

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
CORPUS CHRISTI DIVISION**

In re:) Jointly Administered
)
SCOTIA DEVELOPMENT LLC, *et al.*,¹) Case No. 07-20027-C-11
)
Debtors.) Chapter 11

**NOTICE OF EXAMINATION OF THE DEBTORS BY THE
OFFICIAL UNSECURED CREDITORS’ COMMITTEE PURSUANT TO
RULE 2004 OF THE FED. R. BANKR. P. AND BANKRUPTCY LOCAL RULE 2004**

PLEASE TAKE NOTICE that, pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure and Bankruptcy Local Rule 2004, the Official Unsecured Creditors’ Committee (the “Committee”) in the above-captioned cases filed by the debtors and debtors-in-possession herein (collectively, the “Debtors”) hereby intends to conduct an examination of the Debtors and requests that the Debtors produce for inspection and copying at the undersigned counsel’s offices the documents identified herein on or before 10:00 a.m., April 16, 2007, or such other date as may be agreed to in writing by the undersigned counsel or ordered by the Court.

PLEASE TAKE FURTHER NOTICE that, pursuant to Bankruptcy Local Rule 2004, if the Debtors have any objections to this request for production of documents, they have the burden to seek relief from the Court by filing a motion to quash or for a protective order. Such motion must comply with Bankruptcy Local Rule 9013. The Debtors and affected parties have five business days to respond or object to this request.

¹ The Debtors are the following entities: Scotia Development LLC; The Pacific Lumber Company; Britt Lumber Co., Inc.; Salmon Creek LLC; Scotia Inn Inc.; and Scotia Pacific Company LLC.

DEFINITIONS

1. “And” includes the word “or” and vice-versa, and shall be construed either disjunctively or conjunctively as necessary to bring within the scope of the document request all responses that might otherwise be construed to be outside the document request’s scope.

2. “All” includes the words “any” and “each” and vice-versa.

3. “Control” includes possession or custody by You or Your agents, employees, attorneys, accountants, or other representatives. In addition, a Document is in Your Control if You have the power, right, or authority to require the Person who is in possession of the Document to provide You with the original or a copy of the Document.

4. “Debtors” shall mean, collectively, Scotia Development LLC, The Pacific Lumber Company, Britt Lumber Co., Inc., Salmon Creek LLC, Scotia Inn Inc., and Scotia Pacific Company LLC.

5. “Debtor Representatives” shall mean any past or present officers, directors, employees, agents, representatives, or attorneys of any of the Debtors, and including any affiliates, parent or subsidiary companies, successor or predecessor companies, and any other Person acting, or purporting to act, on behalf of any of the Debtors.

6. “Document” or “Documents” is used in the broadest sense possible, and includes, without limitation, any tangible thing upon which any expression, communication, information, data, or representation has been recorded by any means including, but not limited to written, printed, recorded, taped, filmed, videotaped or in computer, digital or magnetic memory or storage, however produced or reproduced, and also includes originals, drafts, and non-

identical copies wherever located. "Document" or "Documents" shall include, but not be limited to, books, contracts, agreements, correspondence, electronic mail, computer tapes, computer discs, computer files, computer printouts, CD-ROM's, computer hard drives, magnetic memory, printouts and keypunch cards, memoranda, diaries, notes, reports, bulletins, printed forms, telegraphic communications, pleading and other legal papers, notes, records of any sort of meeting, invoices, financial statements, bank statements, cancelled checks, telexes, telegrams, telecopies, facsimile reproductions or "faxes," actual compilations, data compilations, statistical compilations, plans, diagrams, charts, journals, change orders, studies, surveys, sketches, art work, graphics, checks, ledgers, catalogues, brochures, pamphlets, press releases, advertisements, invoices, minutes, photographs, microfilms, microfiche, films, personnel files, quotes, stenographic notes, working papers, preliminary, intermediate or final drafts, telephone records, schedules, bids, voice recordings, reports of telephone conversations, desk calendars, appointment books, audio or video tape recordings, transcriptions, and all other writings and recordings of every kind that are in Your actual or constructive possession, custody or Control. The term "Document" further means any document now or at any time in the possession, custody, or Control of the entities to whom this document request is directed (together with any predecessors, successors, affiliates, subsidiaries or divisions thereof, and their officers, directors, employees, agents and attorneys).

