

B6 Summary (Form 6 - Summary) (12/07)

United States Bankruptcy Court
Southern District of Texas

In re Apex Katy Physicians, LLC

Debtor(s)

Case No. 12-31848-H1-11Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	3	\$14,500,000.00		
B - Personal Property	Yes	14	\$737,691.79		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	4		\$12,383,717.87	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		\$0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	3		\$1,263,233.66	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			\$N/A
J - Current Expenditures of Individual Debtor(s)	No	0			\$N/A
TOTAL		28	\$15,237,691.79	\$13,646,951.53	

B6A (Official Form 6A) (12/07)

In re Apex Katy Physicians, LLC

Debtor(s)

Case No. 12-31848-H1-11**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "none" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband Wife Joint or Comm- unity	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
Approximately 101,105 sq. ft. hospital facility on approx. 6 acres located at 25660 Kingsland Blvd (Formerly known as 5602 Medical Center Drive) Katy, Texas;		-	\$11,000,000.00	\$12,383,717.87
Approximately 40,000 sq. ft. medical office facility on approx. 3.4 acres located at 25772 Kingsland Blvd, (Formerly 5618 Medical Center Drive) Katy, Texas		-	\$2,000,000.00	Included in above total
Approximately 8.4 acres of undeveloped land located off of Kingsland Blvd and Pin Oak Road, including the designated tract for the small helicopter pad (fair market value estimated at \$25,000) that was previously used for trauma airlifts. See legal description attached as Exhibit A.		-	\$1,500,000.00	Included in above total
Total:			\$14,500,000.00	

(Report also on Summary of Schedules)

Exhibit A

TRACT I
METES AND BOUNDS DESCRIPTION
OF 8.4388 ACRES OF LAND
OUT OF RESERVE "E"
LIFEMARK MEDICAL CENTER
VOLUME 28, PAGE 21, F.B.C.M.R.
KATY, FORT BEND COUNTY, TEXAS

All that certain 8.4388 acres of land being that same tract described in deed dated October 1, 1999, from Katy Medical Center, Inc. to Memorial Hermann Hospital System, recorded at Film Code No. 1999086283, of the Official Records of Fort Bend County, Texas, being a portion of Reserve "E", Lifemark Medical Center, according to the plat thereof recorded at Volume 28, Page 21, of the Map Records of Fort Bend County, Texas and being more particularly described by metes and bounds as follows;

BEGINNING at a found 3/4" iron rod marking the west corner of said Reserve "E", located in the southeast right-of-way line of Medical Center Drive (90' Wide);

THENCE N 44° 57' 22" E - 1,043.93', with said southeast right-of-way line of Medical Center Drive, to a found 3/4" iron rod for corner;

THENCE S 46° 02' 22" E - 350.18', with the southwest line of that certain 3.0000 acre tract described in the deed dated December 26, 1984, from Texas Capital Bancshares, Inc. to Texas Capital Mortgage Company, recorded at Volume 1585, Page 659, Film Code No. 62580, of the Deed Records of Fort Bend County, Texas, to a found 3/4" iron rod for corner;

THENCE S 44° 57' 47" W - 1,055.89', with the northwest line of that certain 2.917 acre tract described in the deed dated August 11, 1992, from Resolution Trust Corporation, as Receiver of Platte Valley Savings to Fin Oak Atrium Building, Ltd., recorded at Volume 2432, Page 820, Film Code No. 9247282, of the Official Records of Fort Bend County, Texas, continuing with the northwest line of that certain 7.509 acre tract described in the deed dated January 22, 1998, from Mary Wallace Griffith, et al to Carriage Inn-Katy, recorded at Film Code No. 1999027632, of the Official Records of Fort Bend County, Texas; continuing with the northwest corner of that certain 50.2428 acre tract described in the deed dated May 30, 1990, from FIMSA, Inc. to William R. Laughlin, Trustee, recorded at Volume 2216, Page 667, Film Code No. 9027054, of the Official Records of Fort Bend County, Texas, to a found 1/2" iron pipe for corner;

THENCE N 43° 04' 56" W - 350.26', with the northeast line of that certain 1.000 acre tract described in the deed dated April 30, 1981, from M. L. Scott to the City of Katy, Texas, recorded at Volume 963, Page 806, Film Code No. 57376, of the Deed Records of Fort Bend County, Texas, continuing with the northeast line of that certain 8.5714 acre tract described in the deed dated January 13, 1995, from M. L. Scott to the City of Katy, Texas, recorded at Volume 2732, Page 2323, of the Official Records of Fort Bend County, Texas, to the POINT OF BEGINNING of the herein described tract and containing 8.4388 acres (367,596 square feet) of land, more or less.



