

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

Chapter 11

In re: Eagle Ridge Mall, L.P.
Debtor.

Case Number: 09-12097

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

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

DEFINITIONS

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

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

1. Income from employment or operation of business

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

See attachment 1 of the Statement of Financial Affairs

2. Income other than from employment or operation of business

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

See attachment 2 of the Statement of Financial Affairs



3. Payments to Creditors

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

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

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

See attachment 3b of the Statement of Financial Affairs

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

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

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

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

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

5. Repossessions, foreclosures, and returns

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

6. Assignments and receiverships

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

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

7. Gifts

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

8. Losses

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

9. Payments related to debt counseling or bankruptcy

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

10. Other transfers

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

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

11. Closed financial accounts

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

12. Safe deposit boxes

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

13. Setoffs

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

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

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

14. Property held for another person

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

15. Prior address of debtor

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

16. Spouses and Former Spouses

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

17. Environmental Information

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

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

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

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

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

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

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

18. Nature, location, and names of business

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

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

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

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

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

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

19. Books, records and financial statements

None

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

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

None

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

NAME AND ADDRESS
Deloitte & Touche LLP – Chicago, IL

None

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

None

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

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

20. Inventories

None

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

None

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

21. Current Partners, Officers, Directors and Shareholders

None

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

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

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

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.

23. Withdrawals from a partnership or distributions by a corporation

None

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

24. Tax Consolidation Group

None

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

25. Pension Funds

None

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

1. Income from employment or operation of business.

<u>Year</u>	<u>Amount</u>
12/31/2007 Annual Gross Revenue	\$8,742,144
12/31/2008 Annual Gross Revenue	\$7,828,997
3/31/2009 YTD Gross Revenue	\$1,913,185

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

<u>Type of Income</u>	<u>2007</u>	<u>2008</u>	<u>3/31/2009 YTD</u>
OTHER INCOME	\$357,319	\$290,338	\$42,625

