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A LIMITED LIABILITY LAW PARTNERSHIP

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Attorneys for Debtor  
IMUA BLUEHENS, LLC

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF HAWAII

In re  
IMUA BLUEHENS, LLC,  
Debtor.

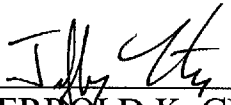
Case No. 11-01721  
(Chapter 11)  
  
(Non-Hearing Motion)  
  
Judge: Honorable Robert J. Faris

**DEBTOR'S SUBMISSION OF SCHEDULES AND  
STATEMENT OF FINANCIAL AFFAIRS**

Imua Bluehens, LLC, the Debtor herein, hereby submits the attached Schedules and Statement of Financial Affairs, pursuant to 11 U.S.C. §521(1), Rule 1007, F.R.Bk.P. and the June 28, 2011 Order Granting Motion to Extend Time to File Documents.

The undersigned has reviewed the Debtor's Schedules and Statement of Financial Affairs, but makes no representation that the entries contained in the Schedules and Statement of Financial Affairs are accurate or that the Schedules have been prepared in accordance with generally accepted accounting principles. The Schedules and Statement of Financial Affairs have been prepared with the records available to the Debtor at the time of preparation. The Debtor reserves the right to file amendments to the Schedules and Statement of Financial Affairs pursuant to Rule 1009, F.R.Bk.P.

DATED: Honolulu, Hawaii, July 15, 2011.

  
\_\_\_\_\_  
JERROLD K. GUBEN  
JEFFREY S. FLORES  
Attorneys for Debtor  
IMUA BLUEHENS, LLC

# United States Bankruptcy Court

## District of Hawaii

In re Imua Bluehens, LLC,  
Debtor

Case No. 11-01721

Chapter 11

### SUMMARY OF SCHEDULES

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

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$ 12,000,000.00		
B - Personal Property	Yes	2	\$ 169,600.28.		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	2		\$ 14,765,112.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1		\$ 10,797.29	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	6		\$ 1,432,551.07	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			\$
J - Current Expenditures of Individual Debtors(s)	No	0			\$
<b>TOTAL</b>		14	\$ 12,169,600.38	\$ 16,208,460.36	

In re Imua Bluehens, LLC  
DebtorCase No. 11-01721  
(If known)**SCHEDULE A - REAL PROPERTY**

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

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

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

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

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
Lanikea Plaza Shopping Center 94-1221 Ka Uka Boulevard Waipahu, HI 96797			\$ 12,000,000.00	\$ 10,250,000.00 2,250,000.00
Lanikea Plaza Shopping Center 94-1201 Ka Uka Boulevard Waipahu, HI 96797			\$	\$
			\$	\$
			\$	\$
			\$	\$
			\$	\$
			\$	\$
Total▶			\$ 12,000,000.00	

(Report also on Summary of Schedules.)

In re Imua Bluehens, LLC  
DebtorCase No. 11-01721  
(If known)**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	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.	X			
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home- stead associations, or credit unions, brokerage houses, or cooperatives.		First Hawaiian Bank Checking First Hawaiian Bank Depository Account		\$6,900.00 \$0
3. Security deposits with public utilities, telephone companies, landlords, and others.		Security Deposit (HECO)		\$5,152.00
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	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			

In re Imua Bluehens, LLC  
DebtorCase No. 11-01721  
(If known)**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, WITH- OUT 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.	X			
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.		Outstanding Tenant Rent		\$155,548.38
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A -- Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

In re Imua Bluehens, LLC

Debtor

Case No. 11-01721

(If known)

**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, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		Miscellaneous supplies on property		\$2,000.00
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.	X			
_____ continuation sheets attached Total▶				\$ 169,600.38

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

In re Imua Bluehens, LLC  
DebtorCase No. 11-01721

(If known)