7. "Litigation Files" shall mean any or all Documents which relate to (a) any pending non-bankruptcy litigation to which any of the Debtors are a party or (b) litigation that any of the Debtors reasonably anticipates being a party to in the future in a forum other than the

Bankruptcy Court. Litigation Files specifically includes all attorney-client communications and attorney work product.

8. "Person" shall include both the singular and plural and shall mean any natural person, firm, association, organization, partnership, joint venture, business, trust, trustee, corporation, or public or private entity, or other group or combination of the foregoing.

9. "You" or "Your" shall refer to each of the Debtors and each Debtor Representative.

10. The singular form of any word includes the plural and vice versa.

INSTRUCTIONS

A. The following general instructions are an integral part of these requests and apply to each request set forth herein.

B. In producing Documents requested herein, You are instructed to search for and furnish all Documents within the direct or indirect, actual or constructive, possession, custody, or Control of You, any agent, representative, employee, or attorney of or for You, or any Person who or entity which is or has been acting on Your behalf or under Your direct or indirect Control.

C. You are instructed to produce Documents as they are kept in the usual course of business or to produce Documents organized and labeled to correspond with the categories in this request. In addition, Documents are to be produced in full and unexpurgated form. If copies of Documents are produced, the copies shall include a label which clearly

designates the file name, title, or label in which the original Document was found, and the individual in the possession, custody, or Control of the Document prior to its production.

D. If objection is made to any of the following requests, or if not all Documents responsive to a request are produced, state the specific grounds therefor and produce all Documents responsive to the request as to which there is no objection.

E. If a portion of an otherwise responsive Document contains information You contend is subject to a claim of privilege, those portions of the Document subject to the claim of privilege shall be redacted from the Document and the rest of the Document shall be produced.

F. These requests shall be deemed continuing so as to require further and supplemental production whenever You acquire, discover, or create additional responsive documents between the time of the initial production hereunder and the time that the Debtors' bankruptcy cases are dismissed, closed, or converted to chapter 7 under the Bankruptcy Code.

G. **You are not required to produce any Documents constituting
Litigation Files.**

DOCUMENTS REQUESTED

1. All Documents constituting business plans, operational forecasts, and financial models for any of the Debtors created or revised by any of the Debtors or any Debtor Representatives since January 1, 2005.

2. All Documents constituting audited financial statements for any of the Debtors since January 1, 2002.

3. All Documents constituting unaudited financial statements for any of the Debtors since January 1, 2005.
4. All Documents constituting internal management operating reports prepared by any of the Debtors since January 1, 2005.
5. All Documents constituting asset appraisals and fairness opinions relating to any of the Debtors.
6. All Documents constituting presentations, memoranda, studies, and reports prepared by third parties concerning any of the Debtors, the Debtors' suppliers or customers, or the timber industry since January 1, 2005.
7. All Documents constituting term sheets exchanged between any of the Debtors and third parties concerning any potential financings, mergers, consolidations, asset sales, or other change of control events since January 1, 2005.
8. All Documents constituting active agreements with customers of any of the Debtors.
9. All Documents concerning any of the Debtors' current intercompany debt balances.
10. All Documents exchanged between any of the Debtors and any governmental or regulatory authorities since January 1, 2006.
11. All Documents constituting data or reports regarding the value or scope of the timberlands owned by any of the Debtors since January 1, 2006.

12. All Documents tracking or summarizing the costs incurred by any of the Debtors in the ordinary course of business since January 1, 2006.

13. All Documents tracking or summarizing the profitability of any of the Debtors since January 1, 2006.

14. All Documents concerning the Debtors' market share since January 1, 2006.

15. All Documents concerning the capacity and utilization of the Debtors' sawmills since January 1, 2006.

Dated: April 5, 2007

PACHULSKI STANG ZIEHL YOUNG JONES
& WEINTRAUB LLP

By /s/ John D. Fiero

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Debtor: The Pacific Lumber Company aka PALCO and Certain Subsidiaries		
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Debtor Salmon Creek, LLC P.O. Box 37 Scotia, CA 95565	Debtor Scotia Inn, Inc. 100 Main Street Scotia, CA 95565	

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UNITED STATES TRUSTEE		
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