

**UNITED STATES BANKRUPTCY COURT  
 CENTRAL DISTRICT OF CALIFORNIA**

In re *Lakeland Development Company,*

Case No. *2:12-bk-25842 RN*  
 Chapter *11*

\_\_\_\_\_ / Debtor

**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 must also 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	<i>Yes</i>	<i>1</i>	\$ <i>38,000,000.00</i>		
B-Personal Property	<i>Yes</i>	<i>4</i>	\$ <i>10,333,485.89</i>		
C-Property Claimed as Exempt	<i>No</i>	<i>0</i>			
D-Creditors Holding Secured Claims	<i>Yes</i>	<i>2</i>		\$ <i>8,992,166.55</i>	
E-Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<i>Yes</i>	<i>2</i>		\$ <i>2,400.00</i>	
F-Creditors Holding Unsecured Nonpriority Claims	<i>Yes</i>	<i>16</i>		\$ <i>1,641,167.01</i>	
G-Executory Contracts and Unexpired Leases	<i>Yes</i>	<i>2</i>			
H-Codebtors	<i>Yes</i>	<i>1</i>			
I-Current Income of Individual Debtor(s)	<i>No</i>	<i>0</i>			\$ <i>0.00</i>
J-Current Expenditures of Individual Debtor(s)	<i>No</i>	<i>0</i>			\$ <i>0.00</i>
<b>TOTAL</b>		<i>28</i>	\$ <i>48,333,485.89</i>	\$ <i>10,635,733.56</i>	

## UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA

In re *Lakeland Development Company,*

Case No. *2:12-bk-25842 RN*  
Chapter *11*

\_\_\_\_\_/ Debtor

### STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11, or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	\$
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	\$
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	\$
Student Loan Obligations (from Schedule F)	\$
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	\$
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	\$
<b>TOTAL</b>	\$

State the following:

Average Income (from Schedule I, Line 16)	\$
Average Expenses (from Schedule J, Line 18)	\$
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	\$

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		\$
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column	\$	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		\$
4. Total from Schedule F		\$
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		\$

In re Lakeland Development Company,  
Debtor(s)

Case No. 2:12-bk-25842 RN  
(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 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--H Wife--W Joint--J Community--C	Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption	Amount of Secured Claim
38 acre parcels at 12345 Lakeland Avenue	Fee Simple		\$ 28,000,000.00	\$ 8,698,241.55
17 acre parcels at 12345 Lakeland Avenue, Santa Fe Springs	Fee Simple		\$ 10,000,000.00	\$ 0.00
<b>TOTAL \$</b>			<b>38,000,000.00</b>	

No continuation sheets attached

(Report also on Summary of Schedules.)

In re Lakeland Development Company,  
 Debtor(s)

Case No. 2:12-bk-25842 RN  
 (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	None	Description and Location of Property	Husband--H Wife--W Joint--J Community--C	Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption
1. Cash on hand.		<i>Petty Cash</i> <i>Location: In debtor's possession</i>		\$ 5,251.89
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.		<i>General Account at Citi Bank</i> <i>Location: In debtor's possession</i>		\$ 10,209.00
		<i>Payroll Account at Bank of America</i> <i>Location: In debtor's possession</i>		\$ 5,937.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interest 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 Lakeland Development Company,  
 Debtor(s)

Case No. 2:12-bk-25842 RN  
 (if known)

**SCHEDULE B-PERSONAL PROPERTY**

(Continuation Sheet)

Type of Property	N o n e	Description and Location of Property	Husband--H Wife--W Joint--J Community--C 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.	X		
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
16. Accounts Receivable.		Accounts Receivable re: Waste Water Processing Plant Location: In debtor's possession	\$ 420,200.00
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.		Attorney's fee order v REP-LA1, LLC & Renewable Energy Product LLC  Location: In debtor's possession  Management fees due from REP Location: In debtor's possession	\$ 66,300.00   \$ 1,775,000.00
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule of Real Property.	X		
20. Contingent and non-contingent 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.		Claim v REP (disputed) \$1,117,000 Location: In debtor's possession	Unknown
22. Patents, copyrights, and other intellectual property. Give particulars.	X		
23. Licenses, franchises, and other general intangibles. Give particulars.		Emission Credit Location: In debtor's possession  Sanitation District Permit	\$ 3,000.00  \$ 6,658,000.00



