



Dated: January 14, 2010

Respectfully submitted,

BAKER BOTTS L.L.P.

By: /s/ Kevin M. Sadler

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**ATTORNEYS FOR RECEIVER  
RALPH S. JANVEY**

#### **CERTIFICATE OF SERVICE**

On January 14, 2010 I electronically submitted the foregoing motion and the proposed order with the clerk of court for the U.S. District Court, Northern District of Texas, using the electronic case filing system of the court. I hereby certify that I have served all counsel and/or pro se parties of record electronically or by another manner authorized by Federal Rule of Civil Procedure 5(b)(2).

/s/ Kevin M. Sadler  
Kevin M. Sadler

# EXHIBIT A

**DECLARATION OF HARRY DRISCOLL**

My name is Harry Driscoll; I am over the age of 18 years and am fully competent to make this Declaration. The facts set forth in this Declaration are within my personal knowledge and are true and correct.

I have been retained as the broker of the Hawker Siddeley model HS-125-600A aircraft bearing tail number N10SA, with serial number 256065 (the "Aircraft"). I personally have over 20 years of experience in aircraft marketing, operations management, aircraft maintenance and flight operations.

In marketing the Aircraft, I have undertaken the following:

- listed the Aircraft on the Amstat and Jetnet listing services, each of which has up to 1000 subscribers comprising the most active aviation users of jet aircraft in the world, and the most active dealers and brokers who routinely deal in aircraft like the Hawker 600A.
- placed advertisements for the Aircraft on Controller, Aircraft Shopper Online, and Trade-A-Plane, which are publications read by the vast majority of jet operators, dealers and brokers when shopping for or researching an aircraft for purchase.
- placed advertisements using the Planefax mass mailing service. Planefax provides email and fax broadcasting to a proprietary list of aircraft operators, brokers and dealers.
- contacted all owners of Hawker 600A's and their associates (approximately 10 Hawker 600A's remain in operation worldwide).
- contacted foreign and domestic dealers and mechanics known to traffic in vintage aircraft like the Hawker 600A.

- contacted the Aircraft's home base (Houston Executive Airport - KTME)

and advertised to walk-ins who frequently ask about display aircraft for sale.

These efforts have resulted in following:

- 53 interested parties
- 7 in-person showings of the Aircraft to different groups
- 4 verbal offers
- 6 written offers ranging from \$135,000 to \$225,000<sup>1</sup>

The \$192,500 offer set forth in the Motion was the result of negotiations starting in August 2009. The Buyer initially offered \$135,000, which was increased to \$185,000 in September, \$192,000 in October, and finally to \$200,000. (As set forth in the Motion, the proposed sale price of \$192,500 is based on a purchase price of \$200,000 less \$7,500 which the Seller agreed to furnish to cure airworthiness discrepancies.) Through my dealings with the Buyer and other sources, I have confirmed that the Buyer was very well-informed and performed numerous competitive comparisons in reaching the ultimate price it offered for the Aircraft.

I am also very familiar with the condition of the Aircraft. Based on my knowledge of the Aircraft's equipment and maintenance status, my knowledge of the industry, and my close relationship with the former managers of the Stanford flight department, my estimates of certain major expenditures on the Aircraft are as follows:

- 48 Month Inspection: \$500,000 in 2001-2002. I know the cost because my firm Harry Driscoll & Associates ("HD&A") was the project sales director for the Aircraft when it was inducted into the Sugarland Jet Center for this work. HD&A was present and involved with the entire work scope of repairs, new interior, paint and satellite phone installation, totaling over \$500,000.

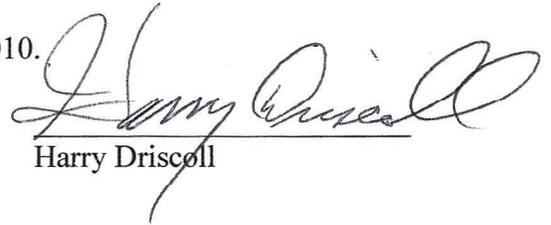
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<sup>1</sup> The \$225,000 offer required *guaranteed* delivery by December 31, 2009. The Receiver and I determined that meeting that deadline was impossible, and that the \$192,500 offer as set forth in the Motion was more attractive to the Estate because that buyer was more flexible and agreed to bring the Power by the Hour premiums up to date at its expense.

