

STATEMENT OF FINANCIAL AFFAIRS
UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

Chapter 11

In re: Park Mall L.L.C.
Debtor.

Case Number: 09-12219

This statement is to be completed by every debtor. Spouses filing a joint petition may file a statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within the six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed).

See attachment 1 of the Statement of Financial Affairs

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two year** immediately preceding the commencement of this case. Give particular If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed).

See attachment 2 of the Statement of Financial Affairs



3. Payments to Creditors

Complete a. or b., as appropriate, and c.

None
 a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case if the aggregate value of all property that constitutes or is affected by such transfer is not less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None
 b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

See attachment 3b of the Statement of Financial Affairs

None
 c. All debtors: List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

See Attachment 3c of the Statement of Financial Affairs for GGP Limited Partnership

None
 4. Suits, executions, garnishments, and attachments
a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

See attachment 4a of the Statement of Financial Affairs

None
 b. Describe all property that has been attached, garnished, or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

In the ordinary course of business, the Debtors may be obligated to withhold amounts from the paychecks of various regular employees in connection with garnishment orders or other state law withholding orders. The Debtors believe that these amounts do not constitute property of the estate and, accordingly, are not responsive to this question. Moreover, out of concerns for the confidentiality of the Debtors' employees, the Debtors have not listed any such garnishment in response to this question.

5. Repossessions, foreclosures, and returns

None
 List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

None
 a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None
 b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

7. Gifts

None
 List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

8. Losses

None
 List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

9. Payments related to debt counseling or bankruptcy

None
 List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, or consultation concerning debt consolidation, relief under the bankruptcy laws, preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

10. Other transfers

None
 List all other property, other than property transferred in the ordinary course of the business or financial affairs of the Debtor transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None
 b. List all property transferred by the debtor within **two years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

11. Closed financial accounts

None
 List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

12. Safe deposit boxes

None
 List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

13. Setoffs

None
 List all setoffs made by any creditor, including a bank, against debts or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

In the ordinary course of its business prior to the Petition Date (and subsequent to the Petition Date pursuant to Bankruptcy Court approval), Debtors routinely agreed to (and continue to agree to) provide rent credits or other setoffs to tenants under real property leases as a result of tenant overpayments of non-rent items, tenant improvement allowances and other matters. Given the high number and normal course nature of these setoffs, the Debtors have not reflected these setoffs under Question 13.

On April 2, 2009, U.S. Bank National Association (“U.S. Bank”) notified GGP Limited Partnership (“GGPLP”) of an event of default under the parties’ standard form master agreement promulgated by the International Swap and Derivatives Association, Inc. (“ISDA”) dated as of July 31, 2008 (the “ISDA Master Agreement”). U.S. Bank then froze a portion of the funds in a general deposit account (“Deposit Account”) that GGPLP maintained at U.S. Bank. The following day U.S. Bank declared \$3,627,764.24 due and owing under the ISDA Master Agreement and withdrew and set off that amount from the Deposit Account. GGPLP and the Debtors reserve all rights in connection with the setoff and the withdrawal of funds from the Deposit Account at U.S. Bank.

14. Property held for another person

None
 List all property owned by another person that the debtor holds or controls.

15. Prior address of debtor

None
 If the debtor has moved within the **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

16. Spouses and Former Spouses

None
 If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington or Wisconsin) within **eight-years** immediately preceding the commencement of this case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

17. Environmental Information

For the purposes of this questions, the following definitions apply:

"Environmental Law" means any federal, state, of local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None
 a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.

None
 b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None
 c. List all judicial or administrative proceedings, including settlements or order, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

18. Nature, location, and names of business

None
 a. *If the debtor is an individual,* list the names, addresses and taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partnership, sole proprietorship, or was a self-employed professional within the **six-years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting of equity securities within the **six-years** immediately preceding the commencement of this case

If the debtor is a partnership, list the names, addresses and taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting securities, within the **six-years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses and taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting securities, within the **six-years** immediately preceding the commencement of this case.

None
 b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within the **six-years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sold proprietor or otherwise self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

None

a. List all bookkeepers and accountants who within the **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

Edmund Hoyt, Chief Financial Officer from 10/03/08 to present.
Bernard Freibaum, Chief Financial Officer from 10/18/93 to 10/03/08.

None

b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME AND ADDRESS
Deloitte & Touche LLP – Chicago, IL

None

c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

None

d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the **two years** immediately preceding the commencement of this case by the debtor.

