03	927-680-005	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
6	Parcel C	VLRC	80.02	927-680-002	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	40500 Highway 79, Temecula, CA
7		VLUSA	188.00	927-680-010	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	40940 S Highway 79, Temecula, CA
8		VLUSA	29.75	927-680-001	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
9		VLRC	3.27	927-680-011	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
10		VLUSA	546.85	927-320-083	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
11		VLUSA	23.00	927-320-084	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
12		VLUSA	20.89	927-320-085	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
13		VLUSA	20.02	927-320-086	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
14		VLUSA	20.27	927-320-087	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
15		VLUSA	47.03	927-320-088	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
16		VLUSA	447.00	927-320-089	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
17	Parcel A	VLV&R	362.44	927-380-023	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	38000 Temecula Pkwy, Temecula, CA
18	Parcel 1	VLUSA	84.32	927-380-019	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
19	Parcel 2	VLUSA	50.42	927-380-020	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
20	Parcel 3	VLUSA	87.52	927-380-021	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
21	Agua Tibia	Agua Tibia Ranch LLC	183.12	927-320-062	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
22	Agua Tibia	Agua Tibia Ranch LLC	120.44	927-320-063	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Temecula Valley Unified	Temecula, CA 92592
23	Sundance Ranch	VLRC	79.14	917-050-003	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	Aguanga, CA 92536
24	Sundance Ranch	VLRC	82.19	917-050-007	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	Hemet, CA 92543
25	Sundance Ranch	VLRC	43.10	581-070-013	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	Aguanga, CA 92536
26	Sundance Ranch	VLRC	157.21	581-070-016	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	Aguanga, CA 92536
27	Sundance Ranch	VLRC	2.73	581-070-015	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	Aguanga, CA 92536
28	Sundance Ranch	VLRC	20.00	581-120-005	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	Aguanga, CA 92536
29	Sundance Ranch	VLRC	8.33	581-150-017	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	Aguanga, CA 92536
30	Sundance Ranch	VLRC	1.10	581-150-015	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	Aguanga, CA 92536
31	Sundance Ranch	VLRC	25.37	581-150-016	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	44175 Sage Rd, Aguanga, CA
32	Sundance Ranch	VLRC	120.56	581-150-013	R-R	1 DU / 5 Acres	1 DU / 2.5 Acres	Hemet Unified School District	43425 Sage Rd, Hemet, CA
	Total		7,955.57						

** Overall density must not exceed 0.2 DU per acre

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VAIL LAKE RESORT - 7,955 ACRES - TRUSTEE SALE / STALKING HORSE BID

38000 HWY 79 S - TEMECULA, CA

PROPERTY INFO

PROPERTY HIGHLIGHTS

- Largest Private Lake in California
- 10 Miles from Old Town Temecula
- Located 7 Miles From I-15
- Located Near Pechanga Resort & Casino, the Largest Casino in California
- California's #1 Large Mouth Bass Lake Fishing Destination
- Located Near Temecula's Famous Wine Country

VAIL LAKE ACTIVITIES & AMENITIES

- 520 Site RV Resort with Full Hook-ups
- New On-Site, Lake-Front Concert Venue Accommodates 35,000 People
- Fishing
- Boating
- Water Skiing
- Wake Boarding
- Kayaking
- RC Racetracks
- Horseback Riding with Facilities
- Mountain Biking
- Hiking
- Public Pool
- Miniature Golf
- Water Slides
- Bar Near Campground Area
- Future Restaurant Location
- 3200' Airstrip (Sundance)
- 3 Single Family Homes, Outbuildings, Airplane Hanger (Sundance)



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EXISTING INCOME

Vale Lake Resort Income Information

PROPERTY INFO

	2012	2013	YTD 6/30/2014
Lake Membership Income*	\$472,063	\$534,123	\$220,315
RV Income	\$1,144,715	\$1,332,278	\$743,975
Special Events Income	\$332,838	\$289,433	\$55,499
Deli Income	\$118,293	\$116,021	\$34,895
Misc Income	\$283,660	\$283,776	\$94,925
Total Income	\$2,351,569	\$2,555,631	\$1,149,609

Approximately 400 memberships in place*

Neither Broker nor Seller certifies as to the accuracy of this information



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PHOTOS



Campground / RV Storage



Bunkhouse Bar / Restaurant



Future Restaurant Site / Beach / Boat Launch



Campground / Water Slides / Swimming Pools



Vail Lake

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PHOTOS



Overhead View of Vail Lake Resort



Sundance



Events Pavilion



Camgrounds



Water Slides

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AREA INFO

Vail Lake Resort

Vail Lake is a large reservoir of 1,000 acres in western Riverside County, California, located in Temecula on the Temecula Creek and Santa Margarita River watershed approximately 10 miles from Old Town Temecula. It was created in 1948 when the owners of Vail Ranch constructed the 132 foot high Vail Lake Dam, which has been owned and operated by the Rancho California Water District since 1978. The 11,000+ acre property surrounding Vail Lake is privately owned, and recreational access to the lake is privately controlled.