In re Lakeland Development Company,  
Debtor(s)

Case No. 2:12-bk-25842 RN  
(if known)

### SCHEDULE B-PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N o n e	Description and Location of Property		Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption
			Husband--H Wife--W Joint--J Community--C	
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			

**Total** ➔ \$ 10,333,485.89

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

## VEHICLE AND EQUIPMENT LIST

YEAR	LICENSE PLATE #	VEHICLE ID NUMBER	VEHICLE / EQUIP MAKE	VEHICLE / EQUIP DESCRIPTION	EST CURRENT VALUE
	N/A	9057613	CASE 580D	YELLOW BACKHOE	2,500.00
1995	5B21224	1GCGC29K5SE135874	CHEVROLET C2500	BLUE LONG BED PICKUP TRUCK	500.00
1997	7E03743	2GCEC19W41104786	CHEVROLET	WHITE SILVERADO TRUCK	1,500.00
	N/A		CLUB CAR	BLUE GOLF CART	500.00
	N/A		CLUB CAR	GOLF CART WITH DUMP BED	500.00
	N/A	ENGINE# 358TH20043274 SERIAL# 34463	DRESSER 515B	YELLOW FRONT END LOADER	2,500.00
	N/A		EAGLE PRITCHER RC60	YELLOW FORKLIFT	20,000.00
	1P90091	C61EVW50449	FORD	RED / BLUE VACUUM TRUCK	7,500.00
1994	4X08651	1FTEF15N3RLAO5218	FORD F150	OLD TRUCK	500.00
2002	57964F1	1FTRF72X2NB77146	FORD F150	RED TRUCK	5,000.00
1990	4C61382	1FTHF25H2LPA86290	FORD F250	WHITE UTILITY TRUCK (LARGE)	500.00
1990	4B67413	1FDNF70K8LVA01379	FORD F700	WHITE STAKEBED TRUCK	12,000.00
2005	7R64843	1GTEC14V65Z122356	GMC SIERRA	NEW TRUCK	10,000.00
	N/A		HYUNDIA	WHITE GOLF CART	500.00
	N/A		INGERSOL	YELLOW AIR COMPRESSOR	1,000.00
1995	7D06631	1M1AA13Y1SW054335	MACK	GREEN VACUUM TRUCK	20,000.00
2004	5UJL505	5TDZA22C24S168796	TOYOTA	SIENNA VAN	12,000.00
	N/A			UTILITY TRAILER	250.00
<b>TOTAL</b>					<b>\$ 92,250.00</b>



# FURNITURE INVENTORY

FURNITURE TYPE	ADMIN BLDG / GATE #4	MAINT BLDG / SHOPS	BLUE ROOM	CARPENTER SHOP	TOTAL AMOUNT
A/C UNIT PORTABLE	0	3	0	0	3
BOOKCASE LARGE	21	26	2	3	52
BOOKCASE SMALL	6	25	0	2	33
CABINET FILE FIRE PROOF	78	3	0	0	81
CABINET FILE LARGE	47	80	0	14	141
CABINET FILE SMALL	9	25	2	1	37
CABINET STORAGE LARGE	5	17	0	5	27
CABINET STORAGE SMALL	4	19	0	3	26
CARDENZA	9	9	0	0	18
CHAIR	50	112	2	26	190
COMPUTER WITH COMPONETS	9	12	0	0	21
COPIER	4	15	0	0	19
COUCH	4	0	0	0	4
DESK	20	29	5	7	61
LOCKER	71	9	17	25	122
MICROWAVE	2	7	0	0	9
PRINTER	6	20	0	0	26
REFRIGERATOR LARGE	1	4	0	0	5
REFRIGERATOR SMALL	3	5	0	0	8
SAFE	3	1	0	0	4
SHREDDER MACHINES	2	0	0	0	2
TABLE CONFERENCE LARGE	1	1	0	0	2
TABLE CONFERENCE SMALL	1	2	0	0	3
TABLE DRAFTING	0	6	0	0	6
TABLE LARGE	8	7	4	1	20
TABLE SMALL	13	24	0	3	40
TROPHY CASE GLASS	1	0	0	0	1
TYPEWRITER	10	3	0	0	13
WATER DISPENSOR	2	2	1	0	5

