

**United States Bankruptcy Court
District of Arizona**

IN RE:

Case No. 4:12-bk-08547 JMM

Healthcare of Florence, LLC

Chapter 11

Debtor(s)

SUMMARY OF SCHEDULES

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

NAME OF SCHEDULE	ATTACHED (YES/NO)	NUMBER OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$ 28,914,998.00		
B - Personal Property	Yes	3	\$ 13,329,806.12		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	4		\$ 23,197,738.10	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		\$ 791,874.16	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	25		\$ 15,017,726.37	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	2			
I - Current Income of Individual Debtor(s)	No				\$
J - Current Expenditures of Individual Debtor(s)	No				\$
TOTAL		39	\$ 42,244,804.12	\$ 39,007,338.63	

SCHEDULE A - REAL PROPERTY

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

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

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

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

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
Buildings and 1.1 acres of Land 450 W. Adamsville Road Florence, AZ 85132 see attached			28,914,998.00	0.00

TOTAL 28,914,998.00

(Report also on Summary of Schedules)

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SCHEDULE B - PERSONAL PROPERTY

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

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

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.		Cash and cash equivalents		3,466.59
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	X			
3. Security deposits with public utilities, telephone companies, landlords, and others.		Deposit with DivLend Equipment Leasing		1,290,391.71
		Utility Deposit - Southwest Gas		45,670.00
		water & sewer - Town of Florence		2,801.52
		deposit paid by Debtor - account in name of Florence Hospital, LLC		
		XO Phone & T-1 lines - deposit paid by Debtor - account in name of Florence Hospital, LLC		3,149.75
4. Household goods and furnishings, include audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interest in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		Avia Life & Annuity Company insured Edward McEachern		1,355,227.00
		Avia Life & Annuity Company Insured Brent Cherne		1,400,562.00
		Avia Life & Annuity Company Insured Gary Faulkner		900,683.00
10. Annuities. Itemize and name each issue.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			

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**SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)**

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.		Interest/membership in Florence Hospital, LLC		undetermined
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.		inter-company loan made to Florence Hospital, LLC Ted McHugh 874 W. Pima Coolidge, AZ 85228		5,814,186.00 1,913.55
17. Alimony, maintenance, support, and property settlements in which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interest, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			

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**SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)**

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		Equipment - see attached		2,472,755.00
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		Judgment against Lease One		39,000.00
TOTAL				13,329,806.12

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0 continuation sheets attached

(Include amounts from any continuation sheets attached.
Report total also on Summary of Schedules.)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor elects the exemptions to which debtor is entitled under:
(Check one box)

Check if debtor claims a homestead exemption that exceeds \$146,450. *

- 11 U.S.C. § 522(b)(2)
- 11 U.S.C. § 522(b)(3)

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTIONS
Not Applicable			

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* Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

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

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

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

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

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

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. A & H Contracting Services, Inc. 1575 E. 18th Avenue Apache Junction, AZ 85119		Trade Debt Mechanics Lien on real property VALUE \$ 28,914,998.00			X	28,299.51	
ACCOUNT NO. Akzo Nobel Paint		Trade Debt Mechanics Lien on Real Property VALUE \$ 28,914,998.00			X	2,621.08	
ACCOUNT NO. Border States Electric Supply 5519 E Washington Street Phoenix, AZ 85034		Trade Debt Mechanics Lien on real property VALUE \$ 28,914,998.00			X	38,133.33	
ACCOUNT NO. Bowman Brothers Concrete, Inc. 1426 N. Marvin Street, Ste 101 Gilbert, AZ 85233		Trade Debt Mechanics Lien on real property VALUE \$ 28,914,998.00			X	38,806.30	
Subtotal (Total of this page)						\$ 107,860.22	\$
Total (Use only on last page)						\$	\$

3 continuation sheets attached

(Report also on Summary of Schedules.)
(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. Clearwater '08 Note Program 1300 E State St., Suite 103 Eagle, ID 83616		Secured; 1st Deed of Trust VALUE \$ 28,914,988.00			X	11,310,000.00	
ACCOUNT NO. Crescent Electric Supply 1210 West Tee Street Casa Grande, AZ 85122		Trade Debt Mechanics Lien on real property VALUE \$ 28,914,998.00			X	114,874.96	
ACCOUNT NO. 2010061 DivLend Equipment Leasing LLC 6625 W. 19th Street, Ste. 114 Lubbock, TX 79407		Trade Debt Security Deposit, Deed of Trust, & Equipment (31,561,587) VALUE \$ 28,914,998.00			X	5,007,031.00	
ACCOUNT NO. 44-102892 First Insurance Funding 111 Hudson Street Jersey City, AZ 07302		loan against cash value of life insurance policies VALUE \$ 3,656,472.00				3,665,570.00	9,098.00
ACCOUNT NO. G & G Profesional Painting 2753 E. Broadway, Suite 101 Mesa, AZ 85204		Trade Debt Mechanics Lien on real property VALUE \$ 28,914,998.00			X	10,173.73	
ACCOUNT NO. 90136147922 GE Healthcare Capital Group 20225 Watertower Blvd Brookfield, WI 53045		Trade Debt Secured; GE Millennium MG Nuclear Camera VALUE \$ 197,255.00			X	303,452.00	106,197.00
Sheet no. <u>1</u> of <u>3</u> continuation sheets attached to Schedule of Creditors Holding Secured Claims						Subtotal (Total of this page)	\$ 20,411,101.69
						Total (Use only on last page)	\$

(Report also on
Summary of
Schedules.)

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

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**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. 90136147923 GE Healthcare Capital Group 20225 Watertower Blvd Brookfield, WI 53045		Trade Debt Secured; GE Optima XR640 Digital X-Ray VALUE \$ 236,354.00			X	349,845.00	113,491.00
ACCOUNT NO. 90136148041 GE Healthcare Capital Group 20225 Watertower Blvd Brookfield, WI 53045		Trade Debt Secured; GE Goldseal Logiq 9 Ultrasound VALUE \$ 63,337.00			X	95,664.00	32,327.00
ACCOUNT NO. 90136052535 GE Healthcare Capital Group 20225 Watertower Blvd Brookfield, WI 53045		Trade Debt Secured; GE Goldseal Lightspeed 16 CT Scanner VALUE \$ 364,210.00			X	524,599.00	160,389.00
ACCOUNT NO. 90136147915 GE Healthcare Capital Group 20225 Watertower Blvd Brookfield, WI 53045		Trade Debt Secured; GE Centricity PACS System-software VALUE \$ 140,405.00			X	191,895.00	51,490.00
ACCOUNT NO. Kalamazoo Materials Inc. P.O. Box 50669 Tucson,, AZ 85703-1669		Trade Debt Mechanics Lien on real property Disputed. Morataya agrmt VALUE \$ 28,914,998.00			X	4,333.14	
ACCOUNT NO. Russell Sigler, Inc 9702 West Tonto Street Tolleson, AZ 85353		Trade Debt Mechanics Lien on real property VALUE \$ 28,914,998.00			X	120,908.75	
Subtotal (Total of this page)						\$ 1,287,244.89	\$ 357,697.00
Total (Use only on last page)						\$	\$

Sheet no. 2 of 3 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

(Report also on
Summary of
Schedules.)

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

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)**

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. The Great Organization, Inc. 16065 N. 76th Street Scottsdale, AZ 85260		Trade Debt Mechanics Lien on real property VALUE \$ 28,914,998.00			X	50,591.40	
ACCOUNT NO. Treadstone Equity Group, LLC 2036 N. Gilbert Rd, Suite 2-612 Mesa, AZ 85203	X	Trade Debt Secured; Units, Deed of Trust VALUE \$ 28,914,998.00			X	1,229,418.00	
ACCOUNT NO. Walters & Wolf Construction 889 N. Colorado Street Gilbert, AZ 85233		Trade Debt Mechanics Lien on real property VALUE \$ 28,914,998.00			X	111,521.90	
ACCOUNT NO.		VALUE \$					
ACCOUNT NO.		VALUE \$					
ACCOUNT NO.		VALUE \$					

Sheet no. 3 of 3 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Subtotal (Total of this page)	\$ 1,391,531.30	\$
Total (Use only on last page)	\$ 23,197,738.10	\$ 472,992.00

(Report also on
Summary of
Schedules.)

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

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SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

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

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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

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

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

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

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

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

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

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

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

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

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

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

[x] Taxes and Certain Other Debts Owed to Governmental Units
Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

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

[] Claims for Death or Personal Injury While Debtor Was Intoxicated
Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

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

1 continuation sheets attached

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

Taxes and Other Certain Debts Owed to Governmental Units

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Pinal County Assessor P.O. Box 709 Florence, AZ 85138		real property and/or other taxes				290,000.00	290,000.00	
ACCOUNT NO. State of Arizona Department Of Revenue P.O. Box 29070 Phoenix, AZ 85038-9070		ESTIMATED - Construction use taxes				501,874.16	501,874.16	
ACCOUNT NO.								
ACCOUNT NO.								
ACCOUNT NO.								
ACCOUNT NO.								

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Sheet no. 1 of 1 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
 (Totals of this page) \$ 791,874.16 \$ 791,874.16 \$

Total
 (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.) \$ 791,874.16

Total
 (Use only on last page of the completed Schedule E. If applicable,
 report also on the Statistical Summary of Certain Liabilities and Related Data.) \$ 791,874.16 \$

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

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

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

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. A&G Family Properties, LLC 616 E. Settlers Tr. Casa Grande, AZ 85122		equity security holder - see attached				0.00
ACCOUNT NO. Abe Saiz 329 S LH Ave Lake Havasu City, AZ 86403		equity security holder - see attached				0.00
ACCOUNT NO. Allen Family Ventures, LLC 1184 W Enfield Place Chandler, AZ 85286		equity security holder - see attached				0.00
ACCOUNT NO. Allen H. Schaper Revocable Trust 1205 Curtiss Ave. Ames, IA 50010		equity security holder - see attached				0.00

24 continuation sheets attached

Subtotal
(Total of this page) \$

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules and, if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Andrew Wells P.O. Box 63 Le Mars, IA 51038		equity security holder - see attached				0.00
ACCOUNT NO. Arvene & Nancy Doering 104 S. State St Subbard, IA 50122		equity security holder - see attached				0.00
ACCOUNT NO. Barrett-Homes Contractors PO Box 27310 Phoenix, AZ 85061		Trade Debt		X		10,291.63
ACCOUNT NO. Brad VanWeelden 5672 NW 5th Ct Des Moines, IA 50313		equity security holder - see attached				0.00
ACCOUNT NO. BRIC Retirement Trust 2351 Tee Drive Lake Havasu City, AZ 86406		Trade Debt equity security holder - see attached				558,440.00
ACCOUNT NO. Bruce O'Brien 3601 Hereford Trail McAlester, OK 74501		equity security holder - see attached				0.00
ACCOUNT NO. C & C Struve Trust UA 10/13/06 204 South Street Calumet, IA 51009		equity security holder - see attached				0.00

Sheet no. 1 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 568,731.63

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. CBI Developers, LLC C/O Cipriano Lonutescu 20722 N. 51st Drive Glendale, AZ 85308	X			X	7,200,000.00
ACCOUNT NO. Thomas Dixon, Esq. 343 W. Roosevelt #200 Phoenix, AZ 85003		Assignee or other notification for: CBI Developers, LLC			
ACCOUNT NO. Climatec 4585 S Coach Drive Tucson, AZ 85714		Trade Debt		X	19,504.58
ACCOUNT NO. Complete Fire Protection 22230 S. Scotland Court Queen Creek, AZ 85142		Trade Debt			7,078.40
ACCOUNT NO. Copper Mountain Electric, LLC 479 West 700 South Salt Lake City, UT 84101		equity security holder - see attached			0.00
ACCOUNT NO. Country Carpets PO Box 1382 Florence, AZ 85232		Trade Debt		X	49,713.80
ACCOUNT NO. Daniel B. Russell 1958 Driftwood Worthington, MN 56187		equity security holder - see attached			0.00

Sheet no. 2 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 7,276,296.78

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Daniel R. Thomas Rev. Trust 36740 High Meadows Lane Cumming, IA 50061		equity security holder - see attached				0.00
ACCOUNT NO. David & Nancy Sundberg 416 Hilltop Road Ames, IA 50014		equity security holder - see attached				0.00
ACCOUNT NO. David F. & Vickie A Rausch 214 N. Morse Ave Calumet, IA 51009		equity security holder - see attached				0.00
ACCOUNT NO. David M Fenton & Elizabeth Jane Fenton R P.O. Box 436 Roland, IA 50236		equity security holder - see attached				0.00
ACCOUNT NO. Dean & Sarah Park 1220 N 12th Street Boise, ID 83702		equity security holder - see attached				0.00
ACCOUNT NO. Dean Masonry 220 N. William Dillard Dr. Gilbert, AZ 85233		Trade Debt		X		910.26
ACCOUNT NO. Dean&Ginny Chang Family Revocable Trust 3527 Jay Jay Lane Carmichael, CA 95608		equity security holder - see attached				0.00