The Butterfield Country Recreational Park (now Vail Lake Resort) was established in 1968 to provide public access to the lake and its marina, but closed by its owners in 1989. In 1995, a members-only resort facility was opened at the location of the former park; and in 2000, the water activities area was re-opened to the public on an annual fee basis. Today, boating rights on the lake are reserved for annual members only but RV access is open to the public with paid nightly reservation or a day use pass.

In addition to numerous affordable and comfortable campsites, Vail Lake Resort offers fun activities and attractions for the whole family, including fishing, camping, horseback riding, mountain biking, hiking, miniature golf, swimming, and waterslides — although just plain relaxing under the oaks is fine too!

Offering both privacy and security, Vail Lake Resort is the perfect spot for a family weekend getaway. Vail Lake Resort offers the perfect setting for those longing to get away from it all and enjoy the beauty of nature with over 9,000 acres of ancient, shady oaks in a natural California chaparral setting. Melt your stress away while enjoying our scenic views, abundant wildlife, numerous recreational opportunities, and fantastic weather. Plans are in the works for a professional golf course, new restaurant and winery sites on the property.

Temecula, CA

Temecula, branded as Southern California Wine Country, has award winning schools, higher educational opportunities, vast array of parks and trails, diverse shopping/dining options and beautiful residential communities. Over the past two decades, the City of Temecula has evolved into an innovative, dynamic City and a regional economic center for Southwest Riverside County, all while retaining its small town feeling and character.

Centrally located between Los Angeles, Orange County and San Diego, Temecula boasts designation in California's Innovation hub (IHub) and the San Diego Foreign Trade Zone. Rated one of the top twenty least expensive cities to do business in California by the Kossmont-Rose Institute, Temecula remains the ideal city for relocating, expanding, and developing a new project in Southern California.

At 23 years old, Temecula is moving from building a City to sustaining a City. Strong investment in quality of life has helped Temecula retain and attract both residents and quality jobs to ensure its economic prosperity. Temecula strives to be a well-rounded community, and setting the stage for an excellent quality of life for both residents and companies is our business!