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

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

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

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

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

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



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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	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. M309991310 LNR Partners, LLC GCCFC 2007-GG11 Ka Uka Boulevard, LLC 1601 Washington Avenue, Suite 700 Miami Beach, FL 33139			8/2/2001 1st Mortgage VALUE \$	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	\$10,250,000.00	
ACCOUNT NO. M309991310 LNR Partners, LLC GCCFC 2007-GG11 Ka Uka Boulevard, LLC 1601 Washington Avenue, Suite 700 Miami Beach, FL 33139			Late Fees (10/6/2010) VALUE \$	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	\$1,318,895.00	\$1,318,895.0
ACCOUNT NO. 30-9991311 Well Fargo (Greenwich Capital) D1086-120, 12th Floor 550 South Tryon Street Charlotte, NC 28202			8/2/2007 2nd Mortgage VALUE \$	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	\$2,250,000.00	
Subtotal ► (Total of this page)							\$ 13,818,895.00	\$ 1,318,895.00
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.)



In re Imua Bluehens, LLC,  
DebtorCase No. 11-01721  
(if known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	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. 30-9991311 Well Fargo (Greenwich Capital) D1086-120, 12th Floor 550 South Tryon Street Charlotte, NC 28202	<input type="checkbox"/>		Late fees 4/6/11 VALUE \$	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	\$558,650.00	\$558,650.00
ACCOUNT NO. W02363065-01 State of Hawaii Department of Taxation P.O. Box 259 Honolulu, HI 96809-0259	<input type="checkbox"/>		VALUE \$	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$93,567.00	
ACCOUNT NO. Hawaii National Bank 45 North King Street Honolulu, HI 96817	<input type="checkbox"/>		Mortgage (9/4/2009) VALUE \$	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	\$130,000.00	
ACCOUNT NO. CENTRAL PACIFIC BANK P.O. BOX 1120 HONOLULU, HI 96807-1120	<input type="checkbox"/>		Mortgage (7/1/2008) VALUE \$	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	\$164,000.00	
ACCOUNT NO.  VALUE \$	<input type="checkbox"/>			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		
Sheet no. <u>    </u> of <u>    </u> continuation sheets attached to Schedule of Creditors Holding Secured Claims Subtotal (s) ▶ (Total(s) of this page)  Total(s) ▶ (Use only on last page)							\$ 946,217.00	\$
							\$ 14,765,112.00	\$

(Report also on Summary of Schedules.)

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

In re Imua Bluehens, LLC  
DebtorCase No. 11-01721  
(if known)**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).

\* 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.

In re Imua Bluehens, LLC ,  
Debtor

Case No. 11-01721  
(if known)

☐ **Certain farmers and fishermen**

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

☐ **Deposits by individuals**

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

☒ **Taxes and Certain Other Debts Owed to Governmental Units**

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

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

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

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

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

*\* 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

In re Imua Bluehens, LLC,  
DebtorCase No. 11-01721  
(if known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. W02363065-01				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
Hawaii State Collectors P.O. Box 259 Honolulu, HI 96813							\$10,797.29	\$	\$	
Account No.				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
							\$	\$		
Account No.				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
							\$	\$		
Account No.				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
							\$	\$	\$	
Sheet no. ____ of ____ continuation sheets attached to Schedule of Creditors Holding Priority Claims							Subtotals▶ (Totals of this page)	\$ 10,797.29	\$	\$
Total▶ (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)							Total▶	\$ 10,797.29		
Totals▶ (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)							Totals▶		\$	\$

In re Imua Bluehens, LLC,  
DebtorCase No. 11-01721  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

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

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

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

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <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. Backdraft Fire Protection Attn: Mark Wong P.O. Box 700334 Kapolei, HI 96707	<input type="checkbox"/>		4/18/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 571.20
ACCOUNT NO. 1159911-1232066 Board of Water Supply Attn: Bill Payment 630 S. Beretania Street Honolulu, Hawaii 96813	<input type="checkbox"/>		5/11/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 7,233.86
ACCOUNT NO. 1159830-1232066 Board of Water Supply Attn: Bill Payment 630 S. Beretania Street Honolulu, Hawaii 96813	<input type="checkbox"/>		5/17/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 2,695.03
ACCOUNT NO. Chem System, Inc. Attn: Wayne Ono P.O. Box 17716 Honolulu, Hawaii 96817	<input type="checkbox"/>		5/01/2011 & 6/1/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 657.60
Subtotal▶							\$ 11,157.69
Total▶ (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)							\$