Specific Notes

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

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	2/2/2009	7179062	\$246	
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	3/23/2009	7181496	\$411	
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	2/27/2009	7180286	\$550	
AUTOMOTIVE RENTALS, INC. (P-CA)	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	4/8/2009	7182166	\$573	
TOTAL						\$1,781
CD COMMUNICATION SERVICES	13 CORPORATE PLAZA, SUITE 120	NEWPORT BEACH, CA 92660	2/3/2009	10304213	\$425	
CD COMMUNICATION SERVICES	13 CORPORATE PLAZA, SUITE 120	NEWPORT BEACH, CA 92660	3/2/2009	10310268	\$425	
TOTAL						\$850
CENTRAL FLORIDA GAS	P.O. BOX 960	WINTER HAVEN, FL 33882-0960	4/6/2009	10314896	\$164	
CENTRAL FLORIDA GAS	P.O. BOX 960	WINTER HAVEN, FL 33882-0960	1/16/2009	10300928	\$172	
CENTRAL FLORIDA GAS	P.O. BOX 960	WINTER HAVEN, FL 33882-0960	4/7/2009	10314924	\$176	
CENTRAL FLORIDA GAS	P.O. BOX 960	WINTER HAVEN, FL 33882-0960	4/6/2009	10314896	\$204	
TOTAL						\$716
CENTRAL SPECIALTIES LTD.	220-D EXCHANGE DRIVE	CRYSTAL LAKE, IL 60014	2/20/2009	10308913	\$193	
CENTRAL SPECIALTIES LTD.	220-D EXCHANGE DRIVE	CRYSTAL LAKE, IL 60014	4/3/2009	10315080	\$353	
CENTRAL SPECIALTIES LTD.	220-D EXCHANGE DRIVE	CRYSTAL LAKE, IL 60014	2/20/2009	10308913	\$376	
CENTRAL SPECIALTIES LTD.	220-D EXCHANGE DRIVE	CRYSTAL LAKE, IL 60014	4/3/2009	10315080	\$540	
TOTAL						\$1,462
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	2/24/2009	10308349	\$150	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	3/12/2009	10312705	\$222	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	4/7/2009	10315907	\$222	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	1/16/2009	10300929	\$236	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	2/4/2009	10305754	\$249	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	1/16/2009	10300929	\$287	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	3/12/2009	10312705	\$296	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	4/7/2009	10315907	\$297	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	1/16/2009	10300929	\$297	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	3/12/2009	10312705	\$311	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	4/7/2009	10315907	\$311	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	2/4/2009	10305754	\$348	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	3/12/2009	10312705	\$348	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	4/7/2009	10315907	\$348	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	2/4/2009	10305754	\$353	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	1/16/2009	10300929	\$353	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	2/4/2009	10305754	\$405	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	1/16/2009	10300929	\$423	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	3/12/2009	10312705	\$442	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	4/7/2009	10315907	\$442	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	4/7/2009	10315907	\$454	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	1/16/2009	10300929	\$528	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	1/16/2009	10300929	\$549	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	3/12/2009	10312705	\$571	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	3/12/2009	10312705	\$578	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	2/4/2009	10305754	\$609	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	2/4/2009	10305754	\$624	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	3/12/2009	10312705	\$1,022	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	1/16/2009	10300929	\$1,203	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	4/7/2009	10315907	\$1,203	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	4/7/2009	10315907	\$1,364	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	2/4/2009	10305754	\$1,473	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	4/7/2009	10315907	\$2,853	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	1/16/2009	10300929	\$3,179	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	3/12/2009	10312705	\$3,432	
CITY OF LAKE WALES	P.O. BOX 1320	LAKE WALES, FL 33859-1320	2/4/2009	10305754	\$4,373	
TOTAL						\$30,355
CLEVER COVERS INC	2497 COOLIDGE AVE	ORLANDO, FL 32804-4811	1/30/2009	7178945	\$471	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
CLEVER COVERS INC	2497 COOLIDGE AVE	ORLANDO, FL 32804-4811	2/19/2009	7179949	\$514	
CLEVER COVERS INC	2497 COOLIDGE AVE	ORLANDO, FL 32804-4811	2/6/2009	7179310	\$556	
CLEVER COVERS INC	2497 COOLIDGE AVE	ORLANDO, FL 32804-4811	4/15/2009	7182846	\$1,113	
CLEVER COVERS INC	2497 COOLIDGE AVE	ORLANDO, FL 32804-4811	1/16/2009	7178395	\$1,558	
TOTAL						\$4,212
EAGLE FIRE PROTECTION, INC.	1205 CROWN PARK CIRCLE	WINTER GARDEN, FL 34787-2417	2/3/2009	10302997	\$965	
TOTAL						\$965
ERMC II, LP	6148 LEE HIGHWAY SUITE 300	CHATTANOOGA, TN 37421	2/18/2009	10308399	(\$397)	
ERMC II, LP	6148 LEE HIGHWAY SUITE 300	CHATTANOOGA, TN 37421	4/3/2009	10316669	\$33,902	
ERMC II, LP	6148 LEE HIGHWAY SUITE 300	CHATTANOOGA, TN 37421	2/18/2009	10308399	\$36,151	
ERMC II, LP	6148 LEE HIGHWAY SUITE 300	CHATTANOOGA, TN 37421	3/17/2009	10313280	\$36,203	
ERMC II, LP	6148 LEE HIGHWAY SUITE 300	CHATTANOOGA, TN 37421	1/23/2009	10302733	\$36,805	
TOTAL						\$142,663
G&K SERVICES (P-CARD ONLY)	5995 OPUS PARKWAY	MINNETONKA, MN 55343	2/13/2009	7179595	\$189	
G&K SERVICES (P-CARD ONLY)	5995 OPUS PARKWAY	MINNETONKA, MN 55343	3/12/2009	7180892	\$190	
G&K SERVICES (P-CARD ONLY)	5995 OPUS PARKWAY	MINNETONKA, MN 55343	4/8/2009	7182166	\$208	
G&K SERVICES (P-CARD ONLY)	5995 OPUS PARKWAY	MINNETONKA, MN 55343	1/16/2009	7178395	\$220	
TOTAL						\$807
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	3/6/2009	7180674	\$43	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	1/16/2009	7178395	\$49	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	2/6/2009	7179310	\$53	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	1/30/2009	7178951	\$83	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	2/18/2009	7179777	\$128	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	2/13/2009	7179595	\$135	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	2/6/2009	7179310	\$165	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	2/27/2009	7180282	\$169	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	2/6/2009	7179310	\$222	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	4/1/2009	7181883	\$242	
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	4/1/2009	7181883	\$350	

