

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

**Chapter 11**

**In re: GGP-Pecanland, L.P.**  
Debtor.

**Case Number: 09-11990**

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.

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**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**

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**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**



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### 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**

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### 4. Suits, 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.)

**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.**

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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.)

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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.)

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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.)

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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.)

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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.)

**See attachment 8 of the Statement of Financial Affairs**

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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, 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.

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**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.)

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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.

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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.)

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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.)

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**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.**

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**14. Property held for another person**

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

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**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.

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**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.

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**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.

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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.

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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.

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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.

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**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.

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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.

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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.)*

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**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.**

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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**

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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.

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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.**

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**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.

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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.

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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.

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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 of more of the voting or equity securities of the corporation.

**See attachment 21b of the Statement of Financial Affairs**

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**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.

**See attachment 22a of the Statement of Financial Affairs**

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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**

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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.

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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 the **six-years** immediately preceding the commencement of this case.

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**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.**

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<u>Year</u>	<u>Amount</u>
12/31/2007 Annual Gross Revenue	\$12,414,034
12/31/2008 Annual Gross Revenue	\$12,326,736
3/31/2009 YTD Gross Revenue	\$2,959,528



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

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<u>Type of Income</u>	<u>2007</u>	<u>2008</u>	<u>3/31/2009 YTD</u>
OTHER INCOME	\$292,103	\$274,875	\$47,131

**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 &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
ALLIED BARTON SECURITY SERVICE	P.O. BOX 534265	ATLANTA, GA 30353-4265	3/17/2009	10313270	\$18,309	
ALLIED BARTON SECURITY SERVICE	P.O. BOX 828854	PHILADELPHIA, PA 19182-8854	4/9/2009	10316958	\$18,600	
ALLIED BARTON SECURITY SERVICE	P.O. BOX 534265	ATLANTA, GA 30353-4265	3/30/2009	10314703	\$18,686	
ALLIED BARTON SECURITY SERVICE	P.O. BOX 534265	ATLANTA, GA 30353-4265	1/21/2009	10302723	\$19,019	
ALLIED BARTON SECURITY SERVICE	P.O. BOX 534265	ATLANTA, GA 30353-4265	3/2/2009	10311750	\$19,660	
ALLIED BARTON SECURITY SERVICE	P.O. BOX 534265	ATLANTA, GA 30353-4265	2/17/2009	10308382	\$23,910	
<b>TOTAL</b>						<b>\$118,185</b>
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	\$13	
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	\$16	
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	\$20	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	3/6/2009	7180674	\$21	
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	\$25	
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	\$27	
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	\$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	\$41	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	3/6/2009	7180674	\$43	
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	\$59	
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	\$74	
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	\$92	
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	\$128	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	4/8/2009	7182166	\$175	

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

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; 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	4/1/2009	7181883	\$215	
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	\$257	
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	\$330	
<b>TOTAL</b>						<b>\$1,571</b>
AT&T	P.O. BOX 105262	ATLANTA, GA 30348-5262	2/5/2009	10305734	\$52	
AT&T	P.O. BOX 105262	ATLANTA, GA 30348-5262	3/3/2009	10310192	\$55	
AT&T	P.O. BOX 105262	ATLANTA, GA 30348-5262	4/7/2009	10315862	\$55	
AT&T	P.O. BOX 105262	ATLANTA, GA 30348-5262	4/7/2009	10315863	\$71	
AT&T	P.O. BOX 105262	ATLANTA, GA 30348-5262	2/5/2009	10305735	\$71	
AT&T	P.O. BOX 105262	ATLANTA, GA 30348-5262	3/3/2009	10310193	\$71	
<b>TOTAL</b>						<b>\$376</b>
AT&T MOBILITY	P O BOX 6463	CAROL STREAM, IL 60197-6463	2/13/2009	10306991	\$101	
AT&T MOBILITY	P O BOX 6463	CAROL STREAM, IL 60197-6463	4/7/2009	10315864	\$104	
AT&T MOBILITY	P O BOX 6463	CAROL STREAM, IL 60197-6463	3/12/2009	10312677	\$115	
<b>TOTAL</b>						<b>\$320</b>
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	4/8/2009	7182166	\$475	
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	2/27/2009	7180286	\$488	
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	3/23/2009	7181496	\$541	
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	2/2/2009	7179062	\$747	
<b>TOTAL</b>						<b>\$2,251</b>
CANON FINANCIAL SERVICES, INC.	P.O. BOX 4004	CAROL STREAM, IL 60197-4004	2/13/2009	10307475	\$291	
CANON FINANCIAL SERVICES, INC.	P.O. BOX 4004	CAROL STREAM, IL 60197-4004	1/16/2009	10301445	\$346	
<b>TOTAL</b>						<b>\$637</b>
CASCIO ELECTRIC	484 DAYTON TIDWELL ROAD	MONROE, LA 71202	3/16/2009	10312038	\$225	
CASCIO ELECTRIC	484 DAYTON TIDWELL ROAD	MONROE, LA 71202	1/20/2009	10301355	\$4,375	

