## IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

In re:	) Chapter 11
WESTWIND MANOR RESORT	) Case No. 19-50026 (DRJ)
ASSOCIATION, INC., et al., <sup>1</sup> Debtors.	) Jointly Administered
	)

## NOTICE OF AUCTION FOR WOLF CREEK GOLF CLUB AND DEBTORS' RESERVATION OF RIGHTS

On November 22, 2019, the United States Bankruptcy Court, for the Southern District of Texas (the "Court") entered its Order (A) Approving Form of Asset Purchase Agreement; (B) Approving Procedures in Connection with the Sale of Wolf Creek Golf Club; (C) Scheduling the Related Auction and Hearing to Consider Approval of Sale; (D) Approving the Form and Manner of Notice Thereof; and (E) Granting Related Relief [Docket No. 607] (the "Bid Procedures Order").

Pursuant to the Bid Procedures Order, the Auction (the "<u>Auction</u>") of the Debtors' **Wolf Creek Golf Club** has been scheduled and continued pursuant to various Notices filed on the Court's Docket.

The Debtors have reset the Auction for March 23, 2020, at 9:00 a.m. (Central Time).

The Auction will take place both **in person**, at the offices of Cole Schotz, P.C., 1200 Smith Street, Suite 1600, Houston, TX 77002, <u>and</u> *via* **video and telephonic conference** (the conference call-in information will be provided to Qualified Bidders (as such term is defined in the Bid Procedures Order). Qualified Bidders can participate in the Auction in the manner they choose.

The Debtors will be seeking a hearing before the Court to approve the Auction for **March 23**, **2020**, following the Auction, or such other date as the Court has available.

<sup>&</sup>lt;sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Westwind Manor Resort Association, Inc. (7533); Warrior ATV Golf, LLC (3420); Warrior Acquisitions, LLC (9919); Warrior Golf Development, LLC (5741); Warrior Golf Management, LLC (7882); Warrior Golf Assets, LLC (1639); Warrior Golf Venture, LLC (7752); Warrior Premium Properties, LLC (0220); Warrior Golf, LLC (4207); Warrior Custom Golf, Inc. (2941); Warrior Golf Equities, LLC (9803); Warrior Golf Capital, LLC (5713); Warrior Golf Resources, LLC (6619); Warrior Golf Legends, LLC (3099); Warrior Golf Holdings, LLC (2892); and Warrior Capital Management, LLC (8233). The address of the Debtors' corporate headquarters is 15 Mason, Suite A, Irvine, California 92618.

Parties interested in submitting a Qualified Bid, must do so no later than **5:00 p.m.** (Central Time) on March **18, 2020**. A Qualified Bid is defined in the Bid Procedures Order, a copy of which can be obtained from counsel for the Debtors, and includes:

- A non-contingent Asset Purchase Agreement executed by the bidder (the form is available from counsel for the Debtors);
- Debtors' counsel receiving a deposit of at least 5% of the purchase price under the Asset Purchase Agreement (wire instructions are available upon request); and
- Evidence demonstrating the bidder's ability to close the transaction if their bid is selected as the highest or best bid.

Questions about the content and terms of a Qualified Bid should also be directed to counsel for the Debtors:

Michael D. Warner, Esq. Cole Schotz, P.C. 301 Commerce Street, Suite 1700 Ft. Worth, TX 76102 (817) 810-5250 (817) 810-5255 (fax) mwarner@coleschotz.com

The Debtors are in receipt of multiple bids and have not yet anointed any "stalking horse" and have not yet entered into any "stalking horse" asset purchase agreement as authorized by the Bid Procedures Order. The Debtors hereby reserve all of their rights to designate a "stalking horse", enter into a "stalking horse" asset purchase agreement, or take any related action at or before the Auction, as authorized by the Bid Procedures Order.

The Debtors further reserve all of their rights with respect to the Auction, including, but in no way limited to, conducting the Auction as indicated herein; continuing the Auction to another date and time; canceling the Auction; and evaluating and selecting any Qualified Binders.

Respectfully submitted,

Dated: March 9, 2020

By: /s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304) Benjamin L. Wallen (TX Bar No. 24102623)

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