General Growth files reports with the SEC (collectively, the 'SEC Filings') which contain consolidated financial information relating to General Growth and its affiliates. Because the SEC Filings are of public record, the Debtors do not maintain records of the parties who requested or obtained copies of any of the SEC Filings from the SEC, the Debtors or other sources. In addition, Debtors provide reporting information to lenders as required by their individual loan agreements, which information may include financial statements of the Debtors.

20. Inventories

None

a. List the dates of the last two inventories taken of the debtor's property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

None

b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

None

a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

See attachment 21a of the Statement of Financial Affairs

None

b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

22. Former partners, officers, directors, and shareholders.

None

a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

None

b. If the debtor is a corporation, list all officers, or directors whose relationships with the corporation terminated within **one year** immediately preceding the commencement of this case.

See attachment 22b of the Statement of Financial Affairs

23. Withdrawals from a partnership or distributions by a corporation

None

If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

24. Tax Consolidation Group

None

If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within the **six-years** immediately preceding the commencement of this case.

25. Pension Funds

None

If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six-years** immediately preceding the commencement of this case.

1. Income from employment or operation of business.

<u>Year</u>	<u>Amount</u>
12/31/2007 Annual Gross Revenue	\$24,147,483
12/31/2008 Annual Gross Revenue	\$23,558,935
3/31/2009 YTD Gross Revenue	\$5,659,101

2. Income other than from employment or operation of business.

<u>Type of Income</u>	<u>2007</u>	<u>2008</u>	<u>3/31/2009 YTD</u>
OTHER INCOME	\$881,804	\$766,855	\$165,902

Specific Notes

Types of "other" income include, without limitation, gain/loss on disposition of assets, finance interests income, royalty revenue, vending income, sponsorship income, and advertising venues and sales

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3b Net payments made to creditors within the past 90 days.

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
20-MINUTE SIGNS	DAVID S. SMITH 1840 DENVER W. DRIVE #2611	GOLDEN, CO 80401	4/8/2009	10314615	\$1,000	
TOTAL						\$1,000
AMBIUS INC. (44)	PO BOX 95409	PALATINE, IL 60095-0409	1/30/2009	10304342	\$1,200	
AMBIUS INC. (44)	PO BOX 95409	PALATINE, IL 60095-0409	3/2/2009	10310398	\$1,200	
TOTAL						\$2,400
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	2/27/2009	7180286	\$11	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	3/23/2009	7181496	\$19	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	1/23/2009	7178710	\$34	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	3/12/2009	7180892	\$34	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	1/23/2009	7178710	\$127	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	1/23/2009	7178710	\$153	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	2/13/2009	7179595	\$160	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	2/19/2009	7179949	\$194	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	4/15/2009	7182842	\$197	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	2/18/2009	7179777	\$197	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	4/1/2009	7181883	\$229	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	4/15/2009	7182846	\$294	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	2/13/2009	7179595	\$381	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	4/1/2009	7181883	\$440	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	1/30/2009	7178958	\$467	

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3b Net payments made to creditors within the past 90 days.

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	2/27/2009	7180286	\$504	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	3/23/2009	7181496	\$544	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	4/15/2009	7182846	\$590	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	1/16/2009	7178395	\$958	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	2/6/2009	7179310	\$1,263	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	1/23/2009	7178710	\$1,784	
TOTAL						\$8,579
ARIZONA DEPARTMENT OF REVENUE	P.O. BOX 29010	PHOENIX, AZ 85038-9010	3/5/2009	10311704	\$8,741	
ARIZONA DEPARTMENT OF REVENUE	P.O. BOX 29010	PHOENIX, AZ 85038-9010	3/23/2009	10313824	\$8,820	
TOTAL						\$17,561
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	2/27/2009	7180286	\$580	
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	3/23/2009	7181496	\$960	
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	2/2/2009	7179062	\$1,189	
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	4/8/2009	7182166	\$1,659	
TOTAL						\$4,388
BAKER COMMODITIES INC	P.O. BOX 6518	PHOENIX, AZ 85005-6578	2/6/2009	7179310	\$700	
BAKER COMMODITIES INC	P.O. BOX 6518	PHOENIX, AZ 85005-6578	4/8/2009	7182166	\$700	
TOTAL						\$1,400
CHANNEL CHOICE TV	% JAKE ROBBINS 926 W. GRANT RD.	TUCSON, AZ 85705	2/23/2009	10305412	\$1,000	
TOTAL						\$1,000
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316564	\$21	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316561	\$36	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316554	\$46	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316556	\$82	

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3b Net payments made to creditors within the past 90 days.