5 continuation sheets attached

In re Imua Bluehens, LLC,  
DebtorCase No. 11-01721  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. ID2008-456929 CB Richard Ellis Attn: Account Receivable 1003 Bishop Street, #1800 Honolulu, HI 96813	<input type="checkbox"/>		1/19/2007	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 10,540.57
ACCOUNT NO. #671-3540 Hawaiian Telcom P.O. Box 30770 Honolulu, HI 96820	<input type="checkbox"/>		5/22/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 82.43
ACCOUNT NO. #671-3047 Hawaiian Telcom P.O. Box 30770 Honolulu, HI 96820	<input type="checkbox"/>		6/1/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 122.50
ACCOUNT NO. 2848 Hirai & Hirai Attn: Todd Hirai 220 South King Street, Suite 950 Honolulu, HI 96813	<input type="checkbox"/>		3/28/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 13,777.26
ACCOUNT NO. Kenny and Wendy Tenn 1286 Akele St. Kailua, HI 96734	<input type="checkbox"/>		Unrecorded Mortgage dated 5/25/2010	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 105,000.00
Sheet no. <u>1</u> of <u>5</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal▶ \$ 129,522.76
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)							Total▶ \$

In re Imua Bluehens, LLC.  
Debtor

Case No. 11-01721  
(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. Jade Properties Attn: Darrell Mattos 1111 Bishop St., #3511 Honolulu, HI 96813	<input type="checkbox"/>		9/30/2006	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 14,797.94
ACCOUNT NO. Lelehunekaia, LLC Attn: Chris Chang 2401 Maunalaha Rd. Honolulu, HI 96822	<input type="checkbox"/>		8/22/2008	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 19,944.86
ACCOUNT NO. Pi'ilani Group, LLC PO Box 11768 Honolulu, HI 96828	<input type="checkbox"/>		Management Fee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 106,284.88
ACCOUNT NO. Pi'ilani Group, LLC PO Box 11768 Honolulu, HI 96828	<input type="checkbox"/>		Landscape/Security	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 30,000.00
ACCOUNT NO. 	<input type="checkbox"/>			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$
Sheet no. <u>2</u> of <u>5</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal▶ \$171,027.68
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)							Total▶ \$

In re Imua Bluehens, LLC.  
DebtorCase No. 11-01721  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. Rolloffs Hawaii PO Box 30046 Honolulu, HI 96820	<input type="checkbox"/>		4/1/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 3,402.52
ACCOUNT NO. SKY USA dba Ninja Sushi Attn: Bo Saeng Youn 98-2078F Kaahumanu St. Pearl City, Hawaii 96782	<input type="checkbox"/>		1/01/2009	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 18,000.00
ACCOUNT NO. Cornerstone A/C, Inc. Attn: Glenn Ogasawara 1318-D Hart Street, #A7 Honolulu, HI 96817	<input type="checkbox"/>		6/13/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 467.02
ACCOUNT NO. Disposable Products, Inc. 94-1388 Moaniani St., #240 Waipahu, HI 96797	<input type="checkbox"/>		6/14/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 90.21
ACCOUNT NO.	<input type="checkbox"/>			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$
Sheet no. <u>3</u> of <u>5</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal▶ \$ 21,959.75
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)							Total▶ \$