TRACT II
METES AND BOUNDS DESCRIPTION
OF 9.5782 ACRES OF LAND
OUT OF RESERVES "B" & "C"
LIFEMARK MEDICAL CENTER
VOLUME 28, PAGE 21, F.B.C.M.R.
KATY, FORT BEND COUNTY, TEXAS

All that certain 9.5782 acres of land being all of Reserves "B" & "C", Lifemark Medical Center, according to the plat thereof recorded at Volume 28, Page 21, of the Map Records of Fort Bend County, Texas and being more particularly described by metes and bounds as follows;

BEGINNING at a found 3/4" iron pipe marking the north corner of Reserve "D", Lifemark Medical Center, according to the plat thereof recorded at Volume 26, page 21, of the Map Records of Fort Bend County, Texas;

THENCE N 44° 55' 33" E - 366.56', with the southeast line of that certain 94.0241 acre tract described in the deed dated 12-17-1984, from Hugh R. Goodrich to Hugh R. Goodrich, Trustee, recorded at Volume 1581, Page 594, Film Code No. 61702, of the Deed Records of Fort Bend County, Texas, to a found 3/4" iron rod for an angle corner;

THENCE N 45° 00' 00" E - 651.00', continuing with said southeast line of the 94.0241 acre tract to a found 3/4" iron rod for corner;

THENCE S 45° 00' 00" E - 436.60, with the common line between Reserves "A" and "B" of said plat, to a found 3/4" iron rod for point on a non-tangent curve to the left having a central angle of 16° 20' 53" and a radius of 700.00' and a Chord which bears S 53° 10' 25" W - 199.05';

THENCE, with the northwest right-of-way line of Medical Center Drive (50' Wide), for an arc distance of 199.73', to a found "X" in concrete for the Point of Tangency;

THENCE S 45° 00' 00" W - 820.53', continuing with said northwest right-of-way line of Medical Center Drive, to a found "X" in concrete for corner;

THENCE N 45° 00' 00" W - 407.93', with the northeast line of aforementioned Reserve "D" to the POINT OF BEGINNING of the herein described tract and containing 9.5782 acres (417,226 square feet) of land, more or less.

B6B (Official Form 6B) (12/07)

In re Apex Katy Physicians, LLCCase No. 12-31848-H1-11Debtor**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Metro Bank Operating Account No. XXXX847	-	11,259.09
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		United Specialty Insurance Company, property insurance, no cash value.	-	0.00
		Omega U.S. Insurance, Inc., general liability insurance, no cash value.	-	0.00
10. Annuities. Itemize and name each issuer.	X			

Sub-Total > 11,259.09
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Apex Katy Physicians, LLCCase No. 12-31848-H1-11

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.	X			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		Misappropriation of \$700,000 check paid to Apex Katy Physicians, LLC, but deposited into account of separate entity controlled by Dr. Adeel Zaiti	-	700,000.00

Sub-Total > 700,000.00
(Total of this page)

Sheet 1 of 3 continuation sheets attached
to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Apex Katy Physicians, LLCCase No. 12-31848-H1-11

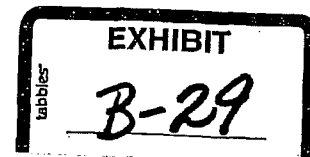
Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		\$6M unsecured proof of claim in Apex Long Term Acute Care - Katy, L.P., Case #09-37096, however cash value is likely to be substantially less as trust appears to have approximately \$400,000 at the present time	-	Unknown
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		Please see the list of furniture, fixtures and equipment attached as Exhibit B-29.	-	17,808.00
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			

Sub-Total > **17,808.00**
(Total of this page)

Sheet 2 of 3 continuation sheets attached
to the Schedule of Personal Property



Personal Property Summary

Disclaimer: Please note, Debtor has made a good faith effort to inventory its personal property. Due to very limited funds, and no power in the buildings, as well as locked doors that Debtor does not have all the keys for, Debtor has had to make some estimates and assumptions regarding the property inventory. With regards to value, most if not all of the personal property is approximately 10 years old and appears to have minimal salvage value.

Original Inventory:

Attached is the original bill of sale itemizing the inventory that was sold by Memorial Hermann Katy to the prior owner Medistar, which Medistar sold to the Debtor for a sum of \$10.00 on or around March 22, 2007.

With regards to value, upon information and belief, Memorial Hermann Katy was going to dispose of these items, prior to including them in the sale to Medistar at no additional charge, therefore it is reasonable to presume these items were at or near their disposable salvage value on or prior to 2007.

Based on inventories taken during multiple walkthroughs of the properties, Debtor reasonably assumes that most of the items on the bill of sale exhibit A list are still on the property, with the exception of the food tray carts, plate warmers, pallet warmers, plate covered cart, meat slicer, and many of the televisions, which at last account totaled approximately 35 TV's, rather than the 111 TV's that were counted in 2007.

As 5 years have passed, Debtor is conservatively applying 50% salvage value to the 2005 values of the non-TV items, though likely the current salvage value is far less. Debtor is also not aware if these items are operational or not.

With regards to value, it should be noted that all of these TV's appear to be a decade old and obsolete in that they are picture tube analog TV's and it is unclear how many if any of them are operational. As such, Debtor values each TV to be worth no more than \$5 each.

With the aforementioned methodologies in mind the value of the Debtor's property that can be tied to its original bill of sale is approximately worth $\$7245 + 35(\$5) = \$7,420$.

Additional Property (potentially abandoned property):

Below is a list of the additional personal property identified on site and its approximated values. As Debtor does not have records of purchasing any new property since the 2007 sale, the additional property appears to have been abandoned by the prior tenant and/or other parties. Again due to limited visibility and locked doors, Debtor has had to make some assumptions and approximations.