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316555	\$275	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316560	\$304	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316557	\$385	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316565	\$397	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316558	\$455	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316567	\$515	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316562	\$562	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316563	\$721	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316566	\$907	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316559	\$939	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	4/8/2009	10316553	\$1,314	
CITY OF TUCSON	CUSTOMER SERVICE OFFICE P.O. BOX 28811	TUCSON, AZ 85726-8811	2/20/2009	10307166	\$6,656	
TOTAL						\$13,615
CITY OF TUCSON ACCOUNTS RECEIV	P.O. BOX 27320	TUCSON, AZ 85726-7320	3/4/2009	10310400	\$3,244	
CITY OF TUCSON ACCOUNTS RECEIV	P.O. BOX 27320	TUCSON, AZ 85726-7320	4/6/2009	10315984	\$3,249	
CITY OF TUCSON ACCOUNTS RECEIV	P.O. BOX 27320	TUCSON, AZ 85726-7320	4/6/2009	10315984	\$3,844	
CITY OF TUCSON ACCOUNTS RECEIV	P.O. BOX 27320	TUCSON, AZ 85726-7320	4/14/2009	10315755	\$4,490	
CITY OF TUCSON ACCOUNTS RECEIV	P.O. BOX 27320	TUCSON, AZ 85726-7320	2/9/2009	10305973	\$6,834	
CITY OF TUCSON ACCOUNTS RECEIV	P.O. BOX 27320	TUCSON, AZ 85726-7320	2/9/2009	10305973	\$6,881	
CITY OF TUCSON ACCOUNTS RECEIV	P.O. BOX 27320	TUCSON, AZ 85726-7320	3/5/2009	10311705	\$34,966	
CITY OF TUCSON ACCOUNTS RECEIV	P.O. BOX 27320	TUCSON, AZ 85726-7320	3/20/2009	10313825	\$35,280	
CITY OF TUCSON ACCOUNTS RECEIV	P.O. BOX 27320	TUCSON, AZ 85726-7320	2/9/2009	10305973	\$38,862	
TOTAL						\$137,649
COACH, INC.(ACH ONLY)	516 W 34TH STREET, 5TH FLOOR	NEW YORK, NY 10001	2/2/2009	7179061	\$105,000	
TOTAL						\$105,000
COSMETIC SMILE SCIENCE	DNA SALES ALMOG HITZKY	NEWPORT BEACH, CA 92660-6003	2/18/2009	10287688	\$757	

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3b Net payments made to creditors within the past 90 days.

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
TOTAL						\$757
EMSL ANALYTICAL (P-CARD ONLY)	107 HADDON AVE	WESTMONT, NJ 8108	3/23/2009	7181496	\$315	
EMSL ANALYTICAL (P-CARD ONLY)	107 HADDON AVE	WESTMONT, NJ 8108	1/23/2009	7178710	\$876	
TOTAL						\$1,191
GMD SILVER INC	508 INVERNESS AVENUE	DELAWARE, OH 43015	3/30/2009	10314044	\$195	
GMD SILVER INC	508 INVERNESS AVENUE	DELAWARE, OH 43015	2/24/2009	10308974	\$551	
TOTAL						\$746
GROUNDSKEEPER, THE	P.O. BOX 43820 ATTN: ACCOUNTS RECEIVABLE	TUCSON, AZ 85733-3820	4/3/2009	10315985	\$405	
GROUNDSKEEPER, THE	P.O. BOX 43820 ATTN: ACCOUNTS RECEIVABLE	TUCSON, AZ 85733-3820	1/21/2009	10302398	\$876	
GROUNDSKEEPER, THE	P.O. BOX 43820 ATTN: ACCOUNTS RECEIVABLE	TUCSON, AZ 85733-3820	3/17/2009	10313632	\$1,366	
GROUNDSKEEPER, THE	P.O. BOX 43820 ATTN: ACCOUNTS RECEIVABLE	TUCSON, AZ 85733-3820	4/3/2009	10315985	\$1,750	
GROUNDSKEEPER, THE	P.O. BOX 43820 ATTN: ACCOUNTS RECEIVABLE	TUCSON, AZ 85733-3820	3/17/2009	10313632	\$1,750	
GROUNDSKEEPER, THE	P.O. BOX 43820 ATTN: ACCOUNTS RECEIVABLE	TUCSON, AZ 85733-3820	3/17/2009	10313632	\$1,750	
GROUNDSKEEPER, THE	P.O. BOX 43820 ATTN: ACCOUNTS RECEIVABLE	TUCSON, AZ 85733-3820	1/21/2009	10302398	\$1,750	
TOTAL						\$9,648
HARBOR FREIGHT TOOLS (P-CARD O	P.O. BOX 6010 3491 MISSION OAKS BLVD	CAMARILLO, CA 93012	1/16/2009	7178395	\$220	
HARBOR FREIGHT TOOLS (P-CARD O	P.O. BOX 6010 3491 MISSION OAKS BLVD	CAMARILLO, CA 93012	1/16/2009	7178395	\$422	
TOTAL						\$643
INFOPLACE USA	1674 ORD WAY	OCEANSIDE, CA 92056	2/10/2009	10307241	\$346	
INFOPLACE USA	1674 ORD WAY	OCEANSIDE, CA 92056	2/10/2009	10307241	\$6,750	
INFOPLACE USA	1674 ORD WAY	OCEANSIDE, CA 92056	3/3/2009	10311931	\$6,750	
TOTAL						\$13,846
INTERTECH ARCHITECTURAL INTERI	6089 E. GRANT ROAD	TUCSON, AZ 85712	3/2/2009	10310043	\$1,500	
TOTAL						\$1,500
JENNIFER CALDWELL, PETTY CASH	PARK PLACE 5870 E. BROADWAY BLVD	TUCSON, AZ 85711	1/30/2009	10299698	\$98	
JENNIFER CALDWELL, PETTY CASH	PARK PLACE 5870 E. BROADWAY BLVD	TUCSON, AZ 85711	1/30/2009	10299698	\$1,000	

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3b Net payments made to creditors within the past 90 days.

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JENNIFER CALDWELL, PETTY CASH	PARK PLACE 5870 E. BROADWAY BLVD	TUCSON, AZ 85711	1/30/2009	10299698	\$1,000	
TOTAL						\$2,098
LISA LLOYD PRODUCTS	LISA & CHRIS LLOYD 3865 E. 34TH STREET	TUCSON, AZ 85713	3/25/2009	10314616	\$1,000	
TOTAL						\$1,000
MILLARD GROUP, THE	94346 EAGLE WAY	CHICAGO, IL 60678-9430	2/2/2009	10305612	\$304	
MILLARD GROUP, THE	94346 EAGLE WAY	CHICAGO, IL 60678-9430	2/10/2009	10307242	\$544	
MILLARD GROUP, THE	94346 EAGLE WAY	CHICAGO, IL 60678-9430	3/30/2009	10314712	\$544	
MILLARD GROUP, THE	94346 EAGLE WAY	CHICAGO, IL 60678-9430	2/19/2009	10308417	\$893	
MILLARD GROUP, THE	94346 EAGLE WAY	CHICAGO, IL 60678-9430	2/19/2009	10308417	\$1,671	
MILLARD GROUP, THE	94346 EAGLE WAY	CHICAGO, IL 60678-9430	4/6/2009	10316985	\$47,999	
MILLARD GROUP, THE	94346 EAGLE WAY	CHICAGO, IL 60678-9430	2/10/2009	10307242	\$50,985	
TOTAL						\$102,939
MILLARD MALL SERVICES, INC.	35075 EAGLE WAY	CHICAGO, IL 60678	3/2/2009	10311780	\$544	
MILLARD MALL SERVICES, INC.	35075 EAGLE WAY	CHICAGO, IL 60678	3/17/2009	10313307	\$50,967	
TOTAL						\$51,511
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	2/19/2009	7179949	(\$130)	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	2/19/2009	7179949	\$0	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	2/18/2009	7179777	\$52	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	2/27/2009	7180289	\$108	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	2/6/2009	7179310	\$114	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	3/23/2009	7181496	\$130	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	3/6/2009	7180674	\$325	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	1/16/2009	7178395	\$629	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	1/30/2009	7178949	\$700	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	1/23/2009	7178710	\$1,058	
TOTAL						\$2,986
PARK PLACE	5870 EAST BROADWAY BOULEVARD GENERAL GROWTH MGMT OFFICE	TUCSON, AZ 85711	1/23/2009	7178710	\$75	
PARK PLACE	5870 EAST BROADWAY BOULEVARD GENERAL GROWTH MGMT OFFICE	TUCSON, AZ 85711	2/18/2009	7179777	\$75	

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3b Net payments made to creditors within the past 90 days.