In re Imua Bluehens, LLC.  
DebtorCase No. 11-01721  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. Ruben Inocencio 95-1060 Puneki Street Mililani, HI 96789	<input type="checkbox"/>		6/13/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 400.00
ACCOUNT NO. 0600-7594-001 Hawaiian Electric Co. PO Box 3978 Honolulu, HI 96812	<input type="checkbox"/>		5/6/2011 & 6/7/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 5,922.07
ACCOUNT NO. 0700-7218-004 Hawaiian Electric Co. PO Box 3978 Honolulu, HI 96812	<input type="checkbox"/>		5/6/2011 & 6/7/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 618.28
ACCOUNT NO. 0600-6632-001 Hawaiian Electric Co. PO Box 3978 Honolulu, HI 96812	<input type="checkbox"/>		5/6/2011 & 6/7/2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 379.70
ACCOUNT NO. Alan Yukitomo, CPA 761 Kapulena Lp. Honolulu, HI 96825	<input type="checkbox"/>			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 235.14
Sheet no. <u>4</u> of <u>5</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal▶ \$ 7,555.19
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)							Total▶ \$

In re Imua Bluehens, LLC.  
DebtorCase No. 11-01721  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	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. Kai, James K. 824 Kainui Place Kailua, HI 96734	<input type="checkbox"/>		7/30/07 unrecorded mortgage	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 296,500.00
ACCOUNT NO. Nakamoto, Sean PO Box 11768 Honolulu, HI 96828	<input type="checkbox"/>		11/7/07 unrecorded mortgage	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 160,000.00
ACCOUNT NO. Okamura, Brian & Deb 2100 Date Street, #2504 Honolulu, Hawaii 96826	<input type="checkbox"/>		7/31/07 unrecorded mortgage	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 328,900.00
ACCOUNT NO. Rachel Higashi c/o Carl Higashi 1026D Awapuni Street Honolulu, Hawaii 96825	<input type="checkbox"/>		7/30/07 unrecorded mortgage	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 253,080.00
ACCOUNT NO. Kendal Kauahi 47-478 Po'ohala Place Kaneohe, HI 96734	<input type="checkbox"/>			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$ 52,848.00
Sheet no. <u>5</u> of <u>5</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal▶ \$1,091,328.00
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)							Total▶ \$ 1,432,551.07

In re Imua Bluehens, LLC,  
DebtorCase No. 11-01721  
(if known)**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.
Pi'ilani Group, LLC PO Box 11768 Honolulu, HI 96828	Management of Property
Pi'ilani Group, LLC PO Box 11768 Honolulu, HI 96828	Maintenance and Security
Rolloffs Hawaii PO Box 30046 Honolulu, HI 96820	Monthly Refuse Pickup
Schindler Elevator PO Box 93050 Chicago, IL 60673-3050	Elevator maintenance contract
See Attachment 1 [List of Leases with Tenants]	

<b>Tenant Name</b>	<b>Lease Commence</b>	<b>Lease Expire</b>	<b>Leased Area</b>	<b>Street Address</b>	<b>City</b>	<b>State</b>	<b>Zip</b>
Starbucks	08/01/06	10/31/16	1,476	P.O. Box 34067	Seattle	WA	98124
Territorial Savings Bank	05/01/06	09/30/16	1,006	PO Box 1481	Honolulu	HI	96806
Taco Del Mar	08/17/06	03/31/12	1,020	94-1221 Ka Uka Blvd, #103	Waipahu	HI	96797
Panda Express(RC-11/1)	12/27/06	02/28/23	2,500	1683 Walnut Grove Ave.	Rosemead	CA	91770
Fantastic Sam's	11/01/06	04/30/17	1,000	91-1021 Kaihawanawana Street	Ewa Beach	HI	96706
Ninja Sushi (RC-11/1)	06/22/07	10/21/12	1,000	94-1221 Ka Uka Blvd, #107	Waipahu	HI	96797
The UPS Store	01/01/07	03/31/12	800	94-1221 Ka Uka Blvd, #108	Waipahu	HI	96797
Fatboy's	11/01/06	05/31/15	2,613	94-1221 Ka Uka Blvd, #110	Waipahu	HI	96797
Greg Hurtado, DDS	05/15/07	10/15/17	1,250	94-1221 Ka Uka Blvd, #201	Waipahu	HI	96797
Therapist Central (Rheasea Kaulia)	07/01/10	06/30/11	640	same as below			
Rheasea Kaulia dba Grace Works	09/15/08	03/31/11	110	94-1221 Ka Uka Blvd, #202	Waipahu	HI	96797
Vacant			500				
Help U Sell	09/01/10	08/31/11	1,000	94-1221 Ka Uka Blvd, #203	Waipahu	HI	96797
Pacific Maxillofacial	11/01/06	03/31/12	1,000	94-1221 Ka Uka Blvd, #204	Waipahu	HI	96797
Binh Thu Nguyen dba Perfection	11/01/06	02/28/12	800	94-1221 Ka Uka Blvd, #205	Waipahu	HI	96797
Goodyear	04/15/06	11/30/16	10,730	91-919 Fort Weaver Road # 110	Ewa Beach	HI	96706