Item	Count	Allowance for uncounted items	Total counted plus allowance for uncounted	Approximate Unit Value	Approximate Total Value
Chairs	403	50	453	\$5	\$2265
Mini Dresser Drawers	41	20	61	\$5	\$305
Phones	11	15	26	\$5	\$130
Administrative Desks	18	5	23	\$35	\$805
Other Desks	20	5	25	\$15	\$375

Tables	43	15	58	\$10	\$580
Bed	1	1	2	20	\$40
Wall Locker Units	2	15	17	\$10	\$170
Spacesaver Shelves	2	0	2	\$50	\$100
Cabinets	14	5	19	\$20	\$380
Benches / Pews	12	2	14	\$20	\$280
Microwave / Toaster Oven	4	6	10	\$5	\$50
End Tables	13	5	18	\$5	\$90
Lamp	1	5	6	\$5	\$30
Fountain	1	0	1	\$25	\$25
Projector Screen	1	0	1	\$40	\$40
White Boards / Cork Boards	4	50	54	\$3	\$162
Rolling Food Trays	8	20	28	\$5	\$140
Air Mattress	3	5	8	\$2	\$16
Vital Monitor	10	5	15	\$20	\$300
Vital Monitor (cracked)	2	0	0	0	0
Shelf Units	13	5	18	\$15	\$270
End Tables	13	10	23	\$5	\$115
Racks (Food, Tray, etc)	15	5	20	\$10	\$200
Amsco Warming Cabinet	1	1	2	\$50	\$100
Carts	2	2	4	\$10	\$40
PT Tables	5	0	5	\$40	\$200
PT Exercise Equipment	2	0	2	\$40	\$80
Linen Warmer	1	1	2	\$50	\$100
Fax	1	2	3	\$5	\$15
Copy Machine	2	0	2	\$35	\$70
Coffee Maker	2	2	4	\$5	\$20
Counter/Desk	1	0	1	\$40	\$40
Couch	1	1	2	\$40	\$80
Clocks	20	30	50	\$2	\$100
Garbage Cans	10	40	50	\$5	\$250
Mini Closets	89	11	100	\$5	\$500
Nurse Station Counters	5	5	10	\$100	\$1000
Computer Monitors	3	2	5	\$10	\$50
Centrifuge	2	2	4	\$20	\$80
Picture Frames	8	12	20	\$10	\$200

Optho Bases	4	0	4	\$15	\$60
Atmoset	1	0	1	\$25	\$25
*Audiometric Booth	1	0	1	\$250	\$250
Ortho Boots	4	1	5	\$10	\$50
Table Organizers	2	10	12	\$5	\$60
PT Tub	2	0	2	\$200	\$400
Total					\$10,388

*Apparently owner of Audio Booth was former tenant of POB prior to Debtor's purchase, and wishes to reclaim booth alleging to have receipt.

Total Conservative Approximate Estimated Personal Property Value = \$10,388 + \$7,420 = \$17,808.00

64	214	1																		
65	215	1																		
66	216	1																		
67	217	1	2	1																
68	218	1	1	1																
69	219	1	1	1																
70	220	1	1	1																
71	P.R.	1	9	1				2												
72	Wait Room		6									3							1 microwave	
73	Nurse Station		8	2				1			2						3		1 Fax	
74	Dr Consult Room		2	1					1											
75	Medical Records		6					1	2										2 Spacesaver Shelves	
76	Waiting Room	1	21									4							1 Coffee Maker	
77	2nd Floor		10			1				8							3		10 racks	
78	ICU 1		2	1									1						1 rolling tray	
79	ICU 2			2									1						1 of VM is cracked	
80	ICU 3		1										1						(1 of VM is cracked), 1 rolling tray	
81	ICU 4		1										2						1 rolling tray	
82	ICU 5		2	1									2							
83	ICU 6		2	2									1							
84	ICU 7		1	2									1							
85	ICU Central Supply			1															2 rolling trays	
86	ICU Staff		1																1 Rack	
87	ICU Nurse Station			3														2	Ice Machine, 1 rolling tray	
88	Administration Main		5					1				1		1					1 Linen Warmer	
89	Atrium		33																1 microwave	
90	Conference Room		34			2		15					1		1				1 lamp, 1 fountain	
91	Gift Shop		2														2	1	1 Projector Screen	
92	Administration HR																		1 counter height desk	
93	PT	11			2													1	3 PT table, 2 PT exercise equipment, 2 PT Tubs	
94	Admin HR 1		2			2												1		
95	Admin HR 2		1			1														
96	Admin HR 3		1			1							1							
97	Admin Area 1		2			1														
98	Admin Area 2		1			1														
99	Admin Area 3		3			1														
100	Copy Room																	1	1	
101	Admin Area 7		2			2		1											1 Copy Machine	
102	Admin Area 8		4			1		1												
103	Admin Area 9		2			1					1									
104	Admin Area 10		3			1		1												
105	Admin Area 11		2											1						
106	Kitchen Office 1		2			1												1		
107	Kitchen Office 2		3			2														
108	POB Lobby 1st and 2nd floor									4										
109	Radiology Wait Room		15															1		
110	POB 1st Floor Area 1 Suite 103		1																	
111	POB 1st Floor Area 2 Suite 112		1			1						7							1 Copy Machine, 4 Table Organizers, 2 Therapy Tables, 4 Ortho Boots	
112	POB 1st Floor Area 3		1																	
113	POB Area 4																			
114	POB Area 5 2nd Floor		4			3													1 Atmoset, 1 AudioMetric Booth Tractor ar9s	
115	POB Area 6 2nd Floor Mann Eye		29											1					4 Picture Frames, 1 Fridge, 1 Toaster Oven, 1 Computer Monitor, 4 Optho Machine Bases	
116	POB Area 7 2nd Floor					8						2								
117	POB Area 8 2nd Floor		4			1												1	2 small analytical centrifuges, 2 broken computer monitors, 1 broken coffee machine	
Additional Items		3				2													1 couch, approximately 20 clocks, approximately 10 garbage cans, approximately 89 small mini patient closets, approximately 5 Nurse Station Counters	
		35	403	41	0	18	20	6	43	1	2	3	12	13	10	13		4	14	11

Note this list was comprised in good faith with the best of intentions by Debtor. Due to dark rooms resulting from no power, locked rooms which we were unable to open, and other challenges such as lack of funds, Debtor has had to make some assumptions and approximations and recognizes that this list may not be exhaustive.

BILL OF SALE

This Bill of Sale is executed by and between MEDISTAR CORPORATION, a Texas corporation ("Assignor"), and APEX KATY PHYSICIANS, LLC, a Texas limited liability corporation ("Assignee").

WITNESSETH:

WHEREAS, Assignor and Assignee entered into that certain Agreement for Purchase and Sale of Real Property and Improvements dated and effective as of January 3, 2007 (the "Agreement"), respecting the sale of certain property more specifically described therein; and

WHEREAS, contemporaneously with the conveyance of the property pursuant to the Agreement, Assignor has agreed to convey to Assignee all of the personal property listed on Exhibit A attached hereto and made a part hereof for all purposes (the "Property").

NOW, THEREFORE, KNOW ALL PERSONS BY THESE PRESENTS:

THAT, for and in consideration of the receipt of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration in hand paid by Assignee to Assignor, the receipt and sufficiency of which are hereby acknowledged and confessed, Assignor has ASSIGNED, TRANSFERRED, SET OVER, and DELIVERED unto Assignee, its successors and assigns, all of Assignor's right, title and interest, if any, in and to the Property.

ASSIGNEE ACKNOWLEDGES AND AGREES THAT IT HAS INSPECTED AND ASSESSED THE PROPERTY CONVEYED PURSUANT TO THIS BILL OF SALE AND THAT IT HAS RELIED SOLELY UPON SUCH EXAMINATIONS AND INVESTIGATIONS IN ELECTING WHETHER OR NOT TO PURCHASE SUCH PROPERTY. IT IS EXPRESSLY UNDERSTOOD AND AGREED THAT ASSIGNEE IS PURCHASING THE PROPERTY "AS IS" AND "WHERE IS," AND WITH ALL FAULTS AND DEFECTS, LATENT OR OTHERWISE, AND THAT ASSIGNOR IS MAKING NO REPRESENTATIONS OR WARRANTIES, EITHER EXPRESS OR IMPLIED, BY OPERATION OF LAW OR OTHERWISE, WITH RESPECT TO THE QUALITY, PHYSICAL CONDITION OR VALUE OF THE PROPERTY. WITHOUT LIMITING THE FOREGOING, IT IS UNDERSTOOD AND AGREED THAT ASSIGNOR IS MAKING NO WARRANTY OF SUITABILITY, MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE OR FITNESS FOR ANY PURPOSE. WITHOUT LIMITING THE FOREGOING, ASSIGNOR IS MAKING NO WARRANTY OR REPRESENTATION, EXPRESS OR IMPLIED, BY OPERATION OF LAW OR OTHERWISE, WITH RESPECT TO THE PROPERTY.

ASSIGNEE FURTHER HEREBY IRREVOCABLY WAIVES ANY CLAIMS AGAINST ASSIGNOR OR ASSIGNOR'S AGENTS, EMPLOYEES, AFFILIATES OR CONTRACTORS FOR CONTRIBUTION, COST RECOVERY, DAMAGES, PENALTIES

OR ANY OTHER CLAIM WITH RESPECT TO THE PROPERTY.

This Bill of Sale shall be governed by and construed in accordance with the laws of the state of Texas.

This Bill of Sale may be executed in multiple counterparts, each of which shall for all purposes constitute one and the same instrument.

EXECUTED on the dates set forth below, to be effective for all purposes as of the ___ day March, 2007.

ASSIGNOR:

MEDISTAR COPORATION,
a Texas corporation

By: _____

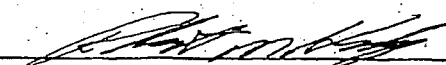

Robert M. Hodge, Vice President

EXHIBIT ~~A~~ A
 TO
 BILL OF SALE

MH KATY REFRIGERATOR & ICE MACHINE INVENTORY

Department	Refrigerators	Ice Machines			
Post Partum	1 F/S	1 free standing	200		
Post Partum	1 U/C				
L&D	3 U/C	1 C/T	250		
Day Stay	1 F/S	1 C/T	250		
Day Stay	1 C/T				
ER	1 F/S	1 C/T	250		
ER	2 C/T				
ICU	1 F/S	1 C/T	250		
ICU	1 C/T	50			
Med Surg I	2 F/S	50 1 C/T	250		
Med Surg II	1 F/S	50 1 C/T	250		
Med Surg II	1 C/T	20			
Mat Mgmt	1 U/C	35 total	\$ 1,700.00		
EVS	1 U/C	35			
Education	1 C/T	20			
Bio Med	1 C/T	20			
Nursery	4 U/C	35			
Nursery	1 U/C w/freezer	35			
Cardio	1 U/C	35			
Admin	1 U/C	35			
Pharmacy	1 C/T	20			
Lab	1 U/C	35		F/S	Full Size 50
Imaging	1 U/C	35		C/T	Counter Top 20
Dr Dining	1 F/S	50		U/C	Under Counter 35
Surgery	1 F/S	50			
Surg Lounge	1 F/S	50			
Nur Sup Off	1 U/C	35			
	total		\$ 665.00		

