

Michael R. Johnson (7070)  
David H. Leigh (9433)  
**RAY QUINNEY & NEBEKER P.C.**  
36 South State Street, 14<sup>th</sup> Floor  
P.O. Box 45385  
Salt Lake City, UT 84145  
(801) 532-1500  
Email: [mjohnson@rqn.com](mailto:mjohnson@rqn.com)  
Email: [dleigh@rqn.com](mailto:dleigh@rqn.com)

*Attorneys for Steven R. Bailey, Chapter 7 Trustee*

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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF UTAH**

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**In re:**

**EMPIRE SOLAR GROUP, LLC,  
Debtor.**

**Bankruptcy Case No. 21-23636**

**Chapter 7**

**Honorable Joel T. Marker**

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**NOTICE OF CHAPTER 7 TRUSTEE'S MOTION TO APPROVE ASSET PURCHASE AGREEMENT AND TO ASSUME AND ASSIGN LAS VEGAS LEASE AS PART OF THE TRANSACTION, AND NOTICE OF HEARING**

**Objection Deadline: October 8, 2021**

**Deadline to Submit Competing Bids: October 8, 2021**

**Hearing Date: October 13, 2021, at 10:30 a.m. Mountain Time**

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**PLEASE TAKE NOTICE** that Steven R. Bailey, the duly appointed Chapter 7 Trustee in the above-entitled case (the "**Trustee**"), has filed with the United States Bankruptcy Court for the District of Utah the *Chapter 7 Trustee's Motion to Approve Asset Purchase Agreement and to Assume and Assign Las Vegas Lease as Part of the Transaction* (the "**Motion**"). A copy of the Motion has been served electronically via the Court's CM/ECF system or via First Class U.S. Mail, postage prepaid, on the Office of the United States Trustee, all secured creditors, and other parties-in-interest. If you would like a copy of the Motion, you may obtain a copy by requesting one from the undersigned counsel by email addressed to either Michael R. Johnson, at [mjohnson@rqn.com](mailto:mjohnson@rqn.com), or David H. Leigh, at [dleigh@rqn.com](mailto:dleigh@rqn.com).

**YOUR RIGHTS MAY BE AFFECTED. You should read this notice and the Motion carefully and discuss it with your attorney, if you have one in this bankruptcy case. If you do not have an attorney, you may wish to consult one.**

**PLEASE TAKE FURTHER NOTICE** that in the Motion the Trustee requests entry of an *Order*: (a) approving the Asset Purchase Agreement (the “**APA**”) between the Trustee, as seller, and TELT Ventures, LLC, d/b/a 1 Solar, as purchaser (“**Purchaser**”) and authorizing the sale of the following assets: the bankruptcy estate’s interests in the Debtor’s uncompleted solar equipment contracts; all accounts receivable, payment rights, or intangibles associated with the uncompleted solar contracts; twenty-three unencumbered vehicles; twenty-two encumbered vehicles; all furniture, fixtures, and equipment (“**FF&E**”) owned by the Debtor in any of the Debtor’s warehouses; computer equipment owned by the Debtor and located at either of the Debtor’s main offices in the Boston Building and/or the Felt Building in Salt Lake City, UT; any inventory owned by the Debtor and located at its warehouses; and the Debtor’s rights and liabilities arising under a lease for nonresidential real property in Las Vegas, Nevada (collectively, “**Included Assets**”); (b) approving the sale of the Included Assets to Purchaser or to another purchaser for a higher and better price on substantially similar terms as those set forth in the APA; (c) authorizing the sale of the Included Assets, except for the encumbered vehicles and the lease in Las Vegas, free and clear of all liens, claims, rights, encumbrances, and other interests, with valid liens, claims, rights, encumbrances, and other interests attaching to the future proceeds from the uncompleted contracts; and (d) granting related relief. The consideration to be received by the estate for the Included Assets is \$600,000.00 in up-front cash, plus a percentage of certain revenues to be received in the future as the Uncompleted Contracts are completed and funded, all as more fully set forth in the Motion.