Attachment 1

In re Imua Bluehens, LLC,  
DebtorCase No. 11-01721  
(if known)**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
James K. Kai 824 Kainui Place Kailua, HI 96734	LNR Partners, LLC & Greenwich Capital (Wells Fargo) GCCFC 2007-GG11 Ka Uka Boulevard, LLC 1601 Washington Avenue, Suite 700 Miami Beach, FL 33139

In re Imua Bluehens, LLC,  
DebtorCase No. 11-01721  
(if known)**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 PreparerSocial 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 this document.

Address

X \_\_\_\_\_  
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 provisions 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 A CORPORATION OR PARTNERSHIP**

I, the Member of Pitani Group (Debtor's Management Co.) [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the Imua Bluehens, 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 \_\_\_\_\_ 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 July 7, 2011

Signature: \_\_\_\_\_

Sean Nakamoto

[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 HAWAII

In re: Imua Bluehens, LLC,  
DebtorCase No. 11-01721  
(if known)

## STATEMENT OF FINANCIAL AFFAIRS

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

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

## DEFINITIONS

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

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

## 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.)

AMOUNT	SOURCE
\$327,823.00 1/1/2011 - 4/30/2011	Financial Statement
\$1,054,435.00 1/1/2010 - 12/31/2010	Tax Return
\$1,151,221.00 1/1/2009 - 12/21/2009	Tax Return

**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.)

AMOUNT

SOURCE

**3. Payments to creditors***Complete a. or b., as appropriate, and c.*None  
☒

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case 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.)

NAME AND ADDRESS OF CREDITOR

DATES OF  
PAYMENTSAMOUNT  
PAIDAMOUNT  
STILL OWINGNone  
☐

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

NAME AND ADDRESS OF CREDITOR

DATES OF  
PAYMENTS/  
TRANSFERSAMOUNT  
PAID OR  
VALUE OF  
TRANSFERSAMOUNT  
STILL  
OWING

See Attachment 1

\* 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.



**SOFA Question No. 3.b**

Board of Water Supply

630 S. Beretania St., Honolulu, HI 96813

13-Apr-11

4,843.46

13-Apr-11

185.45

1-Jun-11

4,843.46

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9,872.37

Hawaiian Electric

PO Box 3978, Honolulu, HI 96812

25-Apr-11

3,061.17

31-May-11

3,071.26

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6,132.43

O'Connor Playdon &amp; Guben

733 Bishop St., 24th Floor Makai Tower, Honolulu, HI 96813

7-Jun-11

30,010.00 r check fee

Rolloffs Hawaii

PO Box 30046, Honolulu, HI 96820

22-Mar-11

1,800.00

15-Apr-11

1,747.49

15-May-11

1,747.49

1-Jun-11

1,747.99

1-Jun-11

1,000.00

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8,042.97

Greenwich Capital via FHB via LNR

1601 Washington Ave.#700, Miami Beach, FL 33139

6-Apr-11

16,290.94

8-Apr-11

12,126.40

6-May-11

16,290.94

13-May-11

12,126.40

---

56,834.68

None

☐

c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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See Attachment 2