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

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
CASCIO ELECTRIC	484 DAYTON TIDWELL ROAD	MONROE, LA 71202	1/22/2009	10301316	\$12,000	
<b>TOTAL</b>						<b>\$16,600</b>
CENTURY TEL	P O BOX 4300	CAROL STREAM, IL 60197	3/18/2009	10313571	\$90	
CENTURY TEL	P O BOX 4300	CAROL STREAM, IL 60197	3/2/2009	10310194	\$510	
CENTURY TEL	P O BOX 4300	CAROL STREAM, IL 60197	2/3/2009	10305736	\$511	
CENTURY TEL	P O BOX 4300	CAROL STREAM, IL 60197	2/24/2009	10309790	\$1,002	
<b>TOTAL</b>						<b>\$2,113</b>
CITY OF MONROE (SALES & USE TA	P.O. BOX 123	MONROE, LA 71210-0123	3/2/2009	10309653	\$172	
CITY OF MONROE (SALES & USE TA	P.O. BOX 123	MONROE, LA 71210-0123	3/19/2009	10313248	\$278	
CITY OF MONROE (SALES & USE TA	P.O. BOX 123	MONROE, LA 71210-0123	1/16/2009	10300890	\$357	
CITY OF MONROE (SALES & USE TA	P.O. BOX 123	MONROE, LA 71210-0123	1/30/2009	10302584	\$6,200	
CITY OF MONROE (SALES & USE TA	P.O. BOX 123	MONROE, LA 71210-0123	1/16/2009	10296850	\$167,725	
<b>TOTAL</b>						<b>\$174,732</b>
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	1/30/2009	10300916	\$24	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	2/17/2009	10307031	\$25	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	4/7/2009	10315865	\$27	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	3/12/2009	10312679	\$28	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	2/17/2009	10307031	\$32	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	3/12/2009	10312679	\$32	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	2/17/2009	10307031	\$32	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	3/12/2009	10312679	\$32	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	4/7/2009	10315865	\$32	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	4/7/2009	10315865	\$32	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	2/17/2009	10307031	\$34	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	4/7/2009	10315865	\$37	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	3/12/2009	10312679	\$37	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	1/30/2009	10300916	\$181	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	4/7/2009	10315865	\$275	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	1/30/2009	10300916	\$289	

