

STARN · O'TOOLE · MARCUS & FISHER

A LAW CORPORATION

TRANSMITTAL LETTER

2010 AUG 24 A 8 54  
LAND USE COMMISSION  
STATE OF HAWAII

VIA USPS SIGNATURE CONFIRMATION

TO: Land Use Commission  
State of Hawaii  
235 South Beretania Street, Suite 406  
Honolulu, Hawaii 96804

DATE: August 23, 2010

FROM: Norman H. Y. Cheng, Esq.

RE: Makena

Copies	Date	Description
1 Original	8/23/10	Fully executed <b>Notification of Transfer of Property Referred to in Land Use Commission (LUC) Docket No. A97-721 Makena Resort Corp.</b>

TRANSMITTED FOR:

<input type="checkbox"/> Your Information and Files	<input checked="" type="checkbox"/> Your Further Necessary Action
<input type="checkbox"/> For Signature and Return	<input type="checkbox"/> Your Approval
<input type="checkbox"/> Your Signature and Forwarding as Noted Below	<input type="checkbox"/> Per Your Request
<input type="checkbox"/> Per Our Conversation	<input type="checkbox"/> SEE REMARKS BELOW

# **ATC MAKENA S GOLF LLC**

One Aloha Tower Drive, Suite 3100  
Honolulu, Hawaii 96813

August 23, 2010

Land Use Commission  
State of Hawaii  
235 South Beretania Street, Suite 406  
P.O. Box 2359  
Honolulu, HI 96804

LAND USE COMMISSION  
STATE OF HAWAII  
2010 AUG 24 A 8:54

**Re: Notification of Transfer of Property Referred to in Land Use Commission  
(LUC) Docket No. A97-721 Makena Resort Corp.**

Dear Chair and Members of the Commission:

Reference is hereby made to that certain Findings of Fact, Conclusions of Law and Decision and Order for Docket No. A97-721 (as amended from time to time, “**Decision and Order**”) regarding the reclassification of approximately 145.943 acres of land situated at Makena, Island of Maui, State of Hawaii and identified as Tax Map Key Nos. 2-1-05:83, 84, 85, and portion 108; 2-1-07:4; and 2-1-08: portion 90 (the “**Reclassified Property**”) from Agricultural Land Use District to the Urban Land Use District and the imposition of certain conditions more fully set forth in the Decision and Order (the “**Conditions**”).

Christopher Lau (“**Commissioner**”) previously delivered a notice that the portion of the Reclassified Property formerly owned by Makena Golf, LLC; Makena Hotel, LLC; Makena MF-2&3, LLC and Makena Resort Services LLC was subject to a foreclosure action for which he was appointed commissioner.

Pursuant to Condition No. 18 in the Decision and Order, this letter serves as written notice of the Commissioner’s intent to transfer the Reclassified Property to the following entities as tenants-in-common pursuant to the confirmation order entered in the foreclosure action: ATC Makena S Golf LLC, ATC Makena N Golf LLC, ATC Makena Land MF1 LLC, ATC Makena Land MF2 LLC, ATC Makena Land MF3, ATC Makena Land MF4, ATC Makena Land C1 LLC, ATC Makena Land SF1 LLC, ATC Makena Land AH1 LLC and ATC Makena Land U1 LLC (collectively, “**ATC Makena Entities**”).

The closing is currently scheduled to occur on or about August 26, 2010. ATC Makena Entities acknowledge that the Subject Parcels shall remain subject to the Conditions.

If you require additional information or have any questions, please contact Sean Hehir at (808) 529-0909.

Very truly yours,

**COMMISSIONER**

  
\_\_\_\_\_  
Christopher Lau

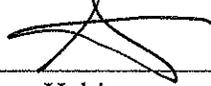
**ATC MAKENA S GOLF LLC**

By:   
\_\_\_\_\_  
Name: Sean Hehir  
Its: President

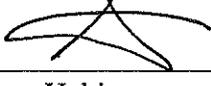
**ATC MAKENA N GOLF LLC**

By:   
\_\_\_\_\_  
Name: Sean Hehir  
Its: President

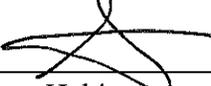
**ATC MAKENA LAND MF1 LLC**

By:   
\_\_\_\_\_  
Name: Sean Hehir  
Its: President

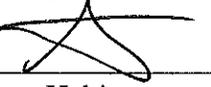
**ATC MAKENA LAND MF2 LLC**

By:   
\_\_\_\_\_  
Name: Sean Hehir  
Its: President

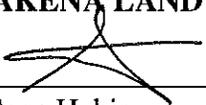
**ATC MAKENA LAND MF3 LLC**

By:   
\_\_\_\_\_  
Name: Sean Hehir  
Its: President

**ATC MAKENA LAND MF4 LLC**

By:   
\_\_\_\_\_  
Name: Sean Hehir  
Its: President

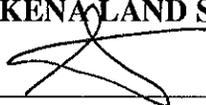
**ATC MAKENA LAND C1 LLC**

By:  \_\_\_\_\_

Name: Sean Hehir

Its: President

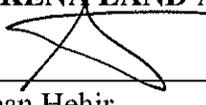
**ATC MAKENA LAND SF1 LLC**

By:  \_\_\_\_\_

Name: Sean Hehir

Its: President

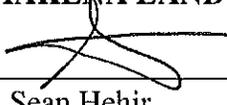
**ATC MAKENA LAND AH1 LLC**

By:  \_\_\_\_\_

Name: Sean Hehir

Its: President

**ATC MAKENA LAND U1 LLC**

By:  \_\_\_\_\_

Name: Sean Hehir

Its: President