**SUPPLIES LIST**

<b>DESCRIPTION</b>	<b>QUANTITY</b>	<b>U/M</b>	<b>EST CURRENT VALUE</b>
BAILING WIRE	6	RLS	18.00
CLAMPS MISC	1	LOT	100.00
CLAMPS REPAIR	19	EA	300.00
COMPRESSOR PARTS	1	LOT	75.00
CONSUMABLES (water,paper,etc)	1	LOT	250.00
COOPER TUBING	1	LOT	250.00
CUTTING WHEELS	1	LOT	100.00
DIES	1	LOT	100.00
FITTINGS CAMLOCK	45	EA	225.00
FITTINGS CHICAGO	23	EA	75.00
FITTINGS FIRE HOSE	1	LOT	750.00
FITTINGS PIPE	1	LOT	1,500.00
FITTINGS SWAGELOK	1	LOT	250.00
FITTINGS WELD	1	LOT	250.00
FLANGES	81	EA	400.00
GASKETS PAPER	1	LOT	100.00
GASKETS RUBBER	1	LOT	100.00
HOSES	1	LOT	200.00
OIL ABSORBANT	4	EA	10.00
OILS (motor,wd 40,atf,etc)	1	LOT	10.00
PLATE BLINDS	19	EA	100.00
PLUGS DRUM	1	LOT	15.00
PLUGS EXCHANGER	1	LOT	100.00
PLUGS PIPE	1	LOT	150.00
PUMP PARTS SEALS	19	EA	250.00
PUMP PARTS WILDEN	1	LOT	4,000.00
STRAINERS "Y"	5	EA	100.00
STRAINERS BASKET	5	EA	50.00

**SUPPLIES LIST**

<b>DESCRIPTION</b>	<b>QUANTITY</b>	<b>U/M</b>	<b>EST CURRENT VALUE</b>
SUPPLIES ELECTRICAL	1	LOT	100.00
SUPPLIES INSTRUMENT	1	LOT	200.00
SUPPLIES LAB	1	LOT	100.00
SUPPLIES SAFETY	1	LOT	250.00
TAGS,LABELS AND SIGNS	1	LOT	75.00
TAPE PIPE	5	RLS	50.00
TOOLS	1	LOT	2,000.00
VALVES (check,ball,gate,relief)	1	LOT	250.00
WELD O LETS	16	EA	150.00

**\$13,003.00**

SCHEDULE B-29

CURRENT VALUE OF  
DEBTOR'S INTEREST  
IN PROPERTY, WITHOUT  
DEDUCTING ANY  
SECURED CLAIM  
OR EXEMPTION

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

DESCRIPTION AND LOCATION OF PROPERTY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
Surveyor's Transit, Lietz 550, sn 44640. Sato office	\$ 500
Surveyor's Tripod. Sato office	\$ 100
Surveyor's Rods, 3 each. Sato office	\$ 100
Distance Measuring Wheel. Sato office	\$ 25
Ridgid Wet/Dry 12 gallon Vacuum. Warehouse	\$ 50
Husky 1.8 hp Compressor. Warehouse	\$ 100
Schumacher 200 amp Battery Charger. Warehouse	\$ 100
Ohaus D10L-00 100-lb Electronic Scale. Warehouse	\$ 250
Chain Hoists, 4 each. Warehouse	\$ 200
Machinist's Clamps, 4 each. Warehouse	\$ 150