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PARK PLACE	5870 EAST BROADWAY BOULEVARD GENERAL GROWTH MGMT OFFICE	TUCSON, AZ 85711	3/19/2009	7181349	\$75	
PARK PLACE	5870 EAST BROADWAY BOULEVARD GENERAL GROWTH MGMT OFFICE	TUCSON, AZ 85711	1/16/2009	7178395	\$81	
PARK PLACE	5870 EAST BROADWAY BOULEVARD GENERAL GROWTH MGMT OFFICE	TUCSON, AZ 85711	3/24/2009	10312094	\$100	
PARK PLACE	5870 EAST BROADWAY BOULEVARD GENERAL GROWTH MGMT OFFICE	TUCSON, AZ 85711	3/24/2009	10312093	\$710	
TOTAL						\$1,116
PITNEY BOWES GLOBAL FINANCIAL	P.O. BOX 856460	LOUISVILLE, KY 40285-6460	2/26/2009	10307585	\$107	
PITNEY BOWES GLOBAL FINANCIAL	P.O. BOX 856460	LOUISVILLE, KY 40285-6460	1/23/2009	10301563	\$111	
PITNEY BOWES GLOBAL FINANCIAL	P.O. BOX 856460	LOUISVILLE, KY 40285-6460	3/2/2009	10308975	\$139	
PITNEY BOWES GLOBAL FINANCIAL	P.O. BOX 856460	LOUISVILLE, KY 40285-6460	4/15/2009	10317307	\$139	
TOTAL						\$497
PITNEY BOWES PURCHASE POWER	PO BOX 856042	LOUISVILLE, KY 40285-6042	4/14/2009	10317308	\$543	
TOTAL						\$543
PRUDENTIAL OVERALL SUPPLY (P-C)	P.O. BOX 11210	SANTA ANA, CA 92711	3/23/2009	7181496	\$137	
PRUDENTIAL OVERALL SUPPLY (P-C)	P.O. BOX 11210	SANTA ANA, CA 92711	2/19/2009	7179949	\$142	
PRUDENTIAL OVERALL SUPPLY (P-C)	P.O. BOX 11210	SANTA ANA, CA 92711	4/15/2009	7182846	\$171	
PRUDENTIAL OVERALL SUPPLY (P-C)	P.O. BOX 11210	SANTA ANA, CA 92711	1/23/2009	7178710	\$179	
TOTAL						\$630
QWEST	P.O. BOX 29039	PHOENIX, AZ 85038-9039	4/7/2009	10315140	\$43	
QWEST	P.O. BOX 29039	PHOENIX, AZ 85038-9039	2/2/2009	10305786	\$44	
QWEST	P.O. BOX 29040	PHOENIX, AZ 85038-9040	2/23/2009	10309837	\$59	
QWEST	P.O. BOX 29039	PHOENIX, AZ 85038-9039	4/7/2009	10315986	\$59	
QWEST	P.O. BOX 29039	PHOENIX, AZ 85038-9039	4/7/2009	10315986	\$62	
QWEST	P.O. BOX 29040	PHOENIX, AZ 85038-9040	2/23/2009	10309838	\$62	
QWEST	P.O. BOX 29039	PHOENIX, AZ 85038-9039	1/28/2009	10303795	\$85	
QWEST	P.O. BOX 29040	PHOENIX, AZ 85038-9040	3/3/2009	10311529	\$85	
QWEST	P.O. BOX 29039	PHOENIX, AZ 85038-9039	2/2/2009	10305786	\$107	
QWEST	P.O. BOX 29039	PHOENIX, AZ 85038-9039	4/7/2009	10315140	\$107	
TOTAL						\$713

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3b Net payments made to creditors within the past 90 days.

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RECORD ENERGY CONCEPTS, INC.	1923 EAST 18TH STREET	TUCSON, AZ 85719	2/2/2009	10303042	\$826	
RECORD ENERGY CONCEPTS, INC.	1923 EAST 18TH STREET	TUCSON, AZ 85719	3/12/2009	10312095	\$4,169	
TOTAL						\$4,996
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	3/12/2009	7180892	\$218	
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	4/15/2009	7182846	\$227	
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	2/27/2009	7180287	\$288	
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	3/6/2009	7180674	\$4,783	
TOTAL						\$5,516
ROTO-ROOTER SERVICE & PLUMBING	811 S SANTA RITA	TUCSON, AZ 85719	4/10/2009	10317309	\$103	
ROTO-ROOTER SERVICE & PLUMBING	811 S SANTA RITA	TUCSON, AZ 85719	1/26/2009	10303043	\$173	
ROTO-ROOTER SERVICE & PLUMBING	811 S SANTA RITA	TUCSON, AZ 85719	1/26/2009	10303043	\$298	
ROTO-ROOTER SERVICE & PLUMBING	811 S SANTA RITA	TUCSON, AZ 85719	2/4/2009	10304347	\$298	
ROTO-ROOTER SERVICE & PLUMBING	811 S SANTA RITA	TUCSON, AZ 85719	3/10/2009	10312096	\$298	
ROTO-ROOTER SERVICE & PLUMBING	811 S SANTA RITA	TUCSON, AZ 85719	1/26/2009	10303043	\$746	
ROTO-ROOTER SERVICE & PLUMBING	811 S SANTA RITA	TUCSON, AZ 85719	4/10/2009	10317309	\$983	
TOTAL						\$2,899
SAGE TAX GROUP II, LLC	1773 EAST PRINCE ROAD	TUCSON, AZ 85719-1926	2/23/2009	10307184	\$9,062	
TOTAL						\$9,062
SENSORMATIC	P.O. BOX 32731	CHARLOTTE, NC 28232-2731	4/13/2009	10317875	\$250	
SENSORMATIC	P.O. BOX 32731	CHARLOTTE, NC 28232-2731	2/24/2009	10309672	\$445	
TOTAL						\$695
SENSORMATIC ELECTRONICS CORP	P.O. BOX 32731	CHARLOTTE, NC 28232-2731	3/10/2009	10313047	\$543	
SENSORMATIC ELECTRONICS CORP	P.O. BOX 32731	CHARLOTTE, NC 28232-2731	3/3/2009	10311781	\$1,271	
TOTAL						\$1,814
SIMPLEX GRINNELL LP	DEPT. CH 10320	PALATINE, IL 60055-0320	2/11/2009	10307243	\$552	
SIMPLEX GRINNELL LP	DEPT. CH 10320	PALATINE, IL 60055-0320	3/30/2009	10314829	\$1,178	
TOTAL						\$1,730
SOUTHERN ARIZONA ATTRACTIONS A	P.O. BOX 57130	TUCSON, AZ 81080	4/1/2009	10312097	\$1,600	
TOTAL						\$1,600

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3b Net payments made to creditors within the past 90 days.

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STRONGPOINT, LLC	48 N TUCSON BLVD, SUITE 106	TUCSON, AZ 85716	1/21/2009	10301564	\$72	
STRONGPOINT, LLC	48 N TUCSON BLVD, SUITE 106	TUCSON, AZ 85716	1/21/2009	10301564	\$88	
STRONGPOINT, LLC	48 N TUCSON BLVD, SUITE 106	TUCSON, AZ 85716	1/21/2009	10301564	\$261	
STRONGPOINT, LLC	48 N TUCSON BLVD, SUITE 106	TUCSON, AZ 85716	1/21/2009	10301564	\$394	
STRONGPOINT, LLC	48 N TUCSON BLVD, SUITE 106	TUCSON, AZ 85716	1/21/2009	10301564	\$679	
STRONGPOINT, LLC	48 N TUCSON BLVD, SUITE 106	TUCSON, AZ 85716	1/21/2009	10301564	\$724	
STRONGPOINT, LLC	48 N TUCSON BLVD, SUITE 106	TUCSON, AZ 85716	1/21/2009	10301564	\$1,780	
STRONGPOINT, LLC	48 N TUCSON BLVD, SUITE 106	TUCSON, AZ 85716	3/25/2009	10314046	\$2,014	
STRONGPOINT, LLC	48 N TUCSON BLVD, SUITE 106	TUCSON, AZ 85716	3/4/2009	10310403	\$3,407	
TOTAL						\$9,419
SUNBELT RENTALS	P O BOX 409211	ATLANTA, GA 30384-9211	3/2/2009	10310404	\$1,229	
SUNBELT RENTALS	P O BOX 409211	ATLANTA, GA 30384-9211	3/20/2009	10314047	\$1,243	
TOTAL						\$2,473
SUNSTATE SWEEPING, INC.	P.O. BOX 18301	PHOENIX, AZ 85005-8301	2/13/2009	10307586	\$1,455	
SUNSTATE SWEEPING, INC.	P.O. BOX 18301	PHOENIX, AZ 85005-8301	4/3/2009	10315141	\$1,455	
TOTAL						\$2,910
SUNTRAN	4220 S PARK AVE. P.O. BOX 26765	TUCSON, AZ 85726-6765	1/28/2009	10302245	\$244	
SUNTRAN	4220 S PARK AVE. P.O. BOX 26765	TUCSON, AZ 85726-6765	3/6/2009	10309549	\$906	
SUNTRAN	4220 S PARK AVE. P.O. BOX 26765	TUCSON, AZ 85726-6765	1/28/2009	10302245	\$1,510	
SUNTRAN	4220 S PARK AVE. P.O. BOX 26765	TUCSON, AZ 85726-6765	3/6/2009	10309549	\$2,220	
TOTAL						\$4,879
TIMBERWOLFF CONSTRUCTION, INC.	1659 W ARROW RTE	UPLAND, CA 91786	2/23/2009	10308978	\$4,900	
TOTAL						\$4,900
TUCSON MALL	4500 N. ORACLE ROAD GENERAL GROWTH MGMT OFFICE	TUCSON, AZ 85705	3/30/2009	10314617	\$254	
TUCSON MALL	4500 N. ORACLE ROAD GENERAL GROWTH MGMT OFFICE	TUCSON, AZ 85705	2/23/2009	10307587	\$1,500	
TUCSON MALL	4500 N. ORACLE ROAD GENERAL GROWTH MGMT OFFICE	TUCSON, AZ 85705	1/26/2009	10301565	\$2,543	
TOTAL						\$4,297
TW TELECOM	PO BOX 172567	DENVER, CO 80217-2567	2/24/2009	10308979	\$764	