Sheet no. 3 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **910.26**

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Delaney & Brown 1829 S. Horne, Suite 1 Mesa, AZ 85204		Trade Debt			X	14,736.43
ACCOUNT NO. Donald & Mary Carr 4530 145th Street Urbandale, IA 50323		equity security holder - see attached				0.00
ACCOUNT NO. Douglas & Linda Truckenmiller 8304 South Spice Hill Circle Sioux Falls, SD 57108		equity security holder - see attached				0.00
ACCOUNT NO. Dragha LLC PO Box 4365 Scottsdale, AZ 85253		equity security holder - see attached				0.00
ACCOUNT NO. E&M Hospital Investment, LLC 995 South 1950 West Springville, UT 84663		equity security holder - see attached				0.00
ACCOUNT NO. Edward McEachern 1205 N 11th Street Boise, ID 83702		Trade Debt				190,716.00
ACCOUNT NO. Edward T. & Cheryl P. Robinson P.O. Box 160 Waterloo, NE 68069		equity security holder - see attached				0.00

Sheet no. 4 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 205,452.43

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Ellison-Mills Contracting, LLC 3152 N. Lear Ave., Suite 2 Casa Grande, AZ 85222		Trade Debt			X	21,694.25
ACCOUNT NO. Erickson Investment Ltd. Partnership 3616 E Tremaine Court Gilbert, AZ 85234		Trade Debt			X	655,913.00
ACCOUNT NO. FireTrol 1870 W Prince Rd, Suite 25 Tucson, AZ 85705		Trade Debt			X	24,572.00
ACCOUNT NO. Florence Farms Nursery 1140 West Butte Ave. Florence, AZ 85132		Trade Debt Disputed. Morataya agrmt is to cover this			X	3,959.00
ACCOUNT NO. Frances O'Connor, IRA 10203 E Teakwood Ct Sun Lakes, AZ 85248		equity security holder - see attached				0.00
ACCOUNT NO. Gary & Sharon Aitchison - JTWROS 2808 East 59th Street Davenport, IA 52807		equity security holder - see attached				0.00
ACCOUNT NO. Gary D. & Jacquelyn R. Muller 2623 S Wattlewood Mesa, AZ 85209		equity security holder - see attached				0.00

Sheet no. 5 of 24 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 706,138.25

(Use only on last page of the completed Schedule F. Report also on the Summary of Schedules, and if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)
Total
\$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Gary K Augter Revocable Trust 107 Wayside Drive McAlester, OK 74501		equity security holder - see attached				0.00
ACCOUNT NO. Gary L and Tamara A Schmitt 23196 White Tail Road Waucoma, IA 52171		equity security holder - see attached				0.00
ACCOUNT NO. Gary Wells 1550 Willow Run Blvd Le Mars, IA 51031		equity security holder - see attached				0.00
ACCOUNT NO. Gene Metz, IRA 5713 E. Marilyn Dr Scottsdale, AZ 85254		equity security holder - see attached				0.00
ACCOUNT NO. George E. Davis, Sr. & M. Suzanne Davis 9722 S. Windsor Dr. Lee's Summit, MO 64086		equity security holder - see attached				0.00
ACCOUNT NO. Gladys B Spaulding Revocable Trust 2813 East Leach Ave Des Moines, IA 50320		equity security holder - see attached				0.00
ACCOUNT NO. Glenn Nudelman 2580 Paseo Dorado Lake Havasu City, AZ 86406		Trade Debt equity security holder - see attached				286,720.00

Sheet no. 6 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 286,720.00

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Greg Bailey 908 Peachwood Drive Rock Springs, WY 82901		Trade Debt Secured; Units of HOF			X	61,958.00
ACCOUNT NO. Greg E Gaskill & Lori J Gaskill 2235 1900St Irwin, IA 51446		equity security holder - see attached				0.00
ACCOUNT NO. Gregory & Nicole Osmundson 3104 W Spruceleigh Lane Sioux City, SD 57105		equity security holder - see attached				0.00
ACCOUNT NO. Halina Gronowski, IRA 1026 S Cape Court Gilbert, AZ 85233		equity security holder - see attached				0.00
ACCOUNT NO. Harlan & Karen Thompson Rev. Trust 1830 SE Birchwood Circle Waukee, IA 50263		equity security holder - see attached				0.00
ACCOUNT NO. Hillside Property Limited Partnership 8624 East Maringo Dr. Spokane, WA 99212		equity security holder - see attached				0.00
ACCOUNT NO. Hitendra & Mandeep Chauhan 2023 Burke Lane Lake Havasu City, AZ 86406		Trade Debt equity security holder - see attached				138,543.00

Sheet no. 7 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 200,501.00

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Honor P Gibson 4377 E Serenade Place Springfield, MO 65809		equity security holder - see attached				0.00
ACCOUNT NO. Hunter's Ridge Development Corporation 1257 Palisades Way Rock Springs, WY 82901		Secured; Units of HOF		X		360,125.00
ACCOUNT NO. Initiatives Healthcare, LLC PO Box 2775 Boise, ID 83701		Trade Debt - Note equity security holder - see attached				2,203,986.00
ACCOUNT NO. Initiatives Healthcare, LLC P.O. Biox 2775 Boise, ID 83701		management fees				684,042.63
ACCOUNT NO. Jacob's Drywall, Inc. PO Box 3170 Casa Grande, AZ 85122		Trade Debt		X		27,563.29
ACCOUNT NO. Jeff Warren Hogan Family Trust 514 Sherry Ct Modesto, CA 95356		equity security holder - see attached				0.00
ACCOUNT NO. Jigna Patel 4420 S Oleander Drive Chandler, AZ 85248		equity security holder - see attached				0.00

Sheet no. 8 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 3,275,716.92

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Jim Smith 4 Torrey Pines Court McAlester, OK 74501						0.00
ACCOUNT NO. John Ares 2750 Via Naranja Lake Havasu City, AZ 86406		equity security holder - see attached				0.00
ACCOUNT NO. John Harmelink & Debra Harmelink 20966 151st Street Spirit Lake, IA 51360		equity security holder - see attached				0.00
ACCOUNT NO. John R & Maureen L Sleper 3407 210th Avenue Titonka, IA 50480		equity security holder - see attached				0.00
ACCOUNT NO. Kenny Johnson 1894 North Main Street Orange, CA 92865		Trade Debt Secured; Units of HOF		X		347,500.00
ACCOUNT NO. Kent Hoppenworth, IRA 4818 E Aire Libre Scottsdale, AZ 85254		equity security holder - see attached				0.00
ACCOUNT NO. KM Partnership 3662 E. Los Gatos Dr. Phoenix, AZ 85050						0.00

Sheet no. 9 of 24 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ 347,500.00

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Larry & Sophia B Martin Trust 2673 Taylor Road Central Point, OR 97502		equity security holder - see attached				0.00
ACCOUNT NO. Larry & Vicki Thompson 920 Kippes Cove Mitchell, SD 57301		equity security holder - see attached				0.00
ACCOUNT NO. Leonard A. & Marlene S. Hadley 4890 Oak Grove Court NE Cedar Rapids, IA 52411		equity security holder - see attached				0.00
ACCOUNT NO. Linda E Roggow Revocable Trust 76912 Petersburg Rd Jackson, MN 56143		equity security holder - see attached				0.00
ACCOUNT NO. Lisa A. Taruffelli, LLC PO Box 1449 Rock Springs, WY 82902		equity security holder - see attached				0.00
ACCOUNT NO. Martha A. Fifer Living Trust dtd 12.16.0 906 Osage Bend Rd Jefferson, MO 65101		equity security holder - see attached				0.00
ACCOUNT NO. Marvin & Jane Jenkins 6631 Highway F48 W Newton, IA 50208		equity security holder - see attached				0.00

Sheet no. 10 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Matthew & Tammy Fox 1390 Cattail Lane Cedar Rapids, IA 52403		equity security holder - see attached				0.00
ACCOUNT NO. Maude Limited Partnership 24100 140th Street Spirit lake, IA 51360		equity security holder - see attached				0.00
ACCOUNT NO. McMillin Painting, Inc. PO Box 104 Lake Havasu City, AZ 86405		Trade Debt Disputed			X	13,027.95
ACCOUNT NO. Melissa A. Kartchner, Roth IRA 1756 E Washington Court Gilbert, AZ 85234		equity security holder - see attached				0.00
ACCOUNT NO. Mercury Air & Heating 1465 Countryside Avenue Lake Havasu City, AZ 86403		Trade Debt				Unknown
ACCOUNT NO. Michael G. Tetmeyer Revocable Trust 10140 Woodborne Place Bradenton, FL 34202		equity security holder - see attached				0.00
ACCOUNT NO. Mike Boyer 1200 McArthur Lane McAlester, OK 74501						0.00

Sheet no. 11 of 24 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ 13,027.95

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Nancy Strachan 2332 E Avenida Del Sol Phoenix, AZ 85024		equity security holder - see attached				0.00
ACCOUNT NO. NFS/FMTC FBO Emre A. Veziroglu IRA 1162 E. Sheffield Chandler, AZ 85225		equity security holder - see attached				0.00
ACCOUNT NO. Nicholas Living Trust dtd 11.12.10 1122 S 12th Ave W Newton, IA 50208		equity security holder - see attached				0.00
ACCOUNT NO. Nodens Florence Real Estate Investment 642 W Raven Drive Chandler, AZ 85286		equity security holder - see attached				0.00
ACCOUNT NO. Nudelman, Glenn & Terri 2580 Paseo Dorado Ave Lake Havasu City, AZ 86406		equity security holder - see attached				0.00
ACCOUNT NO. O.C. Investments, L.L.C. C/O Thomas Dixon, Esq. 343 W. Roosevelt, Ste 200 Phoenix, AZ 85003-1324	X	breach of contract				0.00
ACCOUNT NO. Paul D & Debra S Benning 1527 Thrush Ave Hampton, IA 50441						0.00

Sheet no. 12 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Pedram Ayazi 400 N Coronado St, # 2140 Chandler, AZ 85224		equity security holder - see attached				0.00
ACCOUNT NO. Pershing LLC/IRA FBO Janice Lopez Acct#H 14497 Whitetop View Abingdon, VA 24210		equity security holder - see attached				0.00
ACCOUNT NO. Pershing LLC/IRA FBO Suzette Hodges Acct 219 Stonewall Heights Abingdon, VA 24210		equity security holder - see attached				0.00
ACCOUNT NO. Pioneer Hospitalists PLLC 3115 S Price Rd Chandler, AZ 85248		equity security holder - see attached				0.00
ACCOUNT NO. Prem K. G. Chandran & Vimala Chandran Re 3705 Hidden Creek Drive West Des Moines, IA 50265		equity security holder - see attached				0.00
ACCOUNT NO. Progressive Commercial Interiors 1206 N. Stadem Drive Tempe, AZ 85223		Trade Debt			X	13,081.73
ACCOUNT NO. R and A Trust P.O. Box 128 New Sharon, IA 50207		equity security holder - see attached				0.00

Sheet no. 13 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **13,081.73**

(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.)

Total
\$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Raj Bhat 2721 W Laredo Place Chandler, AZ 85224		equity security holder - see attached				0.00
ACCOUNT NO. Ralph N. McDonough & Nancy E. McDonough 4041 N. 19th Ave. W Newton, IA 50208		equity security holder - see attached				0.00
ACCOUNT NO. Randal Udd 6418 S Evans Drive Scottsdale, AZ 85254		equity security holder - see attached				0.00
ACCOUNT NO. Randolph R Rough Trust 1400 Casady Drive Des Moines, IA 50315		equity security holder - see attached				0.00
ACCOUNT NO. Ray's Gift LP 7475 E Gainey Ranch Road #6 Scottsdale, AZ 85258		equity security holder - see attached				0.00
ACCOUNT NO. RBC Capital Markets Corp FBO Jefferey Do 877 Elm Street Winnetka, IL 60093		equity security holder - see attached				0.00
ACCOUNT NO. Richard L Mau 3002 Okoboji Blvd Milford, IA 51351		equity security holder - see attached				0.00

Sheet no. 14 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. RMS Electric PO Box 2706 Arizona City, AZ 85223		Trade Debt			X	36,879.67
ACCOUNT NO. Robert & Cathryn Novak 800 S. Riverward Drive Sioux Falls, SD 57106		equity security holder - see attached				0.00
ACCOUNT NO. Robert & Mary Saunders 8517 S. University Fargo, ND 58104		equity security holder - see attached				0.00
ACCOUNT NO. Robert B. & Lori A. Brummer 1106 Siemer Dr. Denison, IA 51442		equity security holder - see attached				0.00
ACCOUNT NO. Robert M Garnett, Trustee of the Robert 3313 Southern Woods Drive Des Moines, IA 50321		equity security holder - see attached				0.00
ACCOUNT NO. Robert Matheny, SEP IRA 2584 Sandstone Street Kingman, AZ 86401		equity security holder - see attached				0.00
ACCOUNT NO. Rodney H. Miller Trust, Lois G Miller, R 1270 East Spring Court Drive Boise, ID 83712		equity security holder - see attached				0.00

Sheet no. 15 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **36,879.67**

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Ron Ayanzen 8100 E Camelback Rd, Suite 137 Scottsdale, AZ 85251		equity security holder - see attached				0.00
ACCOUNT NO. Ronald Barney, IRA 2431 E Desert Lane Gilbert, AZ 85234		equity security holder - see attached				0.00
ACCOUNT NO. Ronald E Ostblom & Ellen L Boyer Family 3370 Pheasant Canyon Canyon Way Laughlin, NV 89029		equity security holder - see attached				0.00
ACCOUNT NO. Ronald K. Thompson, SEP IRA 4323 N El Sereno Circle Mesa, AZ 85207		equity security holder - see attached				0.00
ACCOUNT NO. Ross A. McArthur 8607 N Caballo Circle Paradise Valley, AZ 85253		equity security holder - see attached				0.00
ACCOUNT NO. Sally A. Ellis P.O. Box 829 Monrongo Vallet, CA 92256		equity security holder - see attached				0.00
ACCOUNT NO. Scott Pratt 89 West 520 South Tooele, UT 84074		equity security holder - see attached				0.00

Sheet no. 16 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Selvoy M. Fillerup, IRA 2980 E Millbrac Gilbert, AZ 85234		equity security holder - see attached				0.00
ACCOUNT NO. Shawn C. Plowman, IRA 3029 S Colonial Street Gilbert, AZ 85295		equity security holder - see attached				0.00
ACCOUNT NO. Sheryl Cherne 4465 W Morgan Creek Ct Eagle, ID 83616		Trade Debt				560,160.00
ACCOUNT NO. Spencer & Wendy Greene 2841 E Linda Court Gilbert, AZ 85234		equity security holder - see attached				0.00
ACCOUNT NO. Steve N. & Cheri M. Schmidt 25 Lillian Lane Doniphan, NE 68832		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade Clearing FBO: AG Expres EI 25 Lillian Lane Doniphan, NE 68832		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade Clearing Inc. Custodian FB 208 Ford Rd. Emmetsburg, IA 50536		equity security holder - see attached				0.00

Sheet no. 17 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 560,160.00

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. TD Ameritrade Clearing Inc. Custodian FB 4704 Brookview Dr. West Des Moines, IA 50265		equity security holder - see attached			0.00
ACCOUNT NO. TD Ameritrade Clearing Inc. Custodian FB 11882 Simon Ranch Road Santa Ana, 92705		equity security holder - see attached			0.00
ACCOUNT NO. TD Ameritrade Clearing Inc. Custodian FB PO Box 800 Spencer, IA 51301		equity security holder - see attached			0.00
ACCOUNT NO. TD Ameritrade Clearing Inc. Custodian FB 11604 84th Lane Indianola, IA 50125		equity security holder - see attached			0.00
ACCOUNT NO. TD Ameritrade Clearing Inc. FBO: Daniel PO Box 767 Buffalo, MN 55313		equity security holder - see attached			0.00
ACCOUNT NO. TD Ameritrade Clearing Inc. FBO: Des Moi 2830 Belfry Drive Waukee, IA 50263		equity security holder - see attached			0.00
ACCOUNT NO. TD Ameritrade Clearing Inc. FBO: Jennife 725 11th Street SE Altoona, IA 50009		equity security holder - see attached			0.00

Sheet no. 18 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. TD Ameritrade FBO: Blake Hanke IRA Acct# 15061 Holcomb Ave Clive, IA 50325		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Bradley Hammer Des Mo 880 Polk Blvd. Des Moines, IA 50312		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: C Wenfer Group Inc 40 710 NW Boulder Point Circle Ankeny, IA 50021		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Dale W. Gordon IRA Ac 14107 Wilden Dr. Urbandale, IA 50323		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Darrell D Vore IRA 8005 Tiburon Place Johnston, IA 50131		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Dennis & Cecille G Th 7503 Wildflower Ct Johnston, IA 50131		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Integrated Medpsych R 4882 Autumn Dr NE Cedar Rapids, IA 52411		equity security holder - see attached				0.00

Sheet no. 19 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$

(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. TD Ameritrade FBO: Janice M Richards IRA 2621 Francis Sites Spirit Lake, IA 51360		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Marv & Cecilia Gersta 5017 Starling Ave. Paullina, IA 51046		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Randolph R. Rough IRA 1400 Casady Drive Des Moines, IA 50315		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Richard Johnson IRA 3315 Ridgetop Rd Ames, IA 50014		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Stephen Richards IRA 2621 Francis Sites Spirit Lake, IA 51360		equity security holder - see attached				0.00
ACCOUNT NO. TD Ameritrade FBO: Wayne L Herman Roth I 23796 Timber Ave Glidden, IA 51443		equity security holder - see attached				0.00
ACCOUNT NO. Terry J. and Sallye A. Zazzi Living Trus 5211 Southland Park Drive Sacramento, CA 95822		equity security holder - see attached				0.00

Sheet no. 20 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. The Cordner Family Trust 477 E Elgin Street Gilbert, AZ 85296		equity security holder - see attached			0.00
ACCOUNT NO. The D & D Nelson Trust 2045 Cosnina Lake Havasu City, AZ 86403		equity security holder - see attached			0.00
ACCOUNT NO. The Deirdre L. Hurd Revocable Trust dtd 27478 Osceola Rd Abingdon, VA 24211		equity security holder - see attached			0.00
ACCOUNT NO. The Don & Donna Nelson Trust 2045 Cosnina Lake Havasu City, AZ 86403		Trade Debt equity security holder - see attached			1,381,659.00
ACCOUNT NO. The Jon D. and Ricki-Lee Halling Living 2730 Via Palma Lake Havasu City, AZ 86406		equity security holder - see attached			0.00
ACCOUNT NO. The Linda L. Pearson Living Trust 6540 E. Redmont, #21 Mesa, AZ 85215		equity security holder - see attached			0.00
ACCOUNT NO. The Nystrom Family Trust dtd 12/3/2010, 8705 Moonlight Bay Drive Bailey Harbor, WI 54202		equity security holder - see attached			0.00

Sheet no. 21 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 1,381,659.00

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. The Randall D Stoecker Trust 5201 Newstead Manor Lane Raleigh, NC 27606		equity security holder - see attached				0.00
ACCOUNT NO. Theron Tilgner 2561 Via Palms Lake Havasu City, AZ 86406		equity security holder - see attached				0.00
ACCOUNT NO. Thomas & Reba Barrett PO Box 1905 Blowing Rock, NC 28605		equity security holder - see attached				0.00
ACCOUNT NO. Thomas A. & Lisa L. Kirke 1501 Tulip Tree Lane West Des Moines, IA 50266		equity security holder - see attached				0.00
ACCOUNT NO. Thomas E. Wilson, IRA 461 E Vermont Drive Gilbert, AZ 85295		equity security holder - see attached				0.00
ACCOUNT NO. Thomas G & Suzette B Russell 233 Country Club Blvd Portland, TX 78374		equity security holder - see attached				0.00
ACCOUNT NO. TMA Radiology, Inc. 6307 E Cactus Wren Rd Paradise Valley, AZ 85253		equity security holder - see attached				0.00

Sheet no. 22 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Todd S & Lisa K Lundgren 1907 10th Street Emmetsburg, IA 50536		equity security holder - see attached				0.00
ACCOUNT NO. Travis Carter 3710 S Coach House Dr Gilbert, AZ 85297		equity security holder - see attached				0.00
ACCOUNT NO. Walter L. Mendenhall III Revocable Trust 4307 Lake Shore Drive Okoboji, IA 51355		equity security holder - see attached				0.00
ACCOUNT NO. Well Done Construction, LLC 9038 E. Florian Avenue Mesa, AZ 85208		Trade Debt		X		24,402.75
ACCOUNT NO. Wheeler Family Revocable Trust 7902 Lakeshore Drive Granite Bay, CA 95746		equity security holder - see attached				0.00
ACCOUNT NO. Wildhorse Machinery PO Box 10 Valley Farms, AZ 85191		Trade Debt				unknown
ACCOUNT NO. William Binder 2421 Lema Drive Lake Havasu City, AZ 86406		equity security holder - see attached				0.00

Sheet no. 23 of 24 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 24,402.75

Total
(Use only on last page of the completed Schedule F. Report also on the Summary of Schedules, and if applicable, on the Statistical Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Z Southwest Enterprises LLC 3924 N Idaho Ave Florence, AZ 85132		Trade Debt equity security holder - see attached				120,548.00
ACCOUNT NO. Ziad El-Ghoul 2595 S Sean Drive Chandler, AZ 85286		equity security holder - see attached				0.00
ACCOUNT NO.						
ACCOUNT NO.						
ACCOUNT NO.						
ACCOUNT NO.						
ACCOUNT NO.						

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Sheet no. 24 of 24 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ 120,548.00

(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$ 15,017,726.37

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Florence Hospital, LLC 450 W. Adamsville Road Florence, AZ 85132 DivLend Equipment Leasing LLC 6625 W. 19th Street, Ste. 114 Lubbock, TX 79407 GE Healthcare Capital Group 20225 Watertower Blvd Brookfield, WI 53045	Debtor is Lessor Debtor lists this creditor in Schedule G out of an abundance of caution, but asserts it is a secured creditor, therefore, it is also listed in Schedule D. Debtor lists this creditor in Schedule G out of an abundance of caution, but asserts it is a secured creditor, therefore, it is also listed in Schedule D.

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SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Apollo Holdings Ltd P.O. Box 2775 Boise, ID 83701	O.C. Investments, L.L.C. C/O Thomas Dixon, Esq. 343 W. Roosevelt, Ste 200 Phoenix, AZ 85003-1324
Brent Cherne	CBI Developers, LLC C/O Cipriano Lonutescu 20722 N. 51st Drive Glendale, AZ 85308
Brent Cherne & Sheryl Cherne Jeffrey Schneck, Esq. 1221 E. Osborn #105 Phoenix, AZ 83702	Treadstone Equity Group, LLC 2036 N. Gilbert Rd, Suite 2-612 Mesa, AZ 85203 O.C. Investments, L.L.C. C/O Thomas Dixon, Esq. 343 W. Roosevelt, Ste 200 Phoenix, AZ 85003-1324
Christine Erickson	CBI Developers, LLC C/O Cipriano Lonutescu 20722 N. 51st Drive Glendale, AZ 85308
Edward McEachern Jeffrey Schneck, Esq. 1221 E. Osborn #105 Phoenix, AZ 85014	O.C. Investments, L.L.C. C/O Thomas Dixon, Esq. 343 W. Roosevelt, Ste 200 Phoenix, AZ 85003-1324
Edward McEachern	CBI Developers, LLC C/O Cipriano Lonutescu 20722 N. 51st Drive Glendale, AZ 85308
Edward McEachern	O.C. Investments, L.L.C. C/O Thomas Dixon, Esq. 343 W. Roosevelt, Ste 200 Phoenix, AZ 85003-1324
Harmony Schroeder C/O Jeffrey Schneck, Esq. 1221 E. Osborn #105 Phoenix, AZ 85014	CBI Developers, LLC C/O Cipriano Lonutescu 20722 N. 51st Drive Glendale, AZ 85308
Edward McEachern	Treadstone Equity Group, LLC 2036 N. Gilbert Rd, Suite 2-612 Mesa, AZ 85203
Harmony Schroeder C/O Jeffrey Schneck, Esq. 1221 E. Osborn #105 Phoenix, AZ 85014	O.C. Investments, L.L.C. C/O Thomas Dixon, Esq. 343 W. Roosevelt, Ste 200 Phoenix, AZ 85003-1324
	CBI Developers, LLC C/O Cipriano Lonutescu 20722 N. 51st Drive

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**SCHEDULE H - CODEBTORS
(Continuation Sheet)**

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Initiatives Healtcare LLC Jeffrey Schneck, Esq. 1221 E. Osborn #105 Phoenix, AZ 85014	Glendale, AZ 85308 O.C. Investments, L.L.C. C/O Thomas Dixon, Esq. 343 W. Roosevelt, Ste 200 Phoenix, AZ 85003-1324
Initiatives Healthcare, LLC P.O. Biox 2775 Boise, ID 83701	CBI Developers, LLC C/O Cipriano Lonutescu 20722 N. 51st Drive Glendale, AZ 85308
PLMC Moore Revocable Family Trust UTA	Treadstone Equity Group, LLC 2036 N. Gilbert Rd, Suite 2-612 Mesa, AZ 85203
	O.C. Investments, L.L.C. C/O Thomas Dixon, Esq. 343 W. Roosevelt, Ste 200 Phoenix, AZ 85003-1324
	CBI Developers, LLC C/O Cipriano Lonutescu 20722 N. 51st Drive Glendale, AZ 85308

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Schedule B

29. Machinery, fixtures, equipment, and supplies used in business.

Equipment List attached

Florence Community Hospital
Equipment List

#	Date in Service	DESCRIPTION	Vendor	Phone	Inv #	Tax Use/Life	12/31/09 DEPR	6/25/10 DEPR	1/1/11 - 12/31/11 DEPR	1/1/11 - 8/31/11 DEPR	8/8/11 - 12/31/11 DEPR	1/1/11 - 9/30/11 DEPR	1/1/12 - 12/31/12 DEPR
							1,000	1,000	1,000	1,000	1,000	1,000	1,000
3	7/1/10	ABSORTHERM Machine - Drager MiniZC	35,714.50 Palo Verde Bio-Medical	623-215-8954	5915	7	2,522.46	5,044.93	5,044.93	3,465.43	1,599.50	3,383	5,044.93
2	7/1/10	Blanch, sterilizing room	1,257.12 Metro	800-992-1756		7	123.55	247.10	247.10	169.25	77.85	165	247.10
1	7/1/10	Blanket & IV Warmer	3,623.96 Skytron	818-656-2900	441018	7	362.96	725.92	725.92	497.20	228.71	484	725.92
1	7/1/10	Cart - Biohazard storage	1,751.25 Metro	800-992-1756		7	175.12	350.25	350.25	150.56	67.56	82	350.25
1	7/1/10	Cart - Isolation	2,035.26 Innovative Medical Systems	10333120		7	203.53	407.06	407.06	162.99	75.34	131	407.06
2	7/1/10	Cart - Linen, clean	602-241-0203	2802		7	446.52	893.03	893.03	381.24	171.14	184	893.03
2	7/1/10	Cart - Linen, soiled	1,371.58 Metro	800-992-1756		7	97.97	195.94	195.94	85.91	39.04	107	195.94
6	7/1/10	Cart - OR Distribution	8,091.10 Innovative Medical Systems	2802		7	577.94	1,155.87	1,155.87	519.87	234.88	277	1,155.87
2	7/1/10	Cart - PACU, plus accessories	2,654.31 Metro	800-992-1756		7	164.59	329.17	329.17	142.91	64.39	86	329.17
2	7/1/10	Cart - Supply	399.92 Metro	800-992-1756	10333120	7	28.49	56.98	56.98	25.87	11.92	33	56.98
2	7/1/10	Cart - Suture	1,729.20 Metro	800-992-1756		7	123.51	247.03	247.03	169.20	77.83	165	247.03
4	7/1/10	CD player	300.00 Best Buy			7	21.43	42.86	42.86	19.35	9.68	32	42.86
1	7/1/10	Clocks	400.00			7	39.14	78.28	78.28	35.14	16.00	32	78.28
1	7/1/10	Crash Cart	1,943.60 Armstrong Medical	1394210		7	194.36	388.72	388.72	171.66	80.82	103	388.72
1	7/1/10	Defibrillator - Zoll M Series 12 lead	4,207.40 Palo Verde Bio-Medical	623-215-8954	5912	7	420.74	841.48	841.48	368.32	168.20	208	841.48
1	7/1/10	EKG Machine - GE Mac 1200, cart	2,622.00 Palo Verde Bio-Medical	623-215-8954	6254	7	262.20	524.40	524.40	231.12	106.10	136	524.40
2	7/1/10	Electrocautery - W/Car Valley Lab Force 2	7,400.00 Palo Verde Bio-Medical	623-215-8954	6241	7	740.00	1,480.00	1,480.00	666.00	308.00	391	1,480.00
4	7/1/10	Foot stool - 8" high	211.66 Innovative Medical Systems	2802		7	15.12	30.24	30.24	13.51	6.26	23	30.24
12	7/1/10	Gurney - Adult Standard w/IV poles	13,025.63 Innovative Medical Systems	2802		7	930.19	1,860.38	1,860.38	825.17	372.87	471	1,860.38
3	7/1/10	Gurney - Adult Standard w/IV poles	34,007.04 Innovative Medical Systems	2802		7	2,429.07	4,858.15	4,858.15	2,175.00	987.51	1,259	4,858.15
3	7/1/10	Hamper - Linen	674.73 Innovative Medical Systems	602-241-0203	2802	7	48.20	96.40	96.40	43.10	20.55	64	96.40
3	7/1/10	Hamper - Reef bag	674.73 Innovative Medical Systems	602-241-0203	2802	7	48.20	96.40	96.40	43.10	20.55	64	96.40
2	7/1/10	Hamper - Linen	874.73 Palo Verde Bio-Medical	623-215-8954	5912	7	87.47	174.94	174.94	78.22	36.56	88	174.94
2	7/1/10	Hamper - Linen	1,841.76 Innovative Medical Systems	602-241-0203	2802	7	129.41	258.81	258.81	116.36	53.40	142	258.81
10	7/1/10	IV Poles	1,283.95 Innovative Medical Systems	602-241-0203	2802	7	87.73	175.46	175.46	79.06	36.39	125	175.46
1	7/1/10	IV Poles	8,000.00 Hospira	877-846-7747	914685932	7	571.43	1,142.86	1,142.86	514.35	232.66	297	1,142.86
10	7/1/10	IV pumps	439.83 Innovative Medical Systems	602-241-0203	2802	7	31.42	62.83	62.83	28.10	12.72	72	62.83
3	7/1/10	Kick bucket	38,418.48 Skytron	816-656-2900	443485	7	2,691.32	5,382.63	5,382.63	2,411.68	1,086.99	1,398	5,382.63
2	7/1/10	Lights, OR - Dual head Skytron Millennium; installed	901.80 Innovative Medical Systems	602-241-0203	2802	7	64.41	128.82	128.82	58.24	26.59	96	128.82
1	7/1/10	Mayo Stands - flat feet, foot operated, 16x21	33,263.00 Palo Verde Bio-Medical	623-215-8954	5921	7	2,375.93	4,751.86	4,751.86	2,157.88	987.16	1,277	4,751.86
3	7/1/10	Monitor - Anes Gas; HP or RPM or Datex AS3	21,940.00 Palo Verde Bio-Medical	623-215-8954	5921	7	1,642.30	3,284.60	3,284.60	1,484.20	679.70	883	3,284.60
29	7/1/10	Monitor - Vital signs Mindray PM 8000	899.00 Air Gas	602-307-1660		7	89.90	1,797.99	1,797.99	807.99	367.12	469	1,797.99
1	7/1/10	Medical Air Flowmeter	182.00 Southwest Medical		Quote	7	128.43	256.87	256.87	115.59	52.86	86	256.87
1	7/1/10	Portable Suction (for crash cart)	881.10 Armstrong Medical	1394210		7	88.11	1,762.20	1,762.20	801.10	362.79	462	1,762.20
2	7/1/10	Prep stand/w/Drawer	803.52 Innovative Medical Systems	602-241-0203	2802	7	62.94	125.87	125.87	56.21	25.56	84	125.87
2	7/1/10	Refrigerator - undercounter	500.00			7	50.00	100.00	100.00	45.45	20.50	77	100.00
3	7/1/10	Ring Stands - single	477.96 Innovative Medical Systems	602-241-0203	2802	7	29.85	59.70	59.70	26.52	12.20	48	59.70
1	7/1/10	Scope Cabinet	2,171.32 Metro	800-992-1756		7	13.00	26.00	26.00	11.61	5.30	35	26.00
1	7/1/10	Sponge bucket	92.11 Innovative Medical Systems	602-241-0203	2802	7	4.29	8.58	8.58	3.65	1.68	63	8.58
1	7/1/10	Stellar - Amesco 2406S cabinet enclosed, vacuum, installed	49,975.00 Palo Verde Bio-Medical	623-215-8954	5916	7	3,141.07	6,282.14	6,282.14	2,836.87	1,293.31	1,688	6,282.14
2	7/1/10	Sulfur - ORS	58,230.00 Palo Verde Bio-Medical	623-215-8954	5916	7	4,016.43	8,032.86	8,032.86	3,615.16	1,650.90	2,171	8,032.86
6	7/1/10	Stools - ORS	971.40 Innovative Medical Systems	602-241-0203	2802	7	66.54	133.07	133.07	59.74	27.38	104	133.07
4	7/1/10	Stools - surgeon, 5 caster, back,	2,652.95 Innovative Medical Systems	602-241-0203	2802	7	95.32	190.64	190.64	85.33	39.52	154	190.64
5	7/1/10	Table - Back 4' X 2'	185.84 Innovative Medical Systems	602-241-0203	2802	7	14.22	28.43	28.43	12.58	5.73	45	28.43
2	7/1/10	Table, OR	31,009.00 Innovative Medical Systems	602-241-0203	2802	7	2,375.21	4,750.42	4,750.42	2,157.88	987.16	1,277	4,750.42
1	7/1/10	Washer for Instruments	49,452.81 Palo Verde Bio-Medical	623-215-8954	6242	7	3,530.92	7,061.83	7,061.83	3,136.95	1,424.96	1,861	7,061.83
							430,706.08						
Total ORs 1, 2, 3 & RECOVERY Equipment													
IMAGING EQUIPMENT													
1	7/1/10	Contrast warmer - CT	488.00		62234	7	35.57	71.14	71.14	48.73	22.41	47	71.14
1	7/1/10	CR system for non-digital modalities	33,600.00 Assured Imaging		2802	5	3,350.00	6,700.00	6,700.00	4,569.04	2,110.96	4,467	6,700.00
1	7/1/10	Fire Extinguisher - MRI compatible	239.00			7	17.07	34.14	34.14	23.39	10.76	23	34.14
4	7/1/10	Footstools	700.00 Innovative Medical Systems	602-241-0203	2802	7	50.00	100.00	100.00	68.49	31.51	75	100.00
1	7/1/10	Gel warmer - Ultrason	121.00			5	8.64	17.28	17.28	11.84	5.45	12	17.28
1	7/1/10	Gloves - protective, lead lined	294.00			5	29.40	58.80	58.80	40.27	18.53	44	58.80
2	7/1/10	Gloves - leaded	760.00			7	76.00	152.00	152.00	104.11	47.89	101	152.00
2	7/1/10	Hamper - Disposable	448.82 Innovative Medical Systems	602-241-0203	2802	7	32.13	64.26	64.26	44.01	20.25	43	64.26
1	7/1/10	Hamper - Reef bag	228.91 Innovative Medical Systems	602-241-0203	2802	7	16.07	32.13	32.13	22.01	10.12	21	32.13
1	7/1/10	IV Poles - MRI compatible	24.00			7	17.98	35.96	35.96	24.46	11.25	24	35.96
2	7/1/10	O2 Flowmeter - single head	600.00 Air Gas	602-307-1660		7	4.29	8.58	8.58	3.65	1.68	6	8.58
1	7/1/10	O2 Tank, regulator, cart - MRI compatible	638.00			7	45.57	91.14	91.14	62.43	28.72	61	91.14
1	7/1/10	Mayo stand - MRI compatible	483.00			7	48.30	96.60	96.60	67.43	31.14	68	96.60
1	7/1/10	Monitor - Vital signs Mindray PM 8000	3,154.00 Palo Verde Bio-Medical	623-215-8954	5921	7	235.30	470.60	470.60	163.65	75.32	95	470.60
1	7/1/10	Monitor - Vital signs, MR compatible, MEDRAD 9500	21,600.00 Palo Verde Bio-Medical	623-215-8954	6240	7	1,620.00	3,240.00	3,240.00	2,160.00	1,080.00	1,440	3,240.00
4	7/1/10	Table - MRI compatible	3,050.00 Southwest Medical	602-241-0203	Quote	7	237.50	475.00	475.00	172.50	78.75	97	475.00
1	7/1/10	Table - Ultrasound, w/strutts, rails, IV pole	3,050.00 Southwest Medical	602-241-0203	Quote	7	217.86	435.71	435.71	208.43	137.98	160	435.71
2	7/1/10	Trash cans, step-on	205.60			7	14.33	28.66	28.66	19.63	9.03	18	28.66
1	7/1/10	Sandbags, positioning blocks, markers	700.00			7	50.00	100.00	100.00	68.49	31.51	75	100.00
2	7/1/10	Stethoscope	249.00			7	17.79	35.57	35.57	24.56	11.21	24	35.57
1	7/1/10	Stools - surgeon 5 caster, back,	487.08 Innovative Medical Systems	602-241-0203	2802	7	34.79	69.57	69.57	47.66	22.52	46	69.57
1	7/1/10	Stool - MRI compatible	592.00			7	42.29	84.57	84.57	57.93	26.65	63	84.57
1	7/1/10	Stretcher - MRI	1,629.08			7	130.55	261.10	261.10	176.97	82.33	174	261.10
2	7/1/10	Vacuum regulator-Chemetron connection	320.00 Air Gas	602-307-1660	1042893840	7	22.86	45.71	45.71	31.31	14.40	30	45.71