- Avionics Upgrade (Reduced Vertical Separation Minimums (“RVSM”); Terrain Awareness and Warning Systems (“TAWS”)): \$150,000 in 2003-2004. I know the cost because during the same time frame, my firm HD&A was engaged in bidding out an identical RVSM/TAWs compliance job on another Hawker 600A to Innovative Avionics in Pontiac, Michigan.
- New 800XP Interior Upgrade: \$200,000 in 2004. I am familiar with this work, which was completed by Leo Ackorage Interiors of Redbird Airport in Dallas, a well known high quality shop for such work. The new interior was a showpiece of engineering and artful accomplishment of which he and the Stanford people were proud. HD&A has years of interior engineering and refurbishment experience and is well acquainted with the cost of unique designs and installation upgrades such as those completed on the Aircraft.
- 48 Month Inspection: \$300,000 in 2006. Hanks Aviation at Redbird Airport in Dallas performed this work. I know the cost because HD&A followed the work progress with the vendors and Stanford because it was expected that HD&A was about to perform a similar installation and work scope on another Hawker 600A.
- Auxiliary Power Unit Overhaul: \$100,000 in 2006. I know the cost because HD&A has experience with similar work scope on other APU's where the overhauls cost significantly more than this estimate.
- Landing Gear Overhaul: \$150,000 in 2007. I know the cost because HD&A has obtained quotes from vendor who performed the work on the Aircraft and other such overhaul vendors over the years for other Hawkers and the quotes have always been around this estimate.
- New Paint Scheme: \$50,000 in 2008. The industry norm for such a high quality stripe and paint is at least this amount on such an aircraft. The invoice submitted with this Reply shows that the true amount was \$55,779.
- Rolls Royce Power by the Hour Program. Conservative estimate of approximately \$1,000,000 between 1999 and 2009. HD&A estimates a 10 year average price of \$250 per hour per engine, and a usage of at least 300 hours. This equates to  $\$250 \times 2 \times 300 \times 10 = \$1,500,000$ .

I declare under penalty of perjury that the foregoing is true and correct.

Executed on the 14<sup>th</sup> day of Jan. 2010.



Harry Driscoll

# **EXHIBIT B**

## Stanford Financial Viper Payments for Aircraft 256065 (N10SA)

	ACTT	RH TSO	LH TSO	Hours Flown	Payment	End of Quarter
13-Oct-08	9,295.90	3,348.20	1,807.90	52.30	\$29,842.38	30-Sep-08
03-Jul-08	9,243.60	3,295.90	1,755.60	60.50	\$34,523.72	30-Jun-08
07-Apr-08	9,183.10	3,235.40	1,695.10	41.50	\$22,617.50	31-Mar-08
26-Dec-07	9,141.60	3,193.90	1,653.60	12.10	\$6,594.50	31-Dec-07
12-Oct-07	9,129.50	3,181.80	1,641.50	20.50	\$11,172.50	30-Sep-07
17-Jul-07	9,109.00	3,161.30	1,621.00	56.30	\$30,683.50	30-Jun-07
25-Apr-07	9,052.70	3,105.00	1,564.70	93.50	\$46,058.10	31-Mar-07
06-Nov-06				141.10	\$69,505.86	30-Sep-06
28-Jul-06				146.10	\$72,904.80	30-Jun-06
17-Jan-06	8,489.90	1,981.90	2,130.00	214.40	\$106,985.60	31-Dec-05
24-Oct-05	8,275.50	1,767.50	2,104.30	169.70	\$84,680.30	30-Sep-05
16-Aug-05	8,109.00	1,597.80	1,934.60	190.40	\$95,009.60	30-Jun-05
31-Mar-05	7,915.40	1,407.40	1,744.20	135.50	\$59,050.90	31-Mar-05
31-Mar-05		1,199.35	1,536.15	64.95	\$28,305.21	31-Dec-04
01-Oct-04	7,641.40	1,134.40	1,471.20	139.50	\$60,794.10	30-Sep-04
12-Aug-04	7,502.90	870.90	1,207.60	124.10	\$54,082.78	30-Jun-04
10-Apr-04	51.87	4,046.27	1,209.07	51.87	\$20,553.12	31-Mar-04
		3,994.40	1,157.20	86.60	\$35,315.48	31-Mar-04
		4044.8	1207.6	50.4	\$20,553.12	31-Mar-04
					\$889,233.07	

# EXHIBIT C

F



**Bill To:**

DOUG HUBENER  
 STANFORD AVIATION, LLC  
 5050 WESTHEIMER  
 HOUSTON, TX 77056

**INVOICE**

Invoice Number: 1712  
 Invoice Date: Apr 29, 2008  
 Page: 1

Customer ID	Customer PO	Payment Terms	
STANFORD		ON RECEIPT	
Sales Rep ID	Shipping Method	Ship Date	Due Date
PRICE			4/29/08

**Description**  
 Strip and paint base color with two stripe colors, paint inside of hinged access panels, paint inside compartment of nav lens and landing lights. New registration number. Polish bright work. Re-seal cabin windows and leading edges. Polish windshield retainers. Re-install control surfaces and static wicks.

Abrasion package with radome boot and erosion tape on exposed painted leading edges. Paint gear wells. Logbook entry. Installation of customer supplied carpet. (4.5 hrs. @ \$62.00)

**WIRE TRANSFER INSTRUCTIONS:**

BancFirst - Oklahoma City, OK.  
 Routing Number: 103003632  
 Swift Code: BFOKUS44  
 For Capital Aviation, Inc.  
 Account Number: 04005090273

*NIOŠA / MAINT*

SFG.CO.accting

05-02-08 A11:11 IN

\* Total \*  
 55,779.00

Subtotal	55,779.00
Sales Tax	
<del>Total Invoice Amount</del>	<del>55,779.00</del>
Payment/Credit Applied	27,750.00
<b>TOTAL</b>	<b>28,029.00</b> ✓

Check/Credit Memo No: Multiple  
 Payments Received