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3b Net payments made to creditors within the past 90 days.

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TW TELECOM	PO BOX 172567	DENVER, CO 80217-2567	1/20/2009	10301566	\$1,540	
TOTAL						\$2,305
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/30/2009	10314830	\$21,819	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	4/6/2009	10316986	\$22,023	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	2/17/2009	10308418	\$22,749	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/30/2009	10314830	\$22,776	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	1/22/2009	10302748	\$23,281	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	2/2/2009	10305613	\$23,282	
TOTAL						\$135,931
WASTE MANAGEMENT OF TUCSON	P.O. BOX 78251	PHOENIX, AZ 85062-8251	2/3/2009	10304350	\$205	
WASTE MANAGEMENT OF TUCSON	P.O. BOX 78251	PHOENIX, AZ 85062-8251	3/6/2009	10311531	\$369	
WASTE MANAGEMENT OF TUCSON	P.O. BOX 78251	PHOENIX, AZ 85062-8251	4/6/2009	10315987	\$564	
TOTAL						\$1,137
XEROX CORPORATION	P.O. BOX 650361	DALLAS, TX 75265-0361	2/17/2009	10307588	\$544	
XEROX CORPORATION	P.O. BOX 650361	DALLAS, TX 75265-0361	3/2/2009	10310405	\$544	
XEROX CORPORATION	P.O. BOX 650361	DALLAS, TX 75265-0361	3/9/2009	10312098	\$544	
TOTAL						\$1,632
ZEE MEDICAL SERVICE CO (P-CARD)	22 CORPORATE PARK	IRVINE, CA 92606	3/6/2009	7180674	\$621	
TOTAL						\$621
TOTAL						\$683,772

Specific Notes

The dates set forth in the "Date of Payment" column relate to one of the following: (i) the date of a wire transfer; (ii) the date of an "ACH" payment; or (iii) the clearance date for a check or money order. In addition to the payments disclosed in response to this Question, the Debtors engaged in numerous transactions, including payments and other transfers, with their Debtor and non-Debtor affiliates on a daily basis. Given the significant volume and ordinary course nature of such transactions, the Debtors may not have listed all such transactions in response to this Question 3(b).

4a(ii). Suits and Administrative Proceedings - Debtor as Defendant

Case Name	Case Number	Court Name and Location
MARY WINSLOW, A SINGLE PERSON, V PARK PLACE MALL L.L.C. AND GENERAL GROWTH PROPERTIES, INC., A FOREIGN CORPORATION; A-Z CORPORATIONS A-Z AND JOHN AND JANE DOE I-X	C20076265	SUPERIOR COURT FOR THE STATE OF ARIZONA IN AND FOR THE COUNTY OF PIMA; ARIZONA
PARK PLACE HOTEL LIMITED PARTNERSHIP V. PARK MALL, LLC	UNKNOWN	SUPERIOR COURT OF ARIZONA ; ARIZONA
SALLY E TRYBA, A SINGLE WOMAN, V GENERAL GROWTH PROPERTIES, INC., A FOREIGN CORPORATION; PARK PLACE MALL; JANE OR JOHN DOE, GENERAL MANAGER OR LIKE TITLE FOR PARK PLACE MALL; JANE OR JOHN DOE, DIRECTOR OF MAINTENANCE OR LIKE TITLE FOR PARK PLACE MALL; JAN	C20085403	SUPERIOR COURT FOR STATE OF ARIZONA IN AND FOR THE COUNTY OF PIMA; ARIZONA
TRINIDAD L ESPINO AND RAMON B ESPINO, A MARRIED COUPLE, V GENERAL GROWTH PROPERTIES, INC., AN ARIZONA CORPORATION, D.B.A PARK PLACE ON BROADWAY; ABC PARTNERSHIPS 1-10; XYZ CORPORATIONS 11-20; JOHN DOES AND JANE DOES 21-30	C20077498	ARIZONA SUPERIOR COURT, PIMA COUNTY; ARIZONA