Case Number: 09-12097

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
HOME DEPOT (P-CARD ONLY)	2455 PACES FERRY ROAD N.W. C-20	ATLANTA, GA 30339	2/19/2009	7179949	\$425	
TOTAL						\$2,064
IEM, INC (INTERNAT'L ENVIRONME	24516 NETWORK PLACE	CHICAGO, IL 60673-1245	2/27/2009	10310270	\$444	
IEM, INC (INTERNAT'L ENVIRONME	24516 NETWORK PLACE	CHICAGO, IL 60673-1245	1/30/2009	10304216	\$465	
IEM, INC (INTERNAT'L ENVIRONME	24516 NETWORK PLACE	CHICAGO, IL 60673-1245	2/12/2009	10307526	\$483	
IEM, INC (INTERNAT'L ENVIRONME	24516 NETWORK PLACE	CHICAGO, IL 60673-1245	4/3/2009	10315081	\$516	
IEM, INC (INTERNAT'L ENVIRONME	24516 NETWORK PLACE	CHICAGO, IL 60673-1245	2/12/2009	10307525	\$875	
TOTAL						\$2,783
INDUSTRIAL BUILDING SERVICES	3511 N.E. 22ND AVENUE, SUITE 300	FORT LAUDERDALE, FL 33308-6226	2/17/2009	10307527	\$270	
INDUSTRIAL BUILDING SERVICES	3511 N.E. 22ND AVENUE, SUITE 300	FORT LAUDERDALE, FL 33308-6226	2/17/2009	10307527	\$614	
INDUSTRIAL BUILDING SERVICES	3511 N.E. 22ND AVENUE, SUITE 300	FORT LAUDERDALE, FL 33308-6226	2/17/2009	10307527	\$641	
INDUSTRIAL BUILDING SERVICES	3511 N.E. 22ND AVENUE, SUITE 300	FORT LAUDERDALE, FL 33308-6226	3/23/2009	10313993	\$784	
INDUSTRIAL BUILDING SERVICES	3511 N.E. 22ND AVENUE, SUITE 300	FORT LAUDERDALE, FL 33308-6226	2/17/2009	10307527	\$1,287	
INDUSTRIAL BUILDING SERVICES	3511 N.E. 22ND AVENUE, SUITE 300	FORT LAUDERDALE, FL 33308-6226	2/17/2009	10307527	\$1,342	
INDUSTRIAL BUILDING SERVICES	3511 N.E. 22ND AVENUE, SUITE 300	FORT LAUDERDALE, FL 33308-6226	2/10/2009	10306155	\$3,413	
TOTAL						\$8,350
INTERNATIONAL ENVIRONMENTAL MG	24516 NETWORK PLACE	CHICAGO, IL 60673-1245	4/3/2009	10315908	\$875	
INTERNATIONAL ENVIRONMENTAL MG	24516 NETWORK PLACE	CHICAGO, IL 60673-1245	1/16/2009	10301492	\$875	
TOTAL						\$1,750
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/12/2009	7180892	\$5	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	1/16/2009	7178395	\$10	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/23/2009	7181496	\$12	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/12/2009	7180892	\$21	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	4/8/2009	7182166	\$35	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	2/27/2009	7180283	\$40	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	4/15/2009	7182846	\$41	