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

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	3/12/2009	10312679	\$312	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	2/17/2009	10307031	\$317	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	2/17/2009	10307031	\$1,512	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	1/30/2009	10300916	\$1,557	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	4/7/2009	10315865	\$1,911	
CITY OF MONROE (TAX & REVENUE	P.O. BOX 1743	MONROE, LA 71210	3/12/2009	10312679	\$2,099	
<b>TOTAL</b>						<b>\$8,855</b>
COPELAND ELECTRIC CO., INC.	186 VENABLE LANE	MONROE, LA 71203	3/2/2009	10308879	\$1,398	
<b>TOTAL</b>						<b>\$1,398</b>
D.L. PETERSON TRUST-PHH ARVAL	5924 COLLECTIONS CENTER DRIVE	CHICAGO, IL 60693	4/15/2009	7182846	\$1,032	
<b>TOTAL</b>						<b>\$1,032</b>
ENTERGY	P. O. BOX 8108	BATON ROUGE, LA 70891-8108	4/7/2009	10316827	\$161	
ENTERGY	P. O. BOX 8108	BATON ROUGE, LA 70891-8108	3/3/2009	10311493	\$175	
ENTERGY	P. O. BOX 8108	BATON ROUGE, LA 70891-8108	2/10/2009	10306983	\$192	
ENTERGY	P. O. BOX 8108	BATON ROUGE, LA 70891-8108	4/7/2009	10316827	\$386	
ENTERGY	P. O. BOX 8108	BATON ROUGE, LA 70891-8108	3/3/2009	10311493	\$417	
ENTERGY	P. O. BOX 8108	BATON ROUGE, LA 70891-8108	2/10/2009	10306983	\$450	
<b>TOTAL</b>						<b>\$1,781</b>
FRIEDMAN'S JEWELERS	4550 EXCEL PARKWAY SUITE 100 ATTN :LEASE ADMINISTRATION-MS 22	ADDISON, TX 75001	2/12/2009	10301446	\$1,987	
<b>TOTAL</b>						<b>\$1,987</b>
HERTZ EQUIPMENT CORP	P. O. BOX 650280	DALLAS, TX 75265-0280	4/3/2009	10315028	\$492	
HERTZ EQUIPMENT CORP	P. O. BOX 650280	DALLAS, TX 75265-0280	2/17/2009	10307478	\$658	
<b>TOTAL</b>						<b>\$1,150</b>
HMC DISPLAY	300 COMMERCE DRIVE	MADERA, CA 93637	4/15/2009	7182846	\$28	
HMC DISPLAY	300 COMMERCE DRIVE	MADERA, CA 93637	2/19/2009	7179949	\$804	
<b>TOTAL</b>						<b>\$832</b>
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	4/15/2009	7182846	(\$23)	

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

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	3/19/2009	7181349	\$15	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	4/8/2009	7182166	\$23	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	4/1/2009	7181883	\$24	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	4/8/2009	7182166	\$53	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	2/27/2009	7180282	\$59	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	1/23/2009	7178710	\$64	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	3/23/2009	7181496	\$102	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	4/15/2009	7182839	\$109	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	2/13/2009	7179595	\$235	
<b>TOTAL</b>						<b>\$661</b>
INDUSTRIAL ROOFING & CONSTRUCT	PO BOX 1315	STERLINGTON, LA 71280	2/24/2009	10308880	\$1,134	
<b>TOTAL</b>						<b>\$1,134</b>
INFOPLACE USA	1674 ORD WAY	OCEANSIDE, CA 92056	2/10/2009	10307216	(\$603)	
INFOPLACE USA	1674 ORD WAY	OCEANSIDE, CA 92056	2/10/2009	10307216	\$5,962	
<b>TOTAL</b>						<b>\$5,358</b>
JAMES HUNT CONSTRUCTION	1865 SUMMIT RD	CINCINNATI, OH 45237	2/3/2009	10304132	\$1,000	
<b>TOTAL</b>						<b>\$1,000</b>
KJLO	P.O. BOX 4808	MONROE, LA 71211	2/2/2009	10304133	\$1,200	
<b>TOTAL</b>						<b>\$1,200</b>
LOUISIANA DIRT & CONCRETE, INC.	708 TIDWELL RD.	WEST MONROE, LA 71292	3/23/2009	10313947	\$4,600	
<b>TOTAL</b>						<b>\$4,600</b>
M&I EQUIPMENT FINANCE	P.O. BOX 88127	MILWAUKEE, WI 53288-0127	2/13/2009	10307479	\$2,887	
M&I EQUIPMENT FINANCE	P.O. BOX 88127	MILWAUKEE, WI 53288-0127	1/20/2009	10301447	\$3,761	
<b>TOTAL</b>						<b>\$6,649</b>
MONROE CHAMBER OF COMMERCE	212 WALNUT ST., SUITE 100	MONROE, LA 71201	2/24/2009	10308881	\$2,525	
<b>TOTAL</b>						<b>\$2,525</b>
PRIDE OF THE PLAINS	1322 46TH PLACE	LUBBOCK, TX 79412	2/13/2009	10307480	\$2,500	
<b>TOTAL</b>						<b>\$2,500</b>
QUALEX, INC.	P.O. BOX 641326	PITTSBURGH, PA 15264-1326	1/20/2009	10301449	\$7,200	