#### 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
GCCFC 2007-GG11 Ka Uka Boulevard vs. Imua Bluehens, LLC, et al., Civil No. 10-1-2007-09	Foreclosure	First Circuit, State of Hawaii	on-going

None

☒

b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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#### 5. Repossessions, foreclosures and returns

None

☒

List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

**Statement of Financial Affairs, Question #3C (insiders)**  
**List of all payments made from 6/18/2010 - 6/17/2011**

Creditor	Amount Pd during period	Balance due as of 6/17/01	Type of Creditor
Kimo Kai	16,240.00		Property Maintenance & Mgmt Reim
Pi'ilani Group	303,502.22	n/a	Loan repayments and reimbursements - no mgmt fees
Pi'ilani Group	1,300.00		Management fees - partial
Sean Nakamoto	27,149.02	0.00	Property Maintenance & Mgmt Reim
	348,191.24		

James Kimo Kai 824 Kainui St., Kailua, HI 96734

14-Jul-10	1,500.00
15-Sep-10	1,000.00
12-Oct-10	1,500.00
15-Nov-10	1,500.00
10-Dec-10	1,500.00
14-Jan-11	1,500.00
14-Feb-11	1,500.00
11-Mar-11	1,500.00
12-Apr-11	1,500.00
10-May-11	1,500.00
12-May-11	150.00
17-May-11	40.00
2-Jun-11	50.00
9-Jun-11	1,500.00
	<u>16,240.00</u>

Pi'ilani Group PO Box 11690, Honolulu, HI 96828

1-Jul-10	15,010.00
1-Jul-10	2,500.00
2-Jul-10	4,673.42
7-Jul-10	7,020.00
14-Jul-10	1,000.00
3-Aug-10	10,010.00
5-Aug-10	9,510.00
11-Aug-10	9,010.00
1-Sep-10	12,010.00
2-Sep-10	8,010.00
3-Sep-10	2,000.00
20-Sep-10	500.00
1-Oct-10	2,100.00
1-Oct-10	9,000.00
4-Oct-10	2,000.00
5-Oct-10	4,998.78
5-Oct-10	5,988.04
5-Oct-10	4,000.00
6-Oct-10	700.00
20-Oct-10	2,100.00
29-Oct-10	2,000.00
1-Nov-10	9,800.00
4-Nov-10	3,000.00
5-Nov-10	3,000.00
12-Nov-10	1,500.00
20-Nov-10	100.00
26-Nov-10	1,200.00
30-Nov-10	4,100.00
1-Dec-10	5,500.00
1-Dec-10	2,200.00
8-Dec-10	2,000.00

**Statement of Financial Affairs, Question #3C (insiders)**

**List of all payments made from 6/18/2010 - 6/17/2011**

15-Dec-10	1,000.00
21-Dec-10	2,000.00
28-Dec-10	3,300.00
3-Jan-11	7,400.00
4-Jan-11	9,010.00
5-Jan-11	4,000.00
19-Jan-11	2,000.00
1-Feb-11	6,200.00
2-Feb-11	1,000.00
4-Feb-11	8,000.00
9-Feb-11	2,000.00
15-Feb-11	4,000.00
28-Feb-11	2,500.00
2-Mar-11	1,500.00
3-Mar-11	6,000.00
7-Mar-11	10,200.00
23-Mar-11	1,500.00
30-Mar-11	9,500.00
31-Mar-11	1,200.00
31-Mar-11	4,400.00
6-Apr-11	9,500.00
7-Apr-11	3,900.00
12-Apr-11	500.00
13-Apr-11	2,500.00
26-Apr-11	2,600.00
29-Apr-11	5,500.00
2-May-11	6,000.00
9-May-11	2,000.00
9-May-11	5,800.00
20-May-11	2,100.00
26-May-11	2,500.00
1-Jun-11	5,200.00
3-Jun-11	10,000.00
15-Jun-11	<u>12,152.00</u>
	303,502.22