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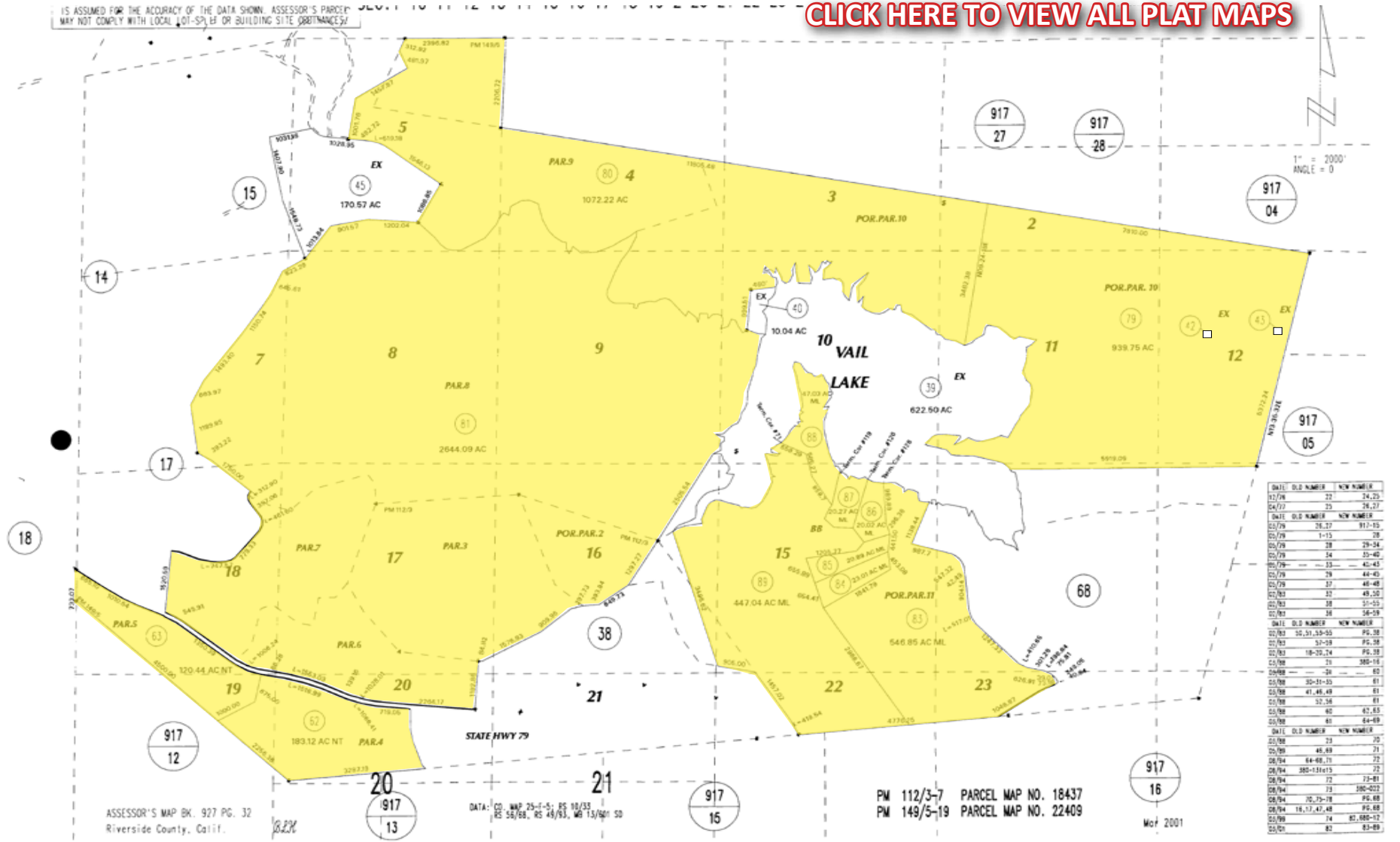
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IT IS ASSUMED FOR THE ACCURACY OF THE DATA SHOWN. ASSESSOR'S PARCELS MAY NOT COMPLY WITH LOCAL ZONING OR BUILDING SITE REQUIREMENTS.

[CLICK HERE TO VIEW ALL PLAT MAPS](#)

PLAT MAPS



DATE	OLD NUMBER	NEW NUMBER
02/78	22	24, 25
04/77	22	26, 27
DATE	OLD NUMBER	NEW NUMBER
02/79	26, 27	917-15
02/79	1-15	28
02/79	28	29-34
02/79	34	35-40
02/79	—	35
02/79	29	44-45
02/79	37	46-48
02/80	39	49, 50
02/80	38	51-55
02/80	38	56-59
DATE	OLD NUMBER	NEW NUMBER
02/82	30, 31, 33-35	60, 38
02/82	32-33	60, 38
02/84	38-39, 74	60, 38
02/88	23	380-18
02/88	—	38
02/88	30-31-35	81
02/88	41, 46, 49	81
02/88	32, 54	81
02/88	40	82, 83
02/88	81	84-89
DATE	OLD NUMBER	NEW NUMBER
02/88	72	72
02/88	46, 69	71
02/84	64-65, 75	72
02/84	380-131013	72
02/84	72	72-81
02/84	72	180-202
02/84	75, 79-78	60, 68
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ASSESSOR'S MAP BK. 927 PG. 32
Riverside County, Calif.

DATA: CO. MAP 25-1-5; RS 18/33
RS 58/88, RS 49/83, MS 15/80 SD

PM 112/3-7 PARCEL MAP NO. 18437
PM 149/5-19 PARCEL MAP NO. 22409

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Map 2001

FOR ADDITIONAL INFORMATION:



MATT WEAVER
760.448.2458
mweaver@lee-associates.com
CA Lic#01367183

AL APUZZO
760.448.2442
aapuzzo@lee-associates.com
CA Lic#01323215

PATRICK MILLER, CCIM
760.929.9700
pmiller@lee-associates.com
CA Lic#00296599

For More Information, Please Contact:

MATT WEAVER

760.448.2458

mweaver@lee-associates.com

CA Lic#01367183

AL APUZZO

760.448.2442

aapuzzo@lee-associates.com

CA Lic#01323215

PATRICK MILLER, CCIM

760.929.9700

pmiller@lee-associates.com

CA Lic#00296599