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

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LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	4/1/2009	7181883	\$48	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	2/13/2009	7179595	\$57	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	2/19/2009	7179949	\$58	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	4/1/2009	7181883	\$106	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	4/8/2009	7182166	\$106	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/6/2009	7180674	\$132	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	2/19/2009	7179949	\$152	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/19/2009	7181349	\$170	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/19/2009	7181349	\$172	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/6/2009	7180674	\$202	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	2/27/2009	7180283	\$207	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/23/2009	7181496	\$224	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	4/15/2009	7182846	\$285	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	1/23/2009	7178710	\$423	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	1/16/2009	7178395	\$530	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	2/6/2009	7179310	\$593	
TOTAL						\$3,631
PERFORMANCE POWER SWEEP	P.O. BOX 146	BARTOW, FL 33831-0146	3/31/2009	10314897	\$2,000	
PERFORMANCE POWER SWEEP	P.O. BOX 146	BARTOW, FL 33831-0146	3/31/2009	10314897	\$2,000	
PERFORMANCE POWER SWEEP	P.O. BOX 146	BARTOW, FL 33831-0146	3/31/2009	10314897	\$2,000	
PERFORMANCE POWER SWEEP	P.O. BOX 146	BARTOW, FL 33831-0146	1/20/2009	10301493	\$2,000	
PERFORMANCE POWER SWEEP	P.O. BOX 146	BARTOW, FL 33831-0146	1/20/2009	10301493	\$2,000	
TOTAL						\$10,000
ROTH BROS. OF FLORIDA, INC.	P.O. BOX 15676	TAMPA, FL 33684	1/20/2009	10301494	\$875	
TOTAL						\$875
SIGNWAREHOUSE.COM	2614 TEXOMA DRIVE	DENSION, TX 75020	3/23/2009	7181496	\$74	

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

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SIGNWAREHOUSE.COM	2614 TEXOMA DRIVE	DENSION, TX 75020	3/19/2009	7181349	\$104	
SIGNWAREHOUSE.COM	2614 TEXOMA DRIVE	DENSION, TX 75020	3/12/2009	7180892	\$1,297	
TOTAL						\$1,474
TERMINIX INTERNATIONAL (P-CARD)	860 RIDGE LAKE BLVD	MEMPHIS, TN 38120	1/30/2009	7178956	\$471	
TERMINIX INTERNATIONAL (P-CARD)	860 RIDGE LAKE BLVD	MEMPHIS, TN 38120	2/19/2009	7179949	\$471	
TOTAL						\$942
THYSSENKRUPP ELEVATOR	3600 NW 36 STREET	MIAMI, FL 33166	3/12/2009	7180892	\$244	
THYSSENKRUPP ELEVATOR	3600 NW 36 STREET	MIAMI, FL 33166	1/30/2009	7178956	\$355	
THYSSENKRUPP ELEVATOR	3600 NW 36 STREET	MIAMI, FL 33166	1/16/2009	7178395	\$509	
TOTAL						\$1,109
TRUSCAPE GROUND SERVICES, INC	P.O. BOX 770819	WINTER GARDEN, FL 34777	2/17/2009	10307529	\$3,497	
TRUSCAPE GROUND SERVICES, INC	P.O. BOX 770819	WINTER GARDEN, FL 34777	2/17/2009	10307529	\$6,735	
TRUSCAPE GROUND SERVICES, INC	P.O. BOX 770819	WINTER GARDEN, FL 34777	2/17/2009	10307529	\$6,735	
TOTAL						\$16,967
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/23/2009	10313994	\$141	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/2/2009	10311762	\$291	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/30/2009	10314884	\$415	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	4/6/2009	10316966	\$433	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/20/2009	10313281	\$538	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/2/2009	10311762	\$10,796	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	4/6/2009	10316966	\$11,181	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/20/2009	10313281	\$11,267	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/30/2009	10314884	\$11,403	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/23/2009	10313994	\$11,717	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	1/22/2009	10302734	\$11,786	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	2/2/2009	10305598	\$11,930	
TOTAL						\$81,898
VERIZON SOUTHWEST	P.O. BOX 920041	DALLAS, TX 75392-0041	3/19/2009	10313593	\$854	
VERIZON SOUTHWEST	P.O. BOX 920041	DALLAS, TX 75392-0041	1/20/2009	10300930	\$859	

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

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VERIZON SOUTHWEST	P.O. BOX 920041	DALLAS, TX 75392-0041	4/15/2009	10318052	\$867	
VERIZON SOUTHWEST	P.O. BOX 920041	DALLAS, TX 75392-0041	2/13/2009	10307038	\$867	
TOTAL						\$3,446
WIRE AND DESIGN ELECTRIC, INC.	P.O. BOX 1288	HIGHLAND CITY, FL 33846-1288	4/14/2009	10317252	\$1,896	
WIRE AND DESIGN ELECTRIC, INC.	P.O. BOX 1288	HIGHLAND CITY, FL 33846-1288	4/14/2009	10317252	\$4,495	
WIRE AND DESIGN ELECTRIC, INC.	P.O. BOX 1288	HIGHLAND CITY, FL 33846-1288	4/14/2009	10317252	\$16,820	
TOTAL						\$23,211
TOTAL						\$342,310