Sean Nakamoto

PO Box 11768, Honolulu, HI 96828

14-Jul-10	2,000.00
26-Jul-10	500.00
30-Jul-10	1,000.00
1-Sep-10	500.00
15-Sep-10	500.00
1-Oct-10	500.00
12-Oct-10	2,000.00
14-Oct-10	419.75
15-Nov-10	2,000.00
1-Dec-10	1,000.00
10-Dec-10	1,500.00
21-Dec-10	1,000.00
3-Jan-11	500.00
14-Jan-11	1,500.00
4-Feb-11	2,000.00
3-Mar-11	1,500.00
11-Mar-11	1,000.00
23-Mar-11	500.00
30-Mar-11	1,000.00
12-Apr-11	2,000.00
6-May-11	2,000.00
12-May-11	230.27
9-Jun-11	<u>2,000.00</u>
	27,149.02

**6. Assignments and receiverships**None  
☒

a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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None  
☒

b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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**7. Gifts**None  
☒

List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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**8. Losses**None  
☒

List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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**9. Payments related to debt counseling or bankruptcy**None  
☐

List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
O'Connor Playdon & Guben LLP 733 Bishop Street, Suite 2400 Honolulu, HI 96813	June 7, 2011	\$30,000.00

**10. Other transfers**None  
☒

a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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None  
☒

b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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**11. Closed financial accounts**None  
☒

List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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**12. Safe deposit boxes**None  
☒

List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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**13. Setoffs**None  
☒

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

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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**14. Property held for another person**None  
☒

List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**None  
☒

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

ADDRESS	NAME USED	DATES OF OCCUPANCY
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**16. Spouses and Former Spouses**

None  
☒

If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight** years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

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

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

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

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

None  
☒

a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None  
☒

b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None  
☒

c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

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

None  
☒

a. *If the debtor is an individual*, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing



executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

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

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

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None  
☒

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

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

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

#### 19. Books, records and financial statements

None  
☐

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

NAME AND ADDRESS	DATES SERVICES RENDERED
Alan Yukimoto, CPA, 671 Kapulena Loop, Hon., HI 96825	3/2007 till present

None  
☒

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

NAME	ADDRESS	DATES SERVICES RENDERED
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None  
☐

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

NAME

ADDRESS

Pi'ilani Group LLC - March 2007 till present

PO Box 11768, Honolulu, HI 968

None  
☒

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

NAME AND ADDRESS

DATE ISSUED

## 20. Inventories

None  
☒

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

DATE OF INVENTORY

INVENTORY SUPERVISOR

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

None  
☒

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

DATE OF INVENTORY

NAME AND ADDRESSES  
OF CUSTODIAN  
OF INVENTORY RECORDS

## 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

None  
☐

b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS

TITLE

NATURE AND PERCENTAGE  
OF STOCK OWNERSHIP

Imua Bluehens II, LLC  
PO Box 11690  
Honolulu, HI 96828

Managing Member

100%

**22 . Former partners, officers, directors and shareholders**None  
☒

a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None  
☒

b. If the debtor is a corporation, list all officers or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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**23 . Withdrawals from a partnership or distributions by a corporation**None  
☒

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

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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**24. Tax Consolidation Group.**None  
☒

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

NAME OF PARENT CORPORATION	TAXPAYER-IDENTIFICATION NUMBER (EIN)
----------------------------	--------------------------------------

**25. Pension Funds.**None  
☐

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

NAME OF PENSION FUND	TAXPAYER-IDENTIFICATION NUMBER (EIN)
----------------------	--------------------------------------

\* \* \* \* \*

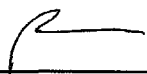
*[If completed by an individual or individual and spouse]*

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.

Date	_____	Signature of Debtor	_____
Date	_____	Signature of Joint Debtor (if any)	_____

*[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	<u>July 7, 2011</u>	Signature	
		Print Name and Title	Sean Nakamoto Member of Pi'ilani Group LLC Debtor's Management Company

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

\_\_\_\_ continuation sheets 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*

**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 this 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 provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 18 U.S.C. § 156.*