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7 Attorneys for Thomas A. Seaman, Receiver

8 **UNITED STATES DISTRICT COURT**
 9 **NORTHERN DISTRICT OF CALIFORNIA**
 10 **SAN JOSE DIVISION**

11 SECURITIES AND EXCHANGE
12 COMMISSION,

13 Plaintiff,

14 vs.

15 SMALL BUSINESS CAPITAL CORP.;
 MARK FEATHERS; INVESTORS PRIME
 16 FUND, LLC; AND SBC PORTFOLIOS, LLC,

17 Defendants.

Case No. CV12-03237

**DECLARATION OF PETER BEAUCHAMP
 IN SUPPORT OF RECEIVER'S MOTION
 FOR (A) APPROVAL OF SALES
 PROCEDURES FOR LOAN PORTFOLIOS
 AND 7(a) LICENSE, AND (B) AUTHORITY
 TO ENGAGE VOIT REAL ESTATE
 SERVICES LP AS BROKER**

Date: April 25, 2014
 Time: 9:00 a.m.
 Ctrm: 4 - 5th Floor
 Judge: Hon. Edward J. Davila

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1 I, Peter Beauchamp, declare:

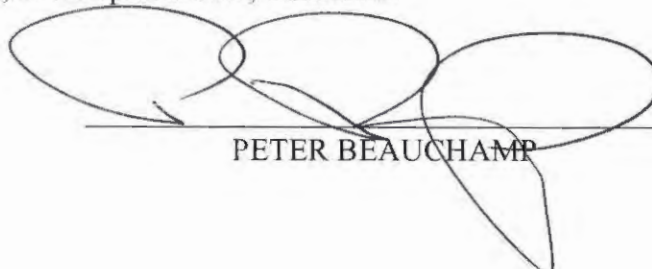
2 1. I am an agent for and Vice President of Investments for Voit Real Estate
3 Services, LP, ("Voit"), a licensed broker. I have personal knowledge of the facts stated herein,
4 and if called upon to do so, I could and would personally and competently testify thereto.

5 2. In 1992, I graduated from California State University, Fullerton with a Bachelor of
6 Science in Real Estate Finance and began my career at Voit in 1994. I have extensive experience
7 in valuation, marketing and selling loans, owned by banks, special servicers, private equity funds,
8 and receivers, including portfolios of U.S. Small Business Administration ("SBA") loans.

9 3. My team will disseminate an announcement about the opportunity to purchase the
10 Receivership Entities' loan portfolios and SBLC lending authority to approximately 4,000
11 potential purchasers, including potential purchasers from Voit's own database of prior loan
12 purchasers and investors, interested parties who have contacted the Receiver, and other sources.
13 We will also advertise the opportunity on three occasions in the Wall Street Journal. My team and
14 I will promptly respond to all inquiries, maintain regular contact with interested parties, and
15 provide qualified prospective purchasers with access to a secure online platform of due diligence
16 materials. Prospective purchasers who are qualified to bid will be able to securely submit bids
17 online.

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19 I declare under penalty of perjury under the laws of the State of California that the
20 foregoing is true and correct.

21 Executed this 4 day of March, 2014, at Newport Beach, California.

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PETER BEAUCHAMP