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

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
<b>TOTAL</b>						<b>\$7,200</b>
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	1/23/2009	7178710	\$1,727	
<b>TOTAL</b>						<b>\$1,727</b>
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/2/2009	10310195	\$62	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	4/7/2009	10315031	\$62	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$74	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$74	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$95	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$95	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$95	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$95	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$95	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$95	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$95	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$104	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	2/25/2009	10308884	\$104	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	1/28/2009	10302960	\$112	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/2/2009	10310195	\$129	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$222	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	2/10/2009	10306118	\$437	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	3/24/2009	10313949	\$500	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	2/10/2009	10306118	\$714	
SERVICE FIRST - HVAC	P O BOX 1758	WEST MONROE, LA 71292	2/2/2009	10304134	\$2,343	
<b>TOTAL</b>						<b>\$5,603</b>
SERVICE FIRST - PLUMBING	P.O. BOX 1758	WEST MONROE, LA 71294-1758	4/6/2009	10315032	\$119	
SERVICE FIRST - PLUMBING	P.O. BOX 1758	WEST MONROE, LA 71294-1758	3/2/2009	10310196	\$159	
SERVICE FIRST - PLUMBING	P.O. BOX 1758	WEST MONROE, LA 71294-1758	2/25/2009	10308885	\$170	
SERVICE FIRST - PLUMBING	P.O. BOX 1758	WEST MONROE, LA 71294-1758	3/24/2009	10313950	\$185	

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

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
SERVICE FIRST - PLUMBING	P.O. BOX 1758	WEST MONROE, LA 71294-1758	3/2/2009	10310196	\$185	
SERVICE FIRST - PLUMBING	P.O. BOX 1758	WEST MONROE, LA 71294-1758	4/6/2009	10315032	\$199	
SERVICE FIRST - PLUMBING	P.O. BOX 1758	WEST MONROE, LA 71294-1758	2/10/2009	10306119	\$364	
SERVICE FIRST - PLUMBING	P.O. BOX 1758	WEST MONROE, LA 71294-1758	1/16/2009	10301317	\$4,903	
<b>TOTAL</b>						<b>\$6,283</b>
SIMPLEXGRINNELL	DEPT CH 10320	PALATINE, IL 60055-0320	2/18/2009	10308383	\$661	
<b>TOTAL</b>						<b>\$661</b>
TOYLAND	AZKT KAYA DURUTURK	WEST MONROE, LA 71291	2/13/2009	10306904	\$750	
<b>TOTAL</b>						<b>\$750</b>
TUCKER'S LANDSCAPE MAINTENANCE	P.O. BOX 269	DOWNSVILLE, LA 71234	2/17/2009	10307481	\$1,254	
TUCKER'S LANDSCAPE MAINTENANCE	P.O. BOX 269	DOWNSVILLE, LA 71234	3/4/2009	10310197	\$1,452	
TUCKER'S LANDSCAPE MAINTENANCE	P.O. BOX 269	DOWNSVILLE, LA 71234	2/4/2009	10304136	\$1,452	
TUCKER'S LANDSCAPE MAINTENANCE	P.O. BOX 269	DOWNSVILLE, LA 71234	3/4/2009	10310197	\$8,098	
TUCKER'S LANDSCAPE MAINTENANCE	P.O. BOX 269	DOWNSVILLE, LA 71234	2/4/2009	10304136	\$8,098	
<b>TOTAL</b>						<b>\$20,353</b>
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	4/15/2009	10318000	\$114	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	3/18/2009	10313573	\$114	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	2/24/2009	10309638	\$115	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	1/28/2009	10303696	\$131	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	1/28/2009	10302961	\$243	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	3/2/2009	10310199	\$253	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	3/18/2009	10313573	\$420	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	3/2/2009	10310199	\$423	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	1/28/2009	10303696	\$424	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	3/2/2009	10310199	\$3,557	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	3/18/2009	10313573	\$4,201	
WASTE MANAGEMENT NORTH	P.O. BOX 9001054	LOUISVILLE, KY 40290-1054	1/28/2009	10303696	\$8,253	
<b>TOTAL</b>						<b>\$18,247</b>