Quantity	Item Description	Unit	Quote	315.54	210	237	315.64	
1	7110 Wheelchair - MR compatible							
1	7110 X-ray - mobile (GE)		2,209.45	Cardinal Health				
1	7110 X-ray - mobile (GE)		360.00					
1	7110 X-ray - mobile (GE)		56,000.00	Cardinal Health				
1	7110 X-ray - mobile (GE)		70,000.00	GE				
1	7110 X-ray - mobile (GE)		55,533.00	GE				
1	7110 X-ray - mobile (GE)		95,000.00	GE				
1	7110 X-ray - mobile (GE)		187,206.00	GE				
1	7110 X-ray - mobile (GE)		35,000.00	Siemens				
	Total Imaging Equipment							1,588,200.76
CARDIAC CATH EQUIPMENT								
Total Cardiac Cath Equipment								
LONG-TERM CARE UNIT								
1	7110 Blanket & IV Warmer		5,081.42	Styron				
1	7110 Camera, digital with printer		2,100.00					
2	7110 Cart - Linen		2,095.28	Innovative Medical Systems				
1	7110 Cart - Linen		1,453.38	Armstrong Medical				
1	7110 Dehumidifier - 120v		967.40	Palo Verde Bio-Medical				
1	7110 Dining Chair, Tables		15,200.00	Armstrong Medical				
37	7110 Fall stool - 8" high w/handrail		3,388.48	Direct Supply				
2	7110 Foot stool - 8" high w/handrail		2,010.00	Innovative Medical Systems				
2	7110 Hamper - Disposable		449.82	Innovative Medical Systems				
2	7110 Hamper - Linen		802-241-0203					
4	7110 I/P Poles - 5 casters		469.82	Innovative Medical Systems				
1	7110 Ice Machine		859.54	Innovative Medical Systems				
10	7110 IV Poles - 5 casters		4,745.50	Ventana Distributing				
10	7110 OZ Carts - portable		668.58	Cardinal Health				
37	7110 Overnight beds, electric, w/watress		5,180.00					
37	7110 Portable Suction		65,211.00	Direct Supply				
4	7110 Refrigerator - undercounter, lounge, activity room, unit		881.10	Armstrong Medical				
4	7110 Refrigerator - unit, cafeteria, unit		750.36	Ascobold				
37	7110 Stools - surgeon 5 casters, back		974.16	Innovative Medical Systems				
37	7110 Telescopes - run cable, wall mounts		52,794.16	Aspen Technologies				
2	7110 Trash cans, step-on		200.00					
	Total Long-term Care Equipment							165,113.65

Quantity	Item Description	Unit	Quote	315.54	210	237	315.64
2	7110 Blanket & IV Warmer		10,162.85	Styron			
23	7110 Cabinet - bedside		13,158.00	Hill-Rom			
4	7110 Camera, digital with printer		360.00				
1	7110 Cart - Linen		4,070.52	Innovative Medical Systems			
1	7110 Cart - Suture		2,414.82	Armstrong Medical			
3	7110 Cart - Utility		442.80				
1	7110 Cast saw, w/cart (ER)		1,120.00	Southwest Medical			
6	7110 Commode - steel		482.73	Cardinal Health			
1	7110 Corneal burr		325.88	Cardinal Health			
2	7110 Crash Cart - Adult		3,887.21	Armstrong Medical			
1	7110 Crash Cart - Peds		3,116.70	Armstrong Medical			
1	7110 Decontamination Deck		1,578.22	Gainger			
2	7110 Defibrillator - Zoll M Series 12 lead		6,407.40	Palo Verde Bio-Medical			
1	7110 Defibrillator - Zoll M Series 12 lead - pediatric		4,307.40	Palo Verde Bio-Medical			
12	7110 Eyewash Stations		438.28	Cardinal Health			
1	7110 Food Service Equipment		194,320.00	See Foodservice tab			
1	7110 Foot Service Equipment		1,153.15	Cunningham & Assoc. Auctions			
6	7110 Foot stool - 8" high w/handrail		630.18	Innovative Medical Systems			
12	7110 Gurney - Adult Standard w/ty poles		34,007.04	Innovative Medical Systems			
5	7110 Hamper - Disposable		1,124.85	Innovative Medical Systems			
7	7110 Hamper - Linen		2,474.65	Innovative Medical Systems			
11	7110 Hydration Ice Cart		391.78	Direct Supply			
1	7110 Ice Machine (ER, Med/Surg floor)		6,394.73	Ventana Distributing			
2	7110 Ice Machine (KITCHEN)		4,850.00	Ventana Distributing			
1	7110 Ice Machine (SNF dining)		6,520.50	Palo Verde Bio-Medical			
1	7110 IV Barrier Isolator (Aseptic Enclosures)		14,556.40	Aseptic Enclosures			
14	7110 IV Poles - 5 casters		2,536.38	Innovative Medical Systems			
15	7110 Lab - Refrigerators		26,250.00	Hospira			
2	7110 Lab - Freezer		9,809.75	Cardinal Health			
1	7110 Lab - Biohazard		6,589.89	Cardinal Health			
1	7110 Lab - Biohazard Pipettor		537.50	Cardinal Health			
1	7110 Lab - Cell counters		313.79	Cardinal Health			
2	7110 Lab - Centrifuge		5,582.38	Ortho-Clinical Diagnostics			
1	7110 Lab - Centrifuge, blood bank		1,095.30	Ortho-Clinical Diagnostics			
1	7110 Lab - Incubator		4,840.00	Ortho-Clinical Diagnostics			
1	7110 Lab - Microscope		982.00	Universal Optic Service			
1	7110 Lab - Recorder, 7 day for refrigerator		9,841.10	Wescor			
1	7110 Lab - Sink table and dispensers		322.30	Ortho-Clinical Diagnostics			
1	7110 Lamp, UV		342.90	Cardinal Health			

1	7/11/10	Lamp, Woods	377.60	Southwest Medical	Quote	53.84	36.95	17.90	36	40	53.94
3	7/11/10	Light, fixed focus, ceiling mounted, installed	13,857.52	Skytron, Sunset Street	434686	1,973.85	1,352.82	823.72	1,320	1,485	1,979.85
3	7/11/10	Light, fixed focus, mobile	6,009.23	Skytron	434686	936.22	637.99	279.27	972	644	936.22
10	7/11/10	Monitor - Vital signs Mindray PM 8000 (plus 8 stands)	33,378.00	Palo Verde Bio-Medical	5917, 8239	4,838.26	3,365.65	1,502.24	3,719	3,376	4,769.29
1	7/11/10	Nurse Call System	162,532.17	Aspen Technologies	90041727, 90040929	21,860.44	15,903.34	7,315.54	19,417	17,674	21,470.56
43	7/11/10	O2 Flowmeter - single head	1,290.00	Air Gas	92,14	164.26	126.22	58.06	123	138	164.26
1	7/11/10	Omnicef pharmacy system	267,755.77	Omnicef	92,14	38,250.82	26,995.24	12,854.58	26,501	28,688	38,250.82
5	7/11/10	Overbed tables - Patient rooms	3,347.40	Palo Verde Biomedical	5912	478.20	359.82	150.87	319	359	478.20
23	7/11/10	Overnight beds, electric	61,715	Medline	44,41	88.82	60.84	27.98	67	87	88.82
2	7/11/10	Patient lift	152,679.75	Hill-Rom	23185903	21,811.39	14,939.31	6,872.08	14,541	16,599	21,811.39
2	7/11/10	PCA Pumps	5,400.00	Hospira	877-946-7747	423.29	289.92	133.36	282	317	423.29
2	7/11/10	Phibotomy chair	1,195.38	Medline	877-946-7747	385.71	271.43	124.28	514	579	771.43
7	7/11/10	Pneumatic Suction (for crash cart)	2,643.33	Armstrong Medical	877-254-2738	1,921.70	1,111.09	511.00	108	122	1,621.29
1	7/11/10	Scalps-500lbs	80.55	Cardinal Health	628088305	11.51	7.88	3.63	8	9	11.51
1	7/11/10	Scalps - pediatric	255.92	Medline	Quote	20.42	14.53	5.89	27	31	40.85
1	7/11/10	Scopes - Ophthalmoscope, Oculoscope	877-254-2738	Southwest Medical	Quote	46.43	31.80	14.63	31	35	46.43
22	7/11/10	Seating - Hide-a-bed love seat	6,268.20	Cardinal Health	877-254-2738	885.17	613.13	272.04	597	671	885.17
23	7/11/10	Seating - Recliner	37,676.21	Hill-Rom	33208592	5,455.44	3,824.44	1,631.00	3,430	3,859	5,145.69
23	7/11/10	Seating - Side chair	15,713.60	Hill-Rom	33208592	1,937.46	1,372.40	605.06	2,607	2,833	3,910.89
6	7/11/10	Shower chairs	666.52	Cardinal Health	628088305	86.50	59.82	26.68	1,497	1,884	2,484.00
4	7/11/10	Stools - surgeon 5 caster	1,552.90	Innovative Medical Systems	628025705	221.70	151.81	69.88	63	71	93.22
4	7/11/10	Stools - surgeon 5 castor, back,	974.16	Innovative Medical Systems	602-241-0203	139.17	95.32	43.85	66	68	221.70
1	7/11/10	Storage Rack - Stainless steel for supplies	18,899.38	Metro	2802	1,335.87	1,029.68	318.19	1,161	1,161	1,335.87
1	7/11/10	Table, gyn exam	875.00	Southwest Medical	Quote	125.00	85.62	39.38	63	84	125.00
23	7/11/10	Televisions, DVDs - run cable, wall mounts	32,817.99	Aspen Technologies	486-315-1700	2,344.14	1,698.28	808.86	1,751	2,004	2,344.14
8	7/11/10	Trash cans, step-on	7,360.00	Air Gas	602-307-1660	78.51	55.15	23.36	76	86	114.63
46	7/11/10	Vacuum regulator-Chemtron connection	13,197.07	Carstens	504098	1,051.43	720.16	331.27	701	789	1,051.43
9	7/11/10	Wall units (flip down for charting)	586.24	Medline	800-325-6222	1,318.71	903.22	415.48	879	988	1,318.71
3	7/11/10	Wheel Chair w/footrest (regular)	2,231.25	Southwest Medical	Quote	85.18	58.34	26.84	57	64	85.18
3	7/11/10	Wheel Chair w/footrest (bariatric)	1,215,353.35		Quote	318.75	218.32	100.43	213	239	318.75
Total Medical Equipment											
MECHANICAL EQUIPMENT											
1	6/11/10	Air Handling Unit - (Alliance)	74,880.87	Mercury Air (Western States)	1009	2,899.23	2,054.27	944.96	1,999	2,249	2,899.23
1	6/11/10	Air Handling Unit - (Imaging, HEPA)	275,799.12	Plical Ex (Western States)	3010	6,487.01	7,881.62	4,567.01	7,379	8,302	11,066.16
2	6/11/10	Backflow preventers	18,643.56	Mercury Air (Western States)	14-09-01, 16-08-D	745.74	510.78	234.96	487	599	745.74
2	6/11/10	Boilers	205,394.93	Mercury Air (Western States)	4,792.52	2,988.41	5,626.98	2,988.41	5,477	6,162	8,215.40
1	6/11/10	Carrier Mini Split	6,185.20	Mercury Air (Western States)	117002009	1,199.41	699.46	77.58	185	166	1,199.41
1	6/11/10	Cooking Hood	428,964.40	Mercury Air (Western States)	1109	10,009.64	17,159.41	11,460.82	12,070	11,460	17,159.41
2	6/11/10	Cooling Towers	24,319.85	Mercury Air (Western States)	1310	872.79	668.30	208.50	114	120	872.79
1	6/11/10	Exhaust Management System	229,714.55	Mercury Air (Western States)	1209	8,168.58	6,983.55	2,895.03	678	691	8,168.58
2	6/11/10	Exhaust Fans	340,784.38	Mercury Air (Western States)	10099	7,951.63	9,336.56	4,394.82	9,088	10,224	13,831.37
2	6/11/10	Medical Air Compressors	13,283.33	Mercury Air (Western States)	1311	333.33	363.93	187.41	354	368	333.33
1	6/11/10	Medical Vacuum Pumps	41,906.82	Western States Mechanical	2,993.33	5,986.86	4,100.45	1,888.21	3,991	5,986.86	
1	6/11/10	Mixing Valve (Armstrong DMC-2-300)	25,435.48	Western States Mechanical	0924-E2	1,816.82	2,482.22	1,144.85	2,422	2,725	3,833.84
1	6/11/10	Plate & Frame w/interchanger	41,951.24	Western States Mechanical	0924-E3	1,863.25	1,138.21	524.04	1,109	1,247	1,863.25
1	6/11/10	Refrigerant Detection System	126,373.40	Mercury Air (Western States)	3011	2,948.71	3,462.28	1,504.84	3,270	5,054.94	
1	6/11/10	Steam Generator Tank System	38,505.00	Mercury Air (Western States)	1116	898.52	1,541.00	1,055.48	1,027	1,158	1,541.00
3	6/11/10	Variables Fans for back-up generators	39,680.00	RMS Electrical	1210B	1,832.22	2,712.38	1,857.79	1,808	2,034	2,712.38
8	6/11/10	Water Pumps (chilled, heated, condensate)	64,443.28	Mercury Air (Western States)	9900660	1,567.20	1,087.12	500.08	1,088	1,190	1,567.20
1	6/11/10	Water Pumps (Chilled, heated, condensate)	99,868.09	Mercury Air (Western States)	1210	925.87	1,765.58	912.17	1,718	1,933	2,577.74
1	6/11/10	Water Storage Tank (glass-lined, Niles)	13,322.43	Western States Mechanical	3012	1,373.59	2,354.72	1,612.82	1,570	1,786	2,354.72
1	6/11/10	Water Storage Tank (glass-lined, Niles)	13,322.43	Western States Mechanical	0924-E4	892.91	611.59	281.33	595	670	892.91
1	6/11/10	Drain scooping system	2,763.93	Oranger	922066582	314.37	169.80	58.59	464	539	314.37
Total Mechanical Equipment											
OFFICE, MISC. EQUIPMENT											
1	7/11/10	Audio System	484.69	Cunningham & Assoc. Auctions	Closed	35.34	48.40	22.37	40	0	35.34
2	7/11/10	Blenders machine, straps	365.85	Waxie Sanitary Supply	855-292-8111	26.13	36.80	16.47	36	0	26.13
1	7/11/10	Burnisher - 20"	1,039.41	Waxie Sanitary Supply	855-292-8111	74.24	148.49	46.78	99	111	74.24
1	7/11/10	Camcorder, tripod	629.32	Best Buy	Walk-in	89.50	61.58	28.33	80	67	89.50
1	7/11/10	Camera, digital	100.00	Best Buy	Walk-in	7.14	14.29	4.50	10	14	7.14
1	7/11/10	Carpet Extractor	229,315.18	Waxie Sanitary Supply	855-292-8111	319.31	218.71	100.60	213	239	319.31
1	7/11/10	Computer System	1,804.93	See Computer System tab		159.68	41,070.33	59,962.89	39,975	44,972	59,962.89
30	7/11/10	Copiers, printers, scanners	70,793.24	See Computer System tab		128.92	176.61	81.24	172	183	257.85
1	7/11/10	Computer printers (HP L J 2300n, 4250):Router (Belkin):cabling:UPS	548.99	Brent Chemie - Staples		7,073.52	14,147.05	9,689.78	9,431	10,610	14,147.05
1	7/11/10	Credit card machine	842.00	Cunningham & Assoc. Auctions	Closed	168.46	54.87	34.57	73	82	168.46
1	7/11/10	Floor machine - motorecruubber	939.00	Waxie Sanitary Supply	855-292-8111	99.29	68.00	31.28	66	74	99.29
1	7/11/10	Floor machine - motorecruubber	319.65	Waxie Sanitary Supply	855-292-8111	117.97	80.80	37.17	79	88	117.97
1	7/11/10	Floor Scrubber - Automatic	7,260.27	Waxie Sanitary Supply	855-292-8111	45.86	31.28	14.39	30	34	45.86
1	7/11/10	Floor Scrubber - small	263.47	Waxie Sanitary Supply	855-292-8111	518.82	710.44	326.80	691	778	1,037.25
1	7/11/10	Floor machine - Autoscrubber	8,825.00	Waxie Sanitary Supply	855-292-8111	16.82	37.84	11.86	25	28	16.82
1	7/11/10	Forklift	4,412.04	Cunningham & Assoc. Auctions	Closed	607.81	307.19	118.50	650	731	875.00
1	7/11/10	Handtruck	63.51	Cunningham & Assoc. Auctions	Closed	319.35	830.29	199.58	420	473	630.29
1	7/11/10	Maintenance items	254.03	Cunningham & Assoc. Auctions	Closed	9.97	2.86	0.97	6	7	9.97
1	7/11/10	Maintenance items	18.15			36.25	24.86	11.43	24	27	36.25

