

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
CORPUS CHRISTI DIVISION

In re: §
§
SCOTIA DEVELOPMENT LLC, § Case No. 07-20027-C-11
§ Jointly Administered
Debtor. § (Chapter 11)

ORDER DENYING SCOTIA PACIFIC COMPANY LLC'S MOTION FOR AN ORDER COMPELLING THE AD HOC NOTEHOLDER GROUP TO FULLY COMPLY WITH BANKRUPTCY RULE 2019(A) BY FILING A COMPLETE AND PROPER VERIFIED STATEMENT DISCLOSING ITS MEMBERSHIP AND THEIR INTERESTS #492

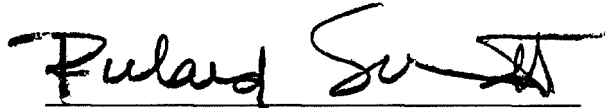
CAME ON FOR HEARING on April 10, 2007, the Motion for an Order Compelling the Ad Hoc Noteholder Committee to Fully Comply with Bankruptcy Rule 2019(a) by Filing a Complete and Proper Verified Statement Disclosing Its Membership and Their Interests (the "Motion") (Doc. #492) filed by Scotia Pacific Company LLC ("Scopac"). The Court has considered the pleadings and arguments presented at the hearing, and the objections to the Motion, including (a) The Noteholder Group's Objection to Scotia Pacific Company LLC's Motion for an Order Compelling the Noteholders to Fully Comply with Bankruptcy Rule 2019(A) . . . (Doc. #599); (b) the Securities Industry and Financial Markets Association and Loan Syndications and Trading Association, as amici curiae, Motion for Leave of Court Pursuant to 11 U.S.C. Sec. 1109(b) OR, Alternatively, FED. R. BANKR. P. 2018(a) and 11 U.S.C Sec. 105(a), to Appear in Support of the Noteholder Group's Objection . . . (Doc. #610); and (c) Scotia Pacific Company LLC's Response to the Noteholder Group's Objection to the Motion. . . (Doc. #604); and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefore, it is

ORDERED that the Motion is denied in its entirety; and it is further

ORDERED that the Court finds that the Noteholder Group is not a "committee" within the meaning of Bankruptcy Rule 2019; and it is further

ORDERED that the Noteholder Group is not subject to the disclosure requirements under Bankruptcy Rule 2019.

SIGNED APR 18 2007



RICHARD S. SCHMIDT
UNITED STATES BANKRUPTCY JUDGE

SUBMITTED BY:

Evan D. Flaschen (304232)
Gregory W. Nye (300188)
Kurt A. Mayr (425858)
BRACEWELL & GIULIANI LLP
One Goodwin Square
225 Asylum Street, 26th Floor
Hartford, CT 06103
Telephone: (860) 947-9000
Facsimile: (860) 760-6789

-and-

John P. Melko (13919600)
GARDERE WYNNE SEWELL LLP
1000 Louisiana, Suite 3400
Houston, TX 77002-5007
Telephone: (713) 276-5727
Facsimile: (713) 276-6727

*Attorneys for the Ad Hoc Group of
Timber Noteholders*