MH KATY KITCHEN EQUIPMENT

Item	Manufacturer	50	150
3 Baker Racks			

EXHIBIT ~~A~~ A
 TO
 BILL OF SALE

2	2 Door Freezers	Hobart-Victory	500	1000
1	4 Door Refrigerator	Hobart	1000	1000
2	Roll In Refrigerator	Hobart	500	1000
1	2 Door Pass Thru Refrigerator	Hobart	500	500
1	Plate Covered Cart		250	250
1	Pallet Warmer	Dinex	500	500
1	Roll In Pass Thru Warmer	Hobart	500	500
1	Plate Warmer	Institution Equip. System	250	250
1	Hot Box (roll in)	Hobart	250	250
1	Steam Table (4 compartment - patient Caddy		100	100
1	Patient Tray Conveyor		1000	1000
1	Toaster & Cart	Savory	100	100
1	4 slice Toaster	Simplicity	50	50
5	Food Carts	Dinex	250	1250
1	Dish Machine	Hobart	5000	5000
10	Cart on Wheels		50	500
5	Work Tables		100	500
1	Bowl Holder		100	100
1	Ice Machine (counter top)	Foilett	500	500
1	Deep Fryer	Southbend	100	100
1	2 Door Vegetable Steamer	Cleveland	250	250
1	Meat Slicer	Hobart	200	200
1	Grill	MagiKitchen	500	500
1	Patient Tray Conveyor		1000	1000
1	Salad Bar (Ice)	Cambro	25	25
1	Cold Table on Wheels	Duke Mfg.	250	250
2	Disposals	WasteKing	25	50
1	Tray Line (1 cold well, 5 hot wells)		250	250
		total		\$ 17,125.00

TV INVENTORY

EXHIBIT ~~A~~ A
TO
BILL OF SALE

21 Zenith	50 \$	1,050.00
62 Philips	50 \$	3,100.00
23 9" PDI	50 \$	1,150.00
1 Philips - Dr's Lounge	50 \$	50.00
1 Philips - ER Break Room	50 \$	50.00
1 GE - Human Resources	50 \$	50.00
2 Sony - Conference Rooms	50 \$	100.00
total	\$	5,550.00

B6B (Official Form 6B) (12/07) - Cont.

In re Apex Katy Physicians, LLC

Case No. 12-31848-H1-11

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NONE	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
35. Other personal property of any kind not already listed. Itemize.		Refund of prepaid insurance by Premium Financing Specialists (paid post-petition) due to switch in premium financing company to Bulldog Premium Finance.	-	8,624.70

Sub-Total > **8,624.70**
(Total of this page)
Total > **737,691.79**

Sheet 3 of 3 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

B6D (Official Form 6D) (12/07)

In re Apex Katy Physicians, LLC

Debtor(s)

Case No. 12-31848-H1-11

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, 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). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns).

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above)</i>	Husband, Wife, Joint or Community		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
	CODER	HWC						
ACCOUNT NO.								
City of Katy Charlie Shafer, CTA 5718 Second St. P O Box 617 Katy, TX 77492-0617	NA		All real property described on Schedule A.	X	X	X	\$265,207.00	\$0.00
			VALUE \$14,500,000.00					
ACCOUNT NO.								
Fort Bend County Patsy Schultz, R.T.A. 1317 Ransom Road Richmond, TX 77469	NA		All real property described on Schedule A	X	X	X	\$214,510.97	\$0.00
			VALUE \$14,500,000.00					

B6D (Official Form 6D) (12/07) - Cont.

In re **Apex Katy Physicians, LLC**

Case No. **12-31848-H1-11**

Debtor(s)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above)</i>	C O D E J B T O R	H U S B A N D W I F E J O I N T O R	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.								
Katy ISD David J. Piwonka, RPA P O Box 159 Katy, TX 77492		N A	All real property described on Schedule A. VALUE \$14,500,000.00	X	X	X	\$655,259.61	\$0.00
ACCOUNT NO.								
MetroBank, N.A. 9600 Bellaire Blvd., Suite 252 Houston, TX 77036		X N A	All real property described on Schedule A VALUE \$14,500,000.00				\$10,798,740.29	\$0.00
ACCOUNT NO.								
Pankaj K. Shah 17403 Rolling Brook Ct. Sugar Land, TX 77479		N A	All real property described on Schedule A VALUE \$14,500,000.00				\$450,000.00	\$0.00
Total(s) (Use only on last page)							\$12,383,717.87	\$0.00

(Report also on Summary of Schedules)

If applicable, report also on Statistical Summary of Certain Liabilities and Related Data)

B6E (Official Form 6E) (4/10)

In re Apex Katy Physicians, LLCCase No. 12-31848-H1-11Debtor**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/10) - Cont.

In re Apex Katy Physicians, LLC

Case No. 12-31848-H1-11

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Taxes and Certain Other Debts
Owed to Governmental Units

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H W J C	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No. Internal Revenue Service Insolvency Section 1919 Smith MAIL STOP HOU 5024 Houston, TX 77002								Unknown	Unknown
Account No.								Unknown	0.00
Account No.									
Account No.									
Account No.									