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: _____ Signature: _____ Debtor

Date: _____ Signature: _____ (Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342 (b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer Social Security No. (Required by 11 U.S.C. § 110.) If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs the document.

Address

Signature of Bankruptcy Petition Preparer Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provision of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Authorized Agent Of Debtor _____ (the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership) of the Healthcare of Florence, LLC (corporation or partnership) named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 40 sheets (total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date: May 7, 2012 Signature: /s/ Edward McEachern

Edward McEachern (Print or type name of individual signing on behalf of debtor)

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

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

United States Bankruptcy Court
District of Arizona

IN RE:

Case No. 4:12-bk-08547 JMM

Healthcare of Florence, LLC

Chapter 11

Debtor(s)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.

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

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time.

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

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 the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

Table with 2 columns: AMOUNT, SOURCE. Rows: 251,000.00 2012 Florence Hospital, LLC; 600,200.00 2011 Florence Hospital, LLC; 426,366.00 2010 Florence Hospital, LLC

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

3. Payments to creditors

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

a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an 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 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. Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850. * If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

NAME AND ADDRESS OF CREDITOR	DATE OF PAYMENTS/TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Clearwater Real Estate Investment 1300 E State Street Ste 103 Eagle, ID 83616	3/22/2012	10,000.00	0.00
Clearwater Real Estate Investment 1300 E State Street Ste 103 Eagle, ID 83616	4/9/2012	10,000.00	0.00
Clearwater Real Estate Investment 1300 E State Street Ste 103 Eagle, ID 83616	4/13/2012	10,000.00	11,310,000.00
Morataya's Landscaping C/O Jay Bansal, Esq. 1400 E. Southern Avenue Ste 620 Tempe, AZ 85282	11/30/2011	5,000.00	0.00
Morataya's Landscaping C/O Jay Bansal, Esq. 1400 E. Southern Avenue Ste 620 Tempe, AZ 85282	12/30/2011	5,000.00	0.00
Morataya's Landscaping C/O Jay Bansal, Esq. 1400 E. Southern Avenue Ste 620 Tempe, AZ 85282	1/30/2012	5,556.80	0.00

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

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Initiatives Healthcare, LLC See Attached 1205 N. 11th Street Boise, ID 83702 Part Owner/Manager of Debtor	Management Fee	51,200.00	684,042.63
Initiatives Healthcare, LLC See Attached 1205 N. 11th Street Boise, ID 83702 Part Owner/Manager of Debtor	Note payable	120,070.84	2,155,893.77
Sheryl Cherne See Attached 4465 W. Morgan Creek Court Eagle, ID 83616 Wife of principal of Initiatives Healthcare, LLC	Note payable	12,000.00	544,587.34

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

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

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
see attached Healthcare of Florence, LLC v. Lease One Corp. Case No.CV OC 1009604	civil litigation	District Court of the 4th Judicial District for the State of Idaho, County of Ada	Judgment in favor of Plaintiff (Debtor) in amount of \$39,000.00

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.)

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 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.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
Roof and Boiler \$100,000	Fire loss due to boilers igniting debris on roof. Fully covered by insurance.	12/27/2011

9. Payments related to debt counseling or bankruptcy

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

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
James F. Kahn, P.C. 301 E. Bethany Home Road, Suite C-195 Phoenix, AZ 85012	7/18/2011	2,500.00
James F. Kahn, P.C. 301 E. Bethany Home Road, Suite C-195 Phoenix, AZ 85012	11/28/2011	14,050.00
James F. Kahn, P.C. 301 E. Bethany Home Rd., Ste C-195 Phoenix, AZ 85012	4/17/12	10,000.00
loan from Florence Hospital LLC wholly owned subsidiary of Debtor		

10. Other transfers

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

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

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 a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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 debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

16. Spouses and Former Spouses

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

17. Environmental Information

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

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

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

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

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

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 orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

18. Nature, location and name of business

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

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

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

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Florence Hospital, LLC	27-0560145	450 W. Adamsville Road Florence, AZ 85132	Hospital	5/29/2009 - present

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 six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within 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.

NAME AND ADDRESS	DATES SERVICES RENDERED
Brent Cherne 4465 West Morgan Creek Court Eagle, AZ 83702	8/2007 - present

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	DATES SERVICES RENDERED
Eide Bailly, LLP Attn: Kevin Smith 877 W. Main Street Suite 800 Boise, ID 83702	3/2011 - 8/2011
Brent Cherne 4465 West Morgan Creek Court Eagle, AZ 83702	2007-present

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 the case by the debtor.

NAME AND ADDRESS	DATE ISSUED
------------------	-------------

See Attached

20. Inventories

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

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.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
See Attached		0.000000

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

22. Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

None b. If the debtor is a corporation, list all officers, or directors whose relationship 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 **six years** immediately preceding the commencement of the 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 the case.

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information, and belief.

Date: May 7, 2012 Signature: /s/ Edward McEachern

Edward McEachern, Authorized Agent Of Debtor
Print Name and Title

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

0 continuation pages attached

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.

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QUESTION NO. 3.c.

Statement of Financial Affairs
Healthcare of Florence, LLC
3.c. Payments to Creditors who are Insiders

<u>Name & Address</u>	<u>Date Paid</u>	<u>Amount Pd.</u>	<u>Balance Owed</u>
Initiatives Healthcare, LLC-Mgmt Fee 1205 N 11 th Street Boise, ID 83702 Part owner of debtor, Creditor of debtor and Manager of debtor.	05/13/11	\$10,000.00	\$684,042.63
	04/28/11	\$25,000.00	
	04/26/11	\$16,200.00	
	01/17/12	\$24,000.00	
Initiatives Healthcare, LLC-Note Payable 1205 N 11 th Street Boise, ID 83702 Part owner of debtor, Creditor of debtor and Manager of debtor.	09/12/11	\$23,500.00	\$2,155,893.77
	08/16/11	\$19,000.00	
	07/21/11	\$22,200.71	
	06/16/11	\$11,500.00	
	05/13/11	\$19,870.13	
Sheryl Cherne – Note Payable 4465 W Morgan Creek Ct Eagle, ID 83616 Wife of principal of Initiatives Healthcare	10/04/11	\$2,000.00	\$544,587.34
	09/15/11	\$2,000.00	
	08/15/11	\$2,000.00	
	07/05/11	\$2,000.00	
	06/08/11	\$2,000.00	
	05/04/11	\$2,000.00	

QUESTION NO. 4

Matters Involving Healthcare of Florence
(for period from 4/23/11 to 4/23/12)

<u>Caption of Suit & Case No.</u>	<u>Nature of Proceeding</u>	<u>Court/Agency and Location</u>	<u>Status/Disposition</u>
<p><u>Case No.: CV2012-052044</u> Progressive Commercial Interiors, LLC, an Arizona limited liability company, Plaintiff vs. Healthcare of Florence, LLC, an Arizona limited liability company doing business as Florence Community Medical Center, Defendant</p>	<p>Civil lawsuit alleging failure to pay for services rendered</p>	<p>Maricopa County Superior Court 201 W. Jefferson Phoenix, Arizona 85003</p>	<p>Complaint filed; automatic stay imposed before Answer due.</p>
<p><u>Case No. CV2011-002678</u> O.C. Investments, L.L.C., an Arizona limited liability company; and CBI Developers, L.L.C., an Arizona limited liability company, Plaintiffs, vs. Initiatives Healthcare, L.L.C., a foreign limited liability company; Healthcare of Florence, L.L.C., an Arizona limited liability company; et.al., Defendants</p>	<p>Civil lawsuit alleging breach of contract and torts arising from Plaintiffs' failed attempt to purchase hospital.</p>	<p>Maricopa County Superior Court 201 W. Jefferson Phoenix, Arizona 85003</p>	<p>Some discovery conducted.</p>

Caption of Suit & Case No.	Nature of Proceeding	Court/Agency and Location	Status/Disposition
<p>Case No. S1100CV201003979</p> <p>Crescent Supply Company dba Crescent Electric Supply Company, a foreign corporation, Plaintiff</p> <p>vs.</p> <p>RMS Electrical Contracting, LLC, an Arizona limited liability company; Healthcare of Florence, LLC, an Arizona limited liability company; et al., Defendants</p>	<p>Civil lawsuit to foreclose upon mechanic/materialmen liens and alleging failure to pay for services rendered.</p>	<p>Pinal County Superior Court 971 Jason Lopez Circle Building A Florence, Arizona 85132</p>	<p>Complaint filed; extension to file answer granted; stay imposed before answer due per extension.</p>
<p>Case No. S1100CV201101689</p> <p>(Consolidated with Case No. SS1100CV201003979 on 11/29/2011)</p> <p>Walters & Wolf Construction Specialties, Inc., an Arizona corporation, Plaintiff,</p> <p>vs.</p> <p>Crescent Supply Company, dba Crescent Electric Supply Company, a foreign corporation; Healthcare of Florence, LLC, an Arizona limited liability company, et al., Defendants</p>	<p>Civil lawsuit to foreclose upon mechanic/materialmen liens and alleging failure to pay for services rendered.</p>	<p>Pinal County Superior Court 971 Jason Lopez Circle Building A Florence, Arizona 85132</p>	<p>Complaint filed; extension to file answer granted; stay imposed before answer due per extension.</p>