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. Suits and Administrative Proceedings - Debtor as Plaintiff

Case Name	Case Number	Court Name and Location
EAGLE RIDGE MALL, LP, A DELAWARE LIMITED PARTNERSHIP, BY EAGLE RIDGE MALL, INC. A DELAWARE CORPORATION, ITS GENERAL PARTNER V. EMMETT LYNN MCCLUNG AND BRENDA G. MCCLUNG, INDIVIDUALLY, JOINTLY AND SEVERALLY AND D/B/A BRENDA'S GIFTS	09-CA-00032	CIRCUIT COURT TENTH JUDICIAL CIRCUIT POLK COUNTY
EAGLE RIDGE MALL, LP, A DELAWARE LIMITED PARTNERSHIP, BY EAGLE RIDGE MALL, INC. A DELAWARE CORPORATION, ITS GENERAL PARTNER V. MAGIC WOK MANAGEMENT, LLC., A FL LIMITED LIABILITY COMPANY AND ALL OTHER KNOWN OR UNKNOWN TENANTS OR PERSONS IN POSSESSION	53-08-CA-9076	CIRCUIT COURT TENTH JUDICIAL CIRCUIT POLK COUNTY
EAGLE RIDGE MALL, LP, A DELAWARE LIMITED PARTNERSHIP, BY EAGLE RIDGE MALL, INC. A DELAWARE CORPORATION, ITS GENERAL PARTNER V. RECREATION CENTERS, INC., A FL CORPORATION AND WILL HEDDON, INDIVIDUALLY AND JOINTLY AND SEVERALLY	53-2008-CA-000438-0	CIRCUIT COURT TENTH JUDICIAL CIRCUIT POLK COUNTY

If a Debtor entity does not appear as a named party in a particular line item on this Statement of Financial Affairs it is because that Debtor is named under the full case name rather than the abbreviated case caption set forth on this Schedule. If multiple Debtors are parties in a given proceeding, that proceeding will be listed on Attachment 4(a) of the Statement for each Debtor named. Attachment 4(a)(i) lists those suits where the Debtor is a Plaintiff; Attachment 4(a)(ii) lists those suits where the Debtor is a Defendant.

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
EAGLE RIDGE MALL, INC.	GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
EDMUND J. HOYT	TREASURER OF GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
HOWARD 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 COURTIS	VICE PRESIDENT OF GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
LINDA 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	DIRECTOR OF GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
ROBERT A. MICHAELS	CHIEF OPERATING OFFICER 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 POLONIA	EXECUTIVE VICE-PRESIDENT OF GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
THOMAS H. NOLAN, JR.	PRESIDENT OF GENERAL PARTNER	110 N. WACKER	CHICAGO, IL 60606
THOMAS H. NOLAN, JR.	DIRECTOR 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	DIRECTOR OF GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
BERNARD FREIBAUM	EXECUTIVE VICE PRESIDENT AND TREASURER OF GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
JAMES D. LANO	ASSISTANT SECRETARY OF GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
JOHN W. STEELE, III	ASSISTANT SECRETARY OF GENERAL PARTNER	110 N. WACKER DRIVE	CHICAGO, IL 60606
MARY S. STAWIKEY	DIRECTOR (INDEPENDENT) OF GENERAL PARTNER	2711 CENTERVILLE ROAD, SUITE 40	WILMINGTON, DE 198
SUZANNE M. HAY	DIRECTOR (INDEPENDENT) OF GENERAL PARTNER	2711 CENTERVILLE ROAD, SUITE 40	WILMINGTON, DE 198

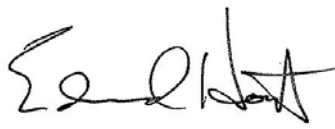
Specific Notes

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.

EAGLE RIDGE MALL, 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.