Sheet 1 of 1 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Total of this page)

Total
(Report on Summary of Schedules)

0.00	0.00
0.00	0.00

B6F (Official Form 6F) (12/07)

In re Apex Katy Physicians, LLC

Case No. 12-31848-H1-11

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. 4 Season's Landscaping & Yards Attn: David Rojas 6915 Carvel Lane Houston, TX 77074		-				0.00
Account No. Brilliant Energy 800 Wilcrest Dr., Suite 109 Houston, TX 77042		-				4,318.50
Account No. Burford Hawash Meade & Gaston LLP Attn: Andrew Meade 1221 McKinney, Suite 3150 Houston, TX 77010		-				20,000.00
Account No. Consolidated Communications P O Box 1568 Conroe, TX 77305-1568		-				97.82
Subtotal (Total of this page)						24,416.32

2 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re **Apex Katy Physicians, LLC**

Case No. **12-31848-H1-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C					
Account No. Fikes of Houston, Inc. P O Box 19278 Houston, TX 77224-9278							145.00
Account No. Houston Automatic Door, Inc. 9103 Emmott Road Houston, TX 77040							151.55
Account No. Hunton Trane 10555 Westpark Drive Houston, TX 77042							0.00
Account No. Kaiser & Conrad, LLP Attn Jeffery B. Kaiser 1911 Bagby, Second Floor Houston, TX 77002				X	X	X	90,000.00
Account No. Orkin, Inc. 3901 Braxton Drive Houston, TX 77063-6303							0.00
Subtotal (Total of this page)							90,296.55

Sheet no. 1 of 2 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

90,296.55

B6F (Official Form 6F) (12/07) - Cont.

In re Apex Katy Physicians, LLC

Case No. 12-31848-H1-11

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		Husband, Wife, Joint, or Community					
Account No. Pankaj K. Shah 17403 Rolling Brook Drive Sugar Land, TX 77479		-	Loan				539,520.79
Account No. Pankaj K. Shah 17403 Rolling Brook Drive Sugar Land, TX 77479		-	Indemnity and Management Fees	X	X		600,000.00
Account No. Super Building Cleaners 9100 S. W. Freeway, Suite 221 Houston, TX 77074		-	No invoice has been produced since 2010 showing the balance due.			X	9,000.00
Account No. Thyssenkrupp Elevator Corp. TKE Corp P O Box 933004 Atlanta, GA 31193-3004		-	Business Services				0.00
Account No. 							

Sheet no. 2 of 2 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **1,148,520.79**

Total
(Report on Summary of Schedules) **1,263,233.66**

B6G (Official Form 6G) (12/07)

In re Apex Katy Physicians, LLC

Case No. 12-31848-H1-11

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, 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).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<p>Bulldog Premium Finance P O Box 116445 Atlanta, GA 30368-6445</p>	<p>Insurance Premium Finance Agreement. Installment was current at the date of the filing. Post-petition installments through May 19, 2012 were paid on March 27, 2012. The contract was satisfied post bankruptcy.</p>

0

continuation sheets attached to Schedule of Executory Contracts and Unexpired Leases

B6H (Official Form 6H) (12/07)

In re Apex Katy Physicians, LLCCase No. 12-31848-H1-11Debtor**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. 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 the eight year period immediately preceding the commencement of the 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, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, 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).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Pankaj K. Shah, MD 17403 Rolling Brook Ct. Sugar Land, TX 77479	MetroBank, N.A. 9600 Bellaire Blvd., Suite 252 Houston, TX 77036
Randeep Suneja, MD 2606 Sara Ridge Lane Katy, TX 77450	MetroBank, N.A. 9600 Bellaire Blvd., Suite 252 Houston, TX 77036
Upendra N. Vora 18333 Preston Road #535 Dallas, TX 75252	MetroBank, N.A. 9600 Bellaire Blvd., Suite 252 Houston, TX 77036

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continuation sheets attached to Schedule of Codebtors

B6 Declaration (Official Form 6 - Declaration), (12/07)

**United States Bankruptcy Court
Southern District of Texas**

In re Apex Katy Physicians, LLC

Debtor(s)

Case No. 12-31848-H1-11Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Manager of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 29 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date

4/03/2012

Signature


 Dr. Pankaj K. Shah
 Manager

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

The preparation of the Debtor's bankruptcy Schedules and Statement of Financial Affairs required the Debtor to make estimates and assumptions with respect to the reported amounts of assets and liabilities, the value of contingent assets and liabilities, and the reported amounts of revenues and expenses during the applicable reporting periods due to the fact that Dr. Pankaj K. Shah ("Shah"), the current managing member and majority interest holder of the Debtor, does not have access to complete books and records for the Debtor.

The Debtor was created and promoted by Adeel Zaidi ("Zaidi"), the former manager of the general partner of Apex Long Term Acute Care-Katy, L.P., a debtor in bankruptcy Case No. 09-37096-H1-11 and this Debtor's former tenant. Zaidi was ousted as manager of the Debtor as a result of a myriad of financial disputes and transgressions, which have resulted in litigation against numerous parties including Zaidi and Apex Long Term Acute Care-Katy, L.P. Since Zaidi's ouster, Shah has been unable to locate the Debtor's book and records and Zaidi claims not to have knowledge of the location of the same. Accordingly, Shah has been required to make certain estimations and assumptions in connection with the preparation of the Schedules and Statement of Financial Affairs based upon the information available to him.