Caption of Suit & Case No.	Nature of Proceeding	Court/Agency and Location	Status/Disposition
<p><u>S1100CV201100724</u> G & G Painting & Wall Covering, LLC, an Arizona limited liability company, Plaintiff, vs. Healthcare of Florence, LLC, an Arizona limited liability (company) dba Go Reit 1 Florence, LLC, and Initiative(sic) Healthcare, Defendants</p>	<p>Civil lawsuit to foreclose upon mechanic/materialmen liens and alleging failure to pay for services rendered.</p>	<p>Pinal County Superior Court 971 Jason Lopez Circle Building A Florence, Arizona 85132</p>	<p>Complaint filed; extension to file answer granted; stay imposed before answer due per extension.</p>

QUESTION NO. 19.d

Party	Address	City	State	Zip	Date
Alan Feo	38 Beacon Road	Hull	MA	02045	Jan-12
Americom Global	4200 South Halen, Suite 6	Forth Worth	TX	76109	8/3/2010
Argenta / Bonneville Q10	2600 N Central Ave, Suite 2000	Phoenix	AZ	85004	1/1/2011
Arizona Business Bank	7225 N Oracle Road, Suite 202	Tucson	AZ	85704	2010
Arizona Commercial Business Bank					
Bank of Las Vegas					
Bank of the West	621 17th Street, Suite 103	Denver	CO	80293	Jul 10
Cain Brothers	601 California St, Suite 1505	San Francisco	CA	94108	Aug 11
Capella Healthcare	501 Corporate Centre Dr, Suite 200	Franklin	TN	37067	Jun-09
CapitalSource Finance	30 South Wacker Dr, Suite 3500	Chicago	IL	60606	12/2/2010
Clarke Advisors, LLC	PO Box 3466	Carefree	AZ	85377	10/28/2010
Clearwater REI	1300 E State Street	Eagle	ID	83616	2011
Commercial Capital Resource Group	340 West Passaic Street	Rochelle Park	NJ	07662	12/7/2010
Commercial Lending Corporation	10475 Park Meadows Drive, Suite 600	Lone Tree	CO	80124	5/12/2010
Commercial Loan Direct					
BBVA Compass Bank	2850 E Camelback Rd, Suite 140	Phoenix	AZ	85016	Aug 11
Cornerstone Medical Finance	9722 S Windsor Dr	Lee's Summit	MO	64086	2011
Dallas-Houck Associates	1283 Bellingham Dr.	Oceanside	CA	92057	Jun 11
Dartmouth Associates, Inc.	PO Box 1363	Eagle	ID	83616	
David Feingold	PO Box 8393	Prairie Village	KS	66208	Mar-11
DeWaay Capital Management	13001 University Ave	Clive	IA	50325	2010
Diversified Lenders	5607 South Avenue Q Drive	Lubbock	TX	79412	Nov 11
Dominion Corporation	113355 W. Olympic Blvd, Suite 210	Los Angeles	CA	90064	3/23/2010
E&M Hospital Investment, LLC	995 South 1950 West	Springville	UT	84663	2011
GE Healthcare Financial Services	20225 Watertown Blvd	Brookfield	WI	53045	May 10
Global Financial & Remarketing Services	6263 N Scottsdale Rd, Suite 222	Scottsdale	AZ	85250	Apr 10
Global Funding	4103 Gold Mill Ridge	Canton	GA	30114	Jun 11
Global Medecal Realty Capital	2505 21st Ave. South, Suite 400	Nashville	TN	37212	2/3/2011
The Gores Group	10877 Wilshire Blvd, 18th Floor	Los Angeles	CA	90024	Oct 11
Green Manning & Bunch	2600 North Central Ave, Ste 2000	Phoenix	AZ	85004	Feb-10
Hallmark Funding Corporation	720 Sunrise Avenue, Suite A-130	Roseville	CA	95661	7/2/2010
Horizon Leasing	8989 N Gainey Center Drive, # 246	Scottsdale	AZ	85258	5/17/2010
Iasis Healthcare	117 Seaboard Lane, Bldg E	Franklin	TN	37067	Oct 10
Jeff Orriish - Pvt fund manager in San Francisco					
Jeff Willowock - Atlanta					
Marilyn -- NYC					
Media - Garvin					
Medical Properties Trust, Inc.	14221 Metcalf Ave., Suite 109	Overland Park	KS	66223	10/6/2010
Mid-Cap Financial, LLC	7735 Old Georgetown Road, #400	Bethesda	MD	20814	2/3/2011
Midas Financial Company	6042 Blue Ridge Drive, Suite D	Highlands Ranch	CO	80130	2/3/2011
Millennium Medical Funding	1775 Wehrle Dr	Williamsville	NY	14221	Jul 10
Muneris Capital Group	526 Seventh Ave., 6th Floor	New York	NY	10018	Nov 11
Oberon Securities, LLC	1412 Broadway, Suite 2304	New York	NY	10018	Aug 11
Oxford Finance Corporation	9191 Towne Centre Drive, Suite 540	San Diego	CA	92122	12/15/2010
Ray Murrnaha					
Rockshore Capital	4580 Silver Springs Dr. Suite 101	Park City	UT	84098	12/10/2010
Rod Raiphs - Investor in Boise					
Ross Kersey					
The Arch Group	PO Box 41151	Charleston	CA		8/23/2011
Thomas USAF Group, LLC	3340 Peachtree Road, Suite 1410	Atlanta	GA	30326	6/24/2010
Todd Coffin					
Triumph Capital Partners	8867 North National Sky Place	Tucson	AZ	85742	12/2/2010
United Western Bank	700 17th Street, Suite 2100	Denver	CO	80202	7/2/2010
Wells Fargo	2410 S Power Rd	Mesa	AZ	85207	3/30/2010
WRS Real Estate	185 Cadillac Drive	Sacramento	CA	95825	12/13/2010

QUESTION NO. 21

(also list of equity security holders from Schedule F)

Healthcare of Florence, LLC
 Ownership List
 (Currently 141 different investors)

<u>Name</u>	<u>Common Units Owned as of 4/30/2012</u>	<u>% Owned as of 4/30/2012</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
Initiatives Healthcare, LLC	756.49684	63.04140%	1205 N 11th Street	Boise	ID	83701
A&G Family Properties, LLC	50.97115	4.24760%	616 E. Settlers Tr.	Casa Grande	AZ	85122
Abe Saiz	4.80000	0.40000%	329 S LH Ave	Lake Havasu City	AZ	86403
Allen Family Ventures, LLC	1.27000	0.10583%	1184 W Enfield Place	Chandler	AZ	85286
Allen H. Schaper Revocable Trust	0.76923	0.06410%	1205 Curtiss Ave.	Ames	IA	50010
Andrew Wells	2.00000	0.16667%	P.O. Box 63	Le Mars	IA	51038
Arvenc & Nancy Doering	1.00000	0.08333%	104 S. State St	Subbard	IA	50122
Brad VanWeelden	1.00000	0.08333%	5672 NW 5th Ct	Des Moines	IA	50313
BRIC Retirement Trust	13.14000	1.09500%	2351 Tee Drive	Lake Havasu City	AZ	86406
Bruce O'Brien	4.00000	0.33333%	3601 Hereford Trail	McAlester	OK	74501
C & C Struve Trust UA 10/13/06	1.53847	0.12821%	204 South Street	Calumet	IA	51009
Copper Mountain Electric, LLC	3.84000	0.32000%	479 West 700 South	Salt Lake City	UT	84101
Daniel B. Russell	1.00000	0.08333%	1958 Driftwood	Worthington	MN	56187
Daniel R. Thomas Rev. Trust	1.53846	0.12820%	36740 High Meadows Lane	Cumming	IA	50061
David & Nancy Sundberg	0.76923	0.06410%	416 Hilltop Road	Ames	IA	50014
David F. & Vickie A Rausch	0.85470	0.07122%	214 N. Morse Ave	Calumet	IA	51009
David M Fenton & Elizabeth Jane Fenton Revocable Trust	1.00000	0.08333%	P.O. Box 436	Roland	IA	50236
Dean & Sarah Park	4.00000	0.33333%	1220 N 12th Street	Boise	ID	83702
Dean and Ginny Chang Family Revocable Trust	0.50000	0.04167%	3527 Jay Jay Lane	Carmichael	CA	95608
Donald & Mary Carr	1.00000	0.08333%	4530 145th Street	Urbandale	IA	50323
Douglas & Linda Truckenmiller	4.00000	0.33333%	8304 South Spice Hill Circle	Sioux Falls	SD	57108
Dragma LLC	4.00000	0.33333%	PO Box 4365	Scottsdale	AZ	85253
E&M Hospital Investment, LLC	42.00000	3.50000%	995 South 1950 West	Springville	UT	84663
Edward T. & Cheryl P. Robinson	2.00000	0.16667%	P.O. Box 160	Waterloo	NE	68069
Frances O'Connor, IRA	2.54000	0.21167%	10203 E Teakwood Ct	Sun Lakes	AZ	85248
Gary & Sharon Aitchison - JTWROS	0.85470	0.07122%	2808 East 59th Street	Davenport	IA	52807
Gary D. & Jacquelyn R. Muller	1.00000	0.08333%	2623 S Wattlewood	Mesa	AZ	85209
Gary K Augter Revocable Trust	6.00000	0.50000%	107 Wayside Drive	McAlester	OK	74501
Gary L and Tamara A Schmitt	2.30769	0.19231%	23196 White Tail Road	Waucoma	IA	52171
Gary Wells	5.00000	0.41667%	1550 Willow Run Blvd	Le Mars	IA	51031
Gene Metz, IRA	1.43000	0.09417%	5713 E. Marilyn Dr	Scottsdale	AZ	85254
George E. Davis, Sr. & M. Suzanne Davis	3.00000	0.25000%	9722 S. Windsor Dr.	Lee's Summit	MO	64086
Gladys B Spaulding Revocable Trust	1.00000	0.08333%	2813 East Leach Ave	Des Moines	IA	50320
Greg E Gaskill & Lori J Gaskill	0.76923	0.06410%	2235 1900St	Irwin	IA	51446
Gregory & Nicole Osmundson	2.00000	0.16667%	3104 W Spruceleigh Lane	Sioux City	SD	57105
Halina Gronowski, IRA	1.27000	0.10583%	1026 S Cape Court	Gilbert	AZ	85233
Harlan & Karen Thompson Rev. Trust	0.76923	0.06410%	1830 SE Birchwood Circle	Waukee	IA	50263
Hillside Property Limited Partnership	2.55000	0.21250%	8624 East Maringo Dr.	Spokane	WA	99212
Hitendra Chauhan	3.60000	0.30000%	2023 Burke Lane	Lake Havasu City	AZ	86406
Honor P Gibson	1.23077	0.10256%	4377 E Serenade Place	Springfield	MO	65809
Hunter's Ridge Development Co.	5.00000	0.41667%	PO Box 1449	Rock Springs	WY	82902
Jeff Warren Hogan Family Trust	2.30769	0.19231%	514 Sherry Ct	Modesto	CA	95356
Jigna Patel	1.00000	0.08333%	4420 S Oleander Drive	Chandler	AZ	85248
Jim Smith	1.25000	0.10417%	4 Torrey Pines Court	McAlester	OK	74501