Any person or entity that may wish to submit a competing bid for the Included Assets must submit a bid so that it is received by the Trustee’s counsel no later than **October 8, 2021**. Any party wishing to submit a competing bid shall do so in substantially the same form as the APA and shall submit a deposit with the Trustee in an amount that is no less than \$150,000.00 and show an ability to close the proposed sale. Bids should be submitted directly to the Trustee’s counsel, Michael R. Johnson, Ray Quinney & Nebeker P.C., either by personal delivery at 36 South State Street Suite 1400, Salt Lake City, Utah, 84111, or by email addressed to Mr. Johnson at [mjohnson@rqn.com](mailto:mjohnson@rqn.com). If any competing bid is timely received and the Trustee, in his business judgment, deems such competing bid to be a higher and better bid than the bid set forth in the APA, the Trustee will hold an auction on **October 15, 2021**, and competitive bidding shall occur at the auction. In the event an auction takes place, the Trustee will provide bidding instructions and other information to competing bidders and other interested parties in advance of the auction. The Trustee will then report to the Court the result of bidding and the auction, should any occur, and ask the Court to approve a sale of the Included Assets to the highest and otherwise best bidder based upon the results of the auction.

**PLEASE TAKE FURTHER NOTICE** that if you do not want the Court to grant the relief requested in the Motion, then you or your attorney must do the following:

(1) On or before **October 8, 2021**, file with the Bankruptcy Court a written Objection explaining your position, at:

Clerk of the Court  
United States Bankruptcy Court  
350 South Main Street, Room 301  
Salt Lake City, UT 84101

(2) If you mail your objection to the Bankruptcy Court for filing, you must mail it early enough so that the Court will **receive** it on or before **October 8, 2021**. You must also mail a copy to the undersigned counsel at P.O. Box 45385, Salt Lake City, UT 84145-0385.

(3) You must also attend the hearing on **October 13, 2021, at 10:30 a.m.** **Mountain Time** before the Honorable Joel T. Marker, Chief United States Bankruptcy Judge, via telephone by dialing (636) 651-3182 followed by 3834658#. **There will be no further notice of the hearing, and failure to attend the hearing will be deemed a waiver of your objection.**

If you or your attorney do not take these steps, the Bankruptcy Court may decide that you do not oppose the relief sought in the Motion and may enter an order granting that relief. In the absence of a timely filed objection, the undersigned counsel may and will ask the Court to enter an order approving the Motion without hearing.

DATED this 24<sup>th</sup> day of September 2021.

**RAY QUINNEY & NEBEKER P.C.**

*/s/ Michael R. Johnson*

Michael R. Johnson

David H. Leigh

*Attorneys for Chapter 7 Trustee*

**CERTIFICATE OF SERVICE**

I hereby certify that on the 24<sup>th</sup> day of September, 2021, a true and correct copy of the foregoing **NOTICE OF CHAPTER 7 TRUSTEE'S MOTION TO APPROVE ASSET PURCHASE AGREEMENT AND TO ASSUME AND ASSIGN LAS VEGAS LEASE AS PART OF THE TRANSACTION AND NOTICE OF HEARING** was electronically filed and therefore served via ECF on the following:

- **Steven R. Bailey tr** karen@baileylaw.org, UT06@ecfbis.com
- **Megan K Baker** baker.megan@dorsey.com, long.candy@dorsey.com
- **Matthew M. Boley** mboley@ck.law, klopez@ck.law
- **Michael R. Johnson** mjohnson@rqn.com, docket@rqn.com;vmood@rqn.com
- **David H. Leigh** dleigh@rqn.com, moakeson@rqn.com;docket@rqn.com
- **Christopher J Martinez** martinez.chris@dorsey.com
- **Gregory S. Moesinger** gmoesinger@kmclaw.com, tsanders@kmclaw.com
- **Mark C. Rose** mrose@mbt-law.com, markcroselegal@gmail.com
- **Mark S. Swan** mswan@strongandhanni.com, mark@swanlaw.net
- **United States Trustee** USTPRegion19.SK.ECF@usdoj.gov

/s/ Carrie Hurst

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