

**United States Bankruptcy Court
District of Arizona**

IN RE:

Case No. 2:13-bk-12040-EPB

APERION COMMUNITIES LLLP

Chapter 11

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, 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).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
Johnson Bank 3131 East Camelback Road Phoenix, AZ 85016				27,990,593.59
IMH Special Assets NT 161, LLC C/O Snell & Wilmer One Arizona Center, 400 E Van Buren Phoenix, AZ 85004-2202	Christopher H. Bayley		Disputed	6,449,026.06
IMH Special Assets NT 168, LLC C/O SNELL & WILMER One Arizona Center, 400 E. Van Buren Phoenix, AZ 85004-2202	Christopher H. Bayley		Disputed	2,164,193.21
Recorp Capital Group 7835 E Redfield Rd #102 Scottsdale, AZ 85260				72,388.67
Recorp Investments 7835 E Redfield Road #102 Scottsdale, AZ 85260				68,170.65
Seagoville Investments LLLP C/O Recorp Realty Inc. 7835 E Redfield Road #102 Scottsdale, AZ 85260				45,200.50
Greenplex Investments C/O Recorp Realty Inc 7835 E Redfield Road #102 Scottsdale, AZ 85260				17,500.00
Aperion Capital Texas C/O Recorp Realty Inc 7835 E Redfield Road #102 Scottsdale, AZ 85260				12,200.00
Recorp Management 7720 E Redfield Rd #8 Scottsdale, AZ 85260				10,193.99
Turin Properties LLLP C/O Trieste Management LLLP 7835 E Redfield Road #102 Scottsdale, AZ 85260				1,155.00
Drooy Properties, LLP C/O Recorp Realty, Inc. 7835 E Redfield Road #102 Scottsdale, AZ 85260				852.70

North Fort Worth Management
C/O Scott Ewing
7835 E Redfield Road #102
Scottsdale, AZ 85260

108.97

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, [the president *or* other officer *or* an authorized agent of the corporation][*or* a member *or* an authorized agent of the partnership] named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: **September 24, 2013**

Signature: **/s/ DANIEL BRAY**

DANIEL BRAY, DIRECTOR OF DEVELOPMENT AND CONSTRU

(Print Name and Title)