John Ares	4.54000	0.37833%	2750 Via Naranja	Lake Havasu City	AZ	86406
John Harmelink & Debra Harmelink	1.07692	0.08974%	20966 151st Street	Spirit Lake	IA	51360
John R & Maureen L Sleper	1.19658	0.09971%	3407 210th Avenue	Titonka	IA	50480
Kent Hoppenworth, IRA	1.27000	0.10583%	4818 E Aire Libre	Scottsdale	AZ	85254
KM Partnership	1.53846	0.12820%	3662 E. Los Gatos Dr.	Phoenix	AZ	85050
Larry & Sophia B Martin Trust	1.00000	0.08333%	2673 Taylor Road	Central Point	OR	97502
Larry & Vicki Thompson	1.53846	0.12820%	920 Kippes Cove	Mitchell	SD	57301
Leonard A. & Marlene S. Hadley	1.07692	0.08974%	4890 Oak Grove Court NE	Cedar Rapids	IA	52411
Linda E Roggog Revocable Trust	1.00000	0.08333%	76912 Petersburg Rd	Jackson	MN	56143
Lisa A. Taruffelli, LLC	3.00000	0.25000%	PO Box 1449	Rock Springs	WY	82902
Martha A. Fifer Living Trust dtd 12.16.03	0.76923	0.06410%	906 Osage Bend Rd	Jefferson	MO	65101
Marvin & Jane Jenkins	1.00000	0.08333%	6631 Highway F48 W	Newton	IA	50208
Matthew & Tammy Fox	0.76923	0.06410%	1390 Cattail Lane	Cedar Rapids	IA	52403
Maude Limited Partnership	3.41880	0.28490%	24100 140th Street	Spirit lake	IA	51360
Melissa A. Kartchner, Roth IRA	1.27000	0.10583%	1756 E Washington Court	Gilbert	AZ	85234
Michael G. Tetmeyer Revocable Trust	0.76923	0.06410%	10140 Woodborne Place	Bradenton	FL	34202
Mike Boyer	12.00000	1.00000%	1200 McArthur Lane	McAlester	OK	74501
Nancy Strachan	1.26000	0.10500%	2332 E Avenida Del Sol	Phoenix	AZ	85024
NFS/FMTC FBO Emre A. Veziroglu IRA	1.08000	0.09000%	1162 E. Sheffield	Chandler	AZ	85225
Nicholas Living Trust dtd 11.12.10	1.00000	0.08333%	1122 S 12th Ave W	Newton	IA	50208
Nodens Florence Real Estate Investment	10.00000	0.83333%	642 W Raven Drive	Chandler	AZ	85286
Nudelman, Glenn & Terri	1.53846	0.12821%	2580 Paseo Dorado Ave	Lake Havasu City	AZ	86406
Paul D & Debra S Benning	0.76923	0.06410%	1527 Thrush Ave	Hampton	IA	50441
Pedram Ayazi	1.00000	0.08333%	400 N Coronado St, # 2140	Chandler	AZ	85224
Pershing LLC/IRA FBO Janice Lopez Acct#HDA900186	0.76923	0.06410%	14497 Whitetop View	Abingdon	VA	24210
Pershing LLC/IRA FBO Suzette Hodges Acct#HDA807423	0.76923	0.06410%	219 Stonewall Heights	Abingdon	VA	24210
Pioneer Hospitalists PLLC	1.00000	0.08333%	3115 S Price Rd	Chandler	AZ	85248
Prem K. G. Chandran & Vimala Chandran Rev Trust	1.00000	0.08333%	3705 Hidden Creek Drive	West Des Moines	IA	50265
R and A Trust	1.00000	0.08333%	P.O. Box 128	New Sharon	IA	50207
Raj Bhat	2.00000	0.16667%	2721 W Laredo Place	Chandler	AZ	85224
Ralph N. McDonough & Nancy E. McDonough Rev. Trust dtd 11/27/12	1.00000	0.08333%	4041 N. 19th Ave. W	Newton	IA	50208
Randal Udd	7.62000	0.63500%	6418 S Evans Drive	Scottsdale	AZ	85254
Randolph R Rough Trust	2.00000	0.16667%	1400 Casady Drive	Des Moines	IA	50315
Ray's Gift LP	7.62000	0.63500%	7475 E Gainey Ranch Road #6	Scottsdale	AZ	85258
RBC Capital Markets Corp FBO Jefferey Dohnal IRA REF #705-0768c	1.69231	0.14103%	877 Elm Street	Winnetka	IL	60093
Richard L. Mau	1.70940	0.14245%	3002 Okoboji Blvd	Milford	IA	51351
Robert & Cathryn Novak	1.00000	0.08333%	800 S. Rivenward Drive	Sioux Falls	SD	57106
Robert & Mary Saunders	0.76923	0.06410%	8517 S. University	Fargo	ND	58104
Robert B. & Lori A. Brummer	2.30769	0.19231%	1106 Siemer Dr.	Denison	IA	51442
Robert M Garnett, Trustee of the Robert M. Garnett Trust	0.85470	0.07122%	3313 Southern Woods Drive	Des Moines	IA	50321
Robert Matheny, SEP IRA	1.27000	0.10583%	2584 Sandstone Street	Kingman	AZ	86401
Rodney H. Miller Trust, Lois G Miller, Rodney H. Miller Trustees	0.76923	0.06410%	1270 East Spring Court Drive	Boise	ID	83712
Ron Ayanzen	2.35000	0.19583%	8100 E Camelback Rd, Suite 137	Scottsdale	AZ	85251
Ronald Barney, IRA	1.00000	0.08333%	2431 E Desert Lane	Gilbert	AZ	85234
Ronald E Ostblom & Ellen L Boyer Family Trust	1.00000	0.08333%	3370 Pheasant Canyon Canyon Way	Laughlin	NV	89029
Ronald K. Thompson, SEP IRA	1.00000	0.08333%	4323 N El Sereno Circle	Mesa	AZ	85207
Ross A. McArthur	4.00000	0.33333%	8607 N Caballo Circle	Paradise Valley	AZ	85253
Sally A. Ellis	0.61538	0.05128%	P.O. Box 829	Monterongo Vallet	CA	92256
Scott Pratt	0.50000	0.04167%	89 West 520 South	Tooele	UT	84074
Selvoy M. Fillerup, IRA	1.00000	0.08333%	2980 E Millbrac	Gilbert	AZ	85234

Shawn C. Plowman, IRA	1.26000	0.10500%	3029 S Colonial Street	Gilbert	AZ	85295
Spencer & Wendy Greene	1.27000	0.10583%	2841 E Linda Court	Gilbert	AZ	85234
Steve N. & Cheri M. Schmidt	1.00000	0.08333%	25 Lillian Lane	Doniphan	NE	68832
TD Ameritrade Clearing FBO: AG Express Elctrnics Inc. Safe Hbr 401K	0.92308	0.07692%	25 Lillian Lane	Doniphan	NE	68832
TD Ameritrade Clearing Inc. Custodian FBO: Dean VerMum IRA Acc	0.76923	0.06410%	208 Ford Rd.	Emmetsburg	IA	50536
TD Ameritrade Clearing Inc. Custodian FBO: DeWaay & Associates	1.17595	0.09800%	4704 Brookview Dr.	West Des Moines	IA	50265
TD Ameritrade Clearing Inc. Custodian FBO: Henry Winter, SEP IRA	0.76923	0.06410%	11882 Simon Ranch Road	Santa Ana	Ca	92705
TD Ameritrade Clearing Inc. Custodian FBO: Rex Jones, SEP IRA Ac	0.76923	0.06410%	PO Box 800	Spencer	IA	51301
TD Ameritrade Clearing Inc. Custodian FBO: Terry Sharp IRA Acct#	1.32308	0.11026%	11604 84th Lane	Indianola	IA	50125
TD Ameritrade Clearing Inc. FBO: Daniel L. Hensley CRNA 401K Pla	0.76923	0.06410%	PO Box 767	Buffalo	MN	55313
TD Ameritrade Clearing Inc. FBO: Des Moines Eye Surgeons 401(k) I	1.00000	0.08333%	2830 Belfry Drive	Waukeee	IA	50263
TD Ameritrade Clearing Inc. FBO: Jennifer White, IRA Acct # 954910	0.76923	0.06410%	725 11th Street SE	Altoona	IA	50009
TD Ameritrade FBO: Blake Hanke IRA Acct# 954913235	0.83077	0.06923%	15061 Holcomb Ave	Clive	IA	50325
TD Ameritrade FBO: Bradley Hammer Des Moines Eye Surgeons 40	0.76923	0.06410%	880 Polk Blvd.	Des Moines	IA	50312
TD Ameritrade FBO: C Wenfer Group Inc 401K PSP UA 01/01/02 S W	0.76923	0.06410%	710 NW Boulder Point Circle	Ankeny	IA	50021
TD Ameritrade FBO: Dale W. Gordon IRA Acct# 913-954780	0.76923	0.06410%	14107 Wilden Dr.	Urbandale	IA	50323
TD Ameritrade FBO: Darrell D Vore IRA	0.85470	0.07122%	8005 Tiburon Place	Johnston	IA	50131
TD Ameritrade FBO: Dennis & Cecille G Thompson Revocable Trust	0.92308	0.07692%	7503 Wildflower Ct	Johnston	IA	50131
TD Ameritrade FBO: Integrated Medpysch Resources PC DBP FBO \	0.76923	0.06410%	4882 Autumn Dr NE	Cedar Rapids	IA	52411
TD Ameritrade FBO: Janice M Richards IRA Acct# 954910235	0.76923	0.06410%	2621 Francis Sites	Spirit Lake	IA	51360
TD Ameritrade FBO: Marv & Cecilia Gerstandt - JT Acct#954-005716	0.76923	0.06410%	5017 Starling Ave.	Paullina	IA	51046
TD Ameritrade FBO: Randolph R. Rough IRA Acct#913-915865	1.53846	0.12820%	1400 Casady Drive	Des Moines	IA	50315
TD Ameritrade FBO: Richard Johnson IRA	0.76923	0.06410%	3315 Ridgetop Rd	Ames	IA	50014
TD Ameritrade FBO: Russell Consulting Inc 401(k) Profit Sharing Pl	0.76923	0.06410%	5243 Panorama Terrace	Panora	IA	50216
TD Ameritrade FBO: Stephen Richards IRA Acct# 954900418	1.07692	0.08974%	2621 Francis Sites	Spirit Lake	IA	51360
TD Ameritrade FBO: Wayne L Herman Roth IRA Acct#913974860	1.23077	0.10256%	23796 Timber Ave	Glidden	IA	51443
Terry J. and Sallye A. Zazzi Living Trust	0.50000	0.04167%	5211 Southland Park Drive	Sacramento	CA	95822
The Cordner Family Trust	1.23000	0.10250%	477 E Elgin Street	Gilbert	AZ	85296
The D & D Nelson Trust	41.82000	3.48500%	2045 Cosmina	Lake Havasu City	AZ	86403
The Deirdre L. Hurd Revocable Trust dtd 5/14/2008	2.56410	0.21367%	27478 Osceola Rd	Abingdon	VA	24211
The Jon D. and Ricki-Lee Haling Living Trust dtd 6/18/2008	1.53846	0.12820%	2730 Via Palma	Lake Havasu City	AZ	86406
The Linda L. Pearson Living Trust	1.21000	0.10083%	6540 E. Redmont, #21	Mesa	AZ	85215
The Nystrom Family Trust dtd 12/3/2010, Karl Nystrom & Joan Nystr	1.07692	0.08974%	8705 Moonlight Bay Drive	Bailey Harbor	WI	54202
The Randall D Stoecker Trust	3.00342	0.25029%	5201 Newstead Manor Lane	Raleigh	NC	27606
Theron Tilgner	1.00000	0.08333%	2561 Via Palms	Lake Havasu City	AZ	86406
Thomas & Reba Barrett	0.76923	0.06410%	PO Box 1905	Blowing Rock	NC	28605
Thomas A. & Lisa L. Kirke	1.76923	0.14744%	1501 Tulip Tree Lane	West Des Moines	IA	50266
Thomas E. Wilson, IRA	1.00000	0.08333%	461 E Vermont Drive	Gilbert	AZ	85295
Thomas G & Suzette B Russell	3.007692	0.25641%	233 Country Club Blvd	Portland	TX	78374
TMA Radiology, Inc.	4.00000	0.33333%	6307 E Cactus Wren Rd	Paradise Valley	AZ	85253
Todd S & Lisa K Lundgren	1.00000	0.08333%	1907 10th Street	Emmetsburg	IA	50536
Travis Carter	0.50000	0.04167%	3710 S Coach House Dr	Gilbert	AZ	85297
Walter L. Mendenhall III Revocable Trust	2.53846	0.21154%	4307 Lake Shore Drive	Okoboji	IA	51355
Wheeler Family Revocable Trust	0.50000	0.04167%	7902 Lakeshore Drive	Granite Bay	CA	95746
William Binder	4.96000	0.41333%	2421 Lema Drive	Lake Havasu City	AZ	86406
Z Southwest Enterprises, LLC	50.97115	4.24760%	3806 N North Dakota Ave	Florence	AZ	85132
Ziad El-Ghoul	2.00000	0.16667%	2595 S Sean Drive	Chandler	AZ	85286
<hr/>						
Total Units Issued	1,200.0	100.0%				

United States Bankruptcy Court
District of Arizona

IN RE:

Case No. 4:12-bk-08547 JMM

Healthcare of Florence, LLC

Chapter 11

Debtor(s)

DECLARATION

I hereby certify, under penalty of perjury, that the Master Mailing List, consisting of 7 sheet(s), is complete, correct and consistent with the debtor(s)' schedules pursuant to Local Bankruptcy Rule 1007.

Date: April 30, 2012

Signature: /s/ Edward McEachern

Edward McEachern, Authorized Agent Of Debtor

Debtor

Date:

Signature:

Joint Debtor, if any