B7 (Official Form 7) (04/10)

**United States Bankruptcy Court
Southern District of Texas**

In re Apex Katy Physicians, LLC

Debtor(s)

Case No. 12-31848-H1-11Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single 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; 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 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; any managing agent of the debtor. 11 U.S.C. § 101.

I. 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 the 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.)

AMOUNT	SOURCE
\$0.00	YTD, March 6, 2012
\$19,790.46	2011 approximate income:
\$566,496.56	2010 approximate income:

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 years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$40,000.00	YTD March 6, 2012, approximate non-operation income:
\$177,500.00	2011 approximate non-operation income:
\$237,500.00	2010 approximate non-operation income:

3. Payments to creditors

None Complete a. or b., as appropriate, and c.

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 unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) 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 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.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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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 \$5,850*. 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.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
REVAC Tax Protect NEED ADDRESS	2/7/2012	\$8,229.13	\$0.00
MetroBank, N.A. 9600 Bellaire Blvd., Suite 252 Houston, TX 77036	2/6/2012	\$70,000.00	\$10,798,740.29
MetroBank, N.A. 9600 Bellaire Blvd., Suite 252 Houston, TX 77036	2/22/2012	\$105,571.22	\$10,798,740.29

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.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

4. Suits and administrative proceedings, executions, garnishments and attachments

- None 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.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Cause No. 2009-02578; Apex Katy Physicians, LLC vs. Adeel Zaidi, Apex Long Term Acute Care-Katy, LP, Apex Katy Physicians-TMG, LLC, and US TMG, LLC	Fraud and Conspiracy; third party petition and counterclaim	61st Judicial District Court of Harris County, Texas	Pending
Cause 2011-44038, P.K. Shah M.D., aka Pankaj K. Shah and Apex Katy Physicians, LLC vs. Jeffrey B. Kaiser, Kaiser, P.C., and Kaiser & Conrad, LLP	Legal Malpractice Claim; counterclaim for professional fees	157th Judicial District Court of Harris County, Texas	Pending
Cause #11-DCV-191170; City of Katy vs. Apex Katy Physicians, LLC, et al	Tax Suit	434th Judicial District Court of Fort Bend County, Texas	Pending
Cause No. 2010-47386; Apex Katy Physicians, LLC v. Bank of America, N.A.	Conversion	190th Judicial District Court of Harris County, Texas	Debtor's Claim against Bank of America were dismissed with prejudice on 10/27/2011; third party claims were pending at the time of the filing.
Cause No. 2011-11565, MetroBank, N.A. vs. Apex Katy Physicians, LLC, et al.	Breach of Contract and Counterclaim for wrongful foreclosure, tortious interference	234th Judicial District Court of Harris County, Texas	Pending
Cause No. 11-CCV-045180, Brilliant Energy, LLC vs. Apex Katy Physicians, LLC, and Pankaj K. Shah, MD	Collection of Debt	County Court at Law No. 1 of Fort Bend County, Texas	Pending
Cause No. 11-DCV-189516; Apex Katy Physicians, LLC vs. MetroBank, N.A. and Metrocorp Bancshares, Inc.	Breach of Contract	268th Judicial District Court of Fort Bend County, Texas	Nonsuited on 7/22/11
Cause No. 10-DCV-184354, Kaiser & Conrad, LLP vs. P.K. Shah M.D. aka Pankaj K. Shah and Apex Katy Physicians, LLC	Collection	240th Judicial District Court of Fort Bend County, Texas	Pending

- 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.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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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.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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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.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- 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.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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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.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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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.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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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, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Hoover Slovacek LLP 5847 San Felipe, Suite 2200 Houston, TX 77057	3/2/2012; Apex Katy Physicians, LLC; 3/5/2012; Pankaj Shah	\$5,000; \$45,000

10. Other transfers

- None a. 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.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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- None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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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.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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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.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

- None List all setoffs made by any creditor, including a bank, against a debt 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 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.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

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

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

None If the debtor has moved within **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.

ADDRESS	NAME USED	DATES OF OCCUPANCY
6161 Savoy Street, Suite 1214 Houston, Texas 77496	Debtor	1/10/2007 - 1/5/2009

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 the 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.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or 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:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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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.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, 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.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18. Nature, location and name of business

None a. *If the debtor is an individual*, list the names, addresses, 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, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, 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 or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, 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 or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Apex Katy Physicians, LLC	38-3751351	5602 Medical Center Dr. Katy, TX 77494	Commercial real estate related to health care	1/10/2007

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.

NAME ADDRESS

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 **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 sole proprietor, or 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 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 **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS DATES SERVICES RENDERED

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 ADDRESS DATES SERVICES RENDERED

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.

NAME ADDRESS

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS DATE ISSUED

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
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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.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
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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.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
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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.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Indus Associates LLC Attn: Pankaj K. Shah, MD, Manager 17403 Rolling Brook Drive Sugar Land, TX 77479	Member	Approximately 76.7%
Dr. Randeep Suneja 2606 Sara Ridge Lane Katy, TX 77450	Member	Approximately 10%-13.3%
Upendra N. Vora 18333 Preston Road #535 Dallas, TX 75252	Member	Approximately 6.67%-10%

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.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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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.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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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 six years immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER (EIN)

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 the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I 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.