Specific Notes

21b. Current Officers, Directors and Stockholders holding 5% or more of the voting or equity securities

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>City, State, Zip</u>
ADAM S. METZ	CHIEF EXECUTIVE OFFICER OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
CAROL A. WILLIAMS	ASSISTANT SECRETARY OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
CHARLES H. CREMENS	DIRECTOR (INDEPENDENT) OF MANAGING MEMBER	230 CEDAR STREET	CHATHAM, MA 02633
EDMUND J. HOYT	TREASURER OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
HOWARD A. SIGAL	ASSISTANT SECRETARY OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
JOHN V. HOWARD	DIRECTOR (INDEPENDENT) OF MANAGING MEMBER	545 THERESA DRIVE	BOULDER, CO 80303
KATHLEEN M. COURTIS	VICE PRESIDENT OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
LINDA J. WIGHT	VICE PRESIDENT & ASSISTANT SECRETARY OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
MICHAEL CHIMITRIS	ASSISTANT SECRETARY OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
PARK MALL, INC.	MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
ROBERT A. MICHAELS	CHIEF OPERATING OFFICER OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
ROBERT A. MICHAELS	DIRECTOR OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
RONALD L. GERN	SENIOR VICE-PRESIDENT & SECRETARY OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
SHARON M. POLONIA	EXECUTIVE VICE-PRESIDENT OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
THOMAS H. NOLAN, JR.	DIRECTOR OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606
THOMAS H. NOLAN, JR.	PRESIDENT OF MANAGING MEMBER	110 N. WACKER	CHICAGO, IL 60606

Specific Notes

Stockholders that own, control, or hold 5 percent or more of the voting or equity securities of Debtor named above can be found on the organizational chart on Exhibit B-13.

22b. Former Partners, Officers, Directors and Shareholders (Hold 5% or more)

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>City, State, Zip</u>
BERNARD FREIBAUM	DIRECTOR OF MANAGING MEMBER	110 N. WACKER DRIVE	CHICAGO, IL 60606
BERNARD FREIBAUM	EXECUTIVE VICE PRESIDENT AND TREASURER OF MANAGING MEMBER	110 N. WACKER DRIVE	CHICAGO, IL 60606
JAMES D. LANO	ASSISTANT SECRETARY OF MANAGING MEMBER	110 N. WACKER DRIVE	CHICAGO, IL 60606
JEAN SCHLEMMER	SENIOR VICE PRESIDENT OF MANAGING MEMBER	110 N. WACKER DRIVE	CHICAGO, IL 60606
JOHN W. STEELE, III	ASSISTANT SECRETARY OF MANAGING MEMBER	110 N. WACKER DRIVE	CHICAGO, IL 60606
MARY S. STAWIKEY	DIRECTOR (INDEPENDENT) OF MANAGING MEMBER	2711 CENTERVILLE ROAD, SUITE	WILMINGTON, DE 19808
SUZANNE M. HAY	DIRECTOR (INDEPENDENT) OF MANAGING MEMBER	2711 CENTERVILLE ROAD, SUITE	WILMINGTON, DE 19808

Park Mall L.L.C.

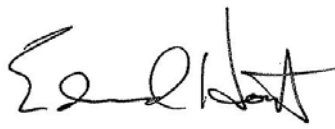
Case Number: 09-12219

DECLARATION CONCERNING DEBTOR'S STATEMENT OF FINANCIAL AFFAIRS

I, authorized signatory of this debtor entity, declare under penalty of perjury that I have read the answers contained in the foregoing Statement of Financial Affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

PARK MALL L.L.C.

Date: August 26, 2009

By: 
EDMUND HOYT, Authorized Signatory

Penalty for making a false statement: Fine of up to \$500,000, or imprisonment for up to 5 years, or both. 18 U.S.C. § 152 and 3571.