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

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
XENCOM ENERGY MANAGEMENT, LLC	P.O. BOX 972674	DALLAS, TX 75397-2674	1/26/2009	10303646	\$435	
XENCOM ENERGY MANAGEMENT, LLC	P.O. BOX 972674	DALLAS, TX 75397-2674	3/3/2009	10311751	\$435	
XENCOM ENERGY MANAGEMENT, LLC	P.O. BOX 972674	DALLAS, TX 75397-2674	3/30/2009	10314815	\$435	
<b>TOTAL</b>						<b>\$1,305</b>
XENCOM FACILITY MANAGEMENT, LL	P.O. BOX 972675	DALLAS, TX 75397-2675	4/6/2009	10316662	\$27,922	
XENCOM FACILITY MANAGEMENT, LL	P.O. BOX 972675	DALLAS, TX 75397-2675	3/10/2009	10313027	\$28,405	
<b>TOTAL</b>						<b>\$56,327</b>
<b>TOTAL</b>						<b>\$477,902</b>

**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**

<b>Case Name</b>	<b>Case Number</b>	<b>Court Name and Location</b>
ANNA HATFIELD V. GENERAL GROWTH PROPERTIES/PECANLAND MALL, LUCKETT & FARLEY ARCHITECTS ENGINEERS AND THE CINCINNATI INSURANCE COMPANIES	09-0818	STATE OF LOUISIANA, PARISH OF OUACHITA, 4TH JUDICIAL DISTRICT COURT; LOUISIANA
L&F DESIGN BUILD LLC V. GENERAL GROWTH PROPERTIES, PECANLAND LP	C-20084554	FOURTH JUDICIAL DISTRICT COURT OF LOUISIANA, PARISH OF OUACHITA; LOUISIANA

**Specific Notes**

8. Losses

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<u>Date</u>	<u>Description</u>	<u>Total Loss Amount</u>	<u>Company Exposure</u>
9/1/2008	MALL PROPERTY EXPERIENCE WEATHER FROM HURRICANE	\$10,000	TBD
3/6/2009	DAMAGED TO ROLL UP DOOR	\$702	LOSS UNDER DEDUCTIBLE
	<b>TOTAL</b>	<b>\$10,702</b>	

Specific Notes

**21a. Current Partners and Shareholders**

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

**22 Former Partners, Officers, Directors and Shareholders**

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>City, State, Zip</u>
BERNARD FREIBAUM	EXECUTIVE VICE PRESIDENT AND TREASURER	110 N. WACKER DRIVE	CHICAGO, IL 60606
BERNARD FREIBAUM	DIRECTOR	110 N. WACKER DRIVE	CHICAGO, IL 60606
JAMES D. LANO	ASSISTANT SECRETARY	110 N. WACKER DRIVE	CHICAGO, IL 60606
JOHN W. STEELE, III	ASSISTANT SECRETARY	110 N. WACKER DRIVE	CHICAGO, IL 60606
SUZANNE M. HAY	DIRECTOR (INDEPENDENT)	2711 CENTERVILLE ROAD, SUITE 40	WILMINGTON, DE 198

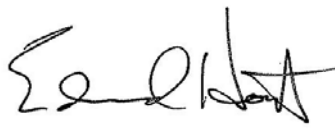
Specific Notes

**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.

GGP-PECANLAND, L.P.

**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.*