Date

4/03/2012

Signature


 Dr. Pankaj K. Shah
 Manager

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

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

The preparation of the Debtor's bankruptcy Schedules and Statement of Financial Affairs required the Debtor to make estimates and assumptions with respect to the reported amounts of assets and liabilities, the value of contingent assets and liabilities, and the reported amounts of revenues and expenses during the applicable reporting periods due to the fact that Dr. Pankaj K. Shah ("Shah"), the current managing member and majority interest holder of the Debtor, does not have access to complete books and records for the Debtor.

The Debtor was created and promoted by Adeel Zaidi ("Zaidi"), the former manager of the general partner of Apex Long Term Acute Care-Katy, L.P., a debtor in bankruptcy Case No. 09-37096-H1-11 and this Debtor's former tenant. Zaidi was ousted as manager of the Debtor as a result of a myriad of financial disputes and transgressions, which have resulted in litigation against numerous parties including Zaidi and Apex Long Term Acute Care-Katy, L.P. Since Zaidi's ouster, Shah has been unable to locate the Debtor's book and records and Zaidi claims not to have knowledge of the location of the same. Accordingly, Shah has been required to make certain estimations and assumptions in connection with the preparation of the Schedules and Statement of Financial Affairs based upon the information available to him.

United States Bankruptcy Court
Southern District of Texas

In re Apex Katy Physicians, LLC

Debtor

Case No. 12-31848-H1-11Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Akinsan Dosekum 2301 Wroxtton Houston, TX 77005			Disputed
Asif Ahktar 707 South Fry Road, Suite 380 Katy, TX 77450			Disputed
Bernard Albina 1315 St. Joseph Parkway St. 1601 Houston, TX 77030			Disputed
Dr. Kannappan Krishnaswamy, M.D. 526 - 5th St. Sealy, TX 77474		Approximately 13 Member	
Dr. Randeep Suneja 2606 Sara Ridge Lane Katy, TX 77450		Approximately 45-60	Member
Hansraj Parikh 134 Venice Villa Sugar Land, TX 77478			Disputed
Indus Associates LLC Attn: Pankaj K. Shah, MD, Manager 17403 Rolling Brook Drive Sugar Land, TX 77479		Approximately 345	Member
Mack Haik 11757 Katy Frwy, Suite 1500 Houston, TX 77079			Disputed
Manish Gandhi, MD 5110 Cambridge St. Sugar Land, TX 77479		Approximately 1	Member
Nilesh Patel, MD 3533 Town Center Blvd. S., Suite 300 Sugar Land, TX 77479		Approximately 1	Member
Raina Patel 3606 George Washington Missouri City, TX 77459			Disputed

1 continuation sheets attached to List of Equity Security Holders

In re Apex Katy Physicians, LLC

Case No. 12-31848-H1-11

Debtor

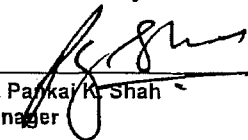
LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Syed Hasnan 902 Frostwood Drive, Suite 253 Houston, TX 77024			Disputed
Upendra N. Vora 18333 Preston Road #535 Dallas, TX 75252		Approximately 30-45	Member

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date 4/03/2012

Signature 
Dr. Parvika K. Shah
Manager

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

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Southern District of Texas**

In re Apex Katy Physicians, LLC

Debtor(s)

Case No. 12-31848-H1-11

Chapter 11

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; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Brilliant Energy 800 Wilcrest Dr., Suite 109 Houston, TX 77042	Brilliant Energy 800 Wilcrest Dr., Suite 109 Houston, TX 77042	Utilities		4,318.50
Burford Hawash Meade & Gaston LLP Attn: Andrew Meade 1221 McKinney, Suite 3150 Houston, TX 77010	Burford Hawash Meade & Gaston LLP Attn: Andrew Meade 1221 McKinney, Suite 3150 Houston, TX 77010	Estimated Professional Fees		20,000.00
Consolidated Communications P O Box 1568 Conroe, TX 77305-1568	Consolidated Communications P O Box 1568 Conroe, TX 77305-1568	Business Services		97.82
Fikes of Houston, Inc. P O Box 19278 Houston, TX 77224-9278	Fikes of Houston, Inc. P O Box 19278 Houston, TX 77224-9278	Business Services		145.00
Houston Automatic Door, Inc. 9103 Emmott Road Houston, TX 77040	Houston Automatic Door, Inc. 9103 Emmott Road Houston, TX 77040	Business Services		151.55
Kaiser & Conrad, LLP Attn Jeffery B. Kaiser 1911 Bagby, Second Floor Houston, TX 77002	Kaiser & Conrad, LLP Attn Jeffery B. Kaiser 1911 Bagby, Second Floor Houston, TX 77002	Professional Fees (estimated)	Contingent Unliquidated Disputed	90,000.00
Super Building Cleaners 9100 S. W. Freeway, Suite 221 Houston, TX 77074	Super Building Cleaners 9100 S. W. Freeway, Suite 221 Houston, TX 77074	No invoice has been produced since 2010 showing the balance due.	Disputed	9,000.00

B4 (Official Form 4) (12/07) - Cont.

In re Apex Katy Physicians, LLC

Case No. 12-31848-H1-11

Debtor(s)

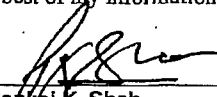
LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]

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

I, the Manager of the corporation 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 4/03/2012

Signature 
Dr. Parkaj K. Shah
Manager

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