Flange Jacks, Williams No. 30, 6 each. Warehouse	\$	600
Handle Striking Wrenches, 1 1/2" - 3 1/8", 104 each. Warehouse	\$	4,000
Large Combination Wrenches, >2" size, 5 each. Warehouse	\$	150
Small Hand Tools, Various. Warehouse	\$	200
Pipe Vise, Ridgid BC-810. Warehouse	\$	100
Pipe Cutting and Threading Tools. Warehouse	\$	150
Pipe Wrenches. Warehouse	\$	100
Pipe Plugs, 12" - 20", 6 total. Warehouse	\$	150
Brady Labelizer Plus Pipe Label Printer. Warehouse	\$	200
RKI Eagle Combustible Gas/Oxygen Meter. Warehouse	\$	300
Air Hose, 3/4" x 50', 2 each. Warehouse	\$	100
Drum Truck. Warehouse	\$	100
Rolling Platform Ladders, 2 each. Warehouse	\$	300
10-ft Fiberglass Ladder. Warehouse	\$	50
Pallet Trucks, 2 each. Warehouse	\$	300
Howe-Richardson No. 5401 2,000 lb Mobile Floor Scale. Warehouse	\$	100
Marsh Model R 1-inch Stencil Cutting Machine. Warehouse	\$	400
Bicycles, 2 each. Warehouse	\$	100
Pedestal Fan, 1/2 hp, 3 each. Warehouse	\$	150
Electric Panels; Transformer, Dry Type. Substation P	\$	500
Transformer, 500 kVA. Substation P	\$	5,000
Ruger 500 lb Capacity Portable Hydraulic Crane. Electric Shop	\$	200
Budgit 1-ton Trolley-Mounted Electric Hoist. Electric Shop	\$	1,500
Ridgid 141 Conduit/Pipe Threader. Electric Shop	\$	300
Starrett 925 Heavy Duty Vise. Electric Shop	\$	200
Steel Work Tables, 2 each. Electric Shop	\$	400
Ladders, 4, 6, and 10 foot. Electric Shop	\$	150
Ladders, 8 and 20 foot Extension Type. Electric Shop	\$	100
Ladder, 8 foot Fiberglass. Electric Shop	\$	60
Vinyl Hose, 4" x 50', 3 each. Electric Shop	\$	200
Parts Drawers with Miscellaneous Hardware, 27 each. Electric Shop	\$	1,500
Various Electrician's Tools and Test Equipment. Electric Shop	\$	1,000
Steel Roll-Off Bins, 20-yd Capacity, 5 each. East Side	\$	4,000
Coleman Powermate 5,000 W Generator with 2 Light Stands. East Side	\$	350

Wacker Neuson PT3 Portable Gasoline Powered Pump. East Side	\$	1,500
Wemco Model 44 Air Flotation Machine. East Side	\$	10,000
Rolling Platform Ladder. East Side	\$	150
Heavy Duty Crane-Lifted Basket. East Side	\$	500
Gasket Rack. East Side	\$	100
Motor, 150 hp, TECO, sn 340-2, with Sulzer-Bingham 730 gpm Pump. East Side	\$	2,000
Pump, Pacific Pumps 4,375 gpm, sn 236-01. East Side	\$	500
Transformer, 12 kV - 4,160 V, HO-A. East Side	\$	500
Shipping Container, 24', sn 1196. East Side	\$	500
Stud Bolts. Inside Container	\$	1,000
Pipe Fittings. Inside Container	\$	600
Gaskets. Inside Container	\$	200
Poly Tank, White, 8,000 Gallon Capacity. Outside R.O. Bldg.	\$	2,000
Poly Tank, Black, 6,000 Gallon Capacity. West of R.O. Bldg.	\$	500
Nalco FuelTech Urea Injection Systems, 2 each. West of R.O. Bldg.	\$	200
Motor, 125 hp, Toshiba, sn 1262. West of R.O. Bldg.	\$	500
24-foot Open Top Steel Bin. East of Main Substation	\$	500
Steel Roll-Off Bin, 20-yd Capacity. East of Main Substation	\$	1,000
Shipping Containers, 2 each, 20'. South of Main Substation	\$	3,000
Stud Bolts. Inside Container	\$	1,000
Pipe Fittings. Inside Container	\$	600
Gaskets. Inside Container	\$	100
Steel Work Table 4 x 8'. South of Main Substation	\$	400
Switchgear. Main Substation	\$	20,000
Pedestal Fans, 1/2 hp, 4 each. Covered Outdoor Bay	\$	200
Ingersoll-Rand Portable Diesel Air Compressor, sn U77253. Covered Outdoor Bay	\$	2,000
Portable Power Distribution Center, 75 kVA. Covered Outdoor Bay	\$	3,000
Portable Power Distribution Center, 50 kVA. Covered Outdoor Bay	\$	1,000
Dry Type Transformer, 30 kVA, sn 503-4. Covered Outdoor Bay	\$	400
Rolling Platform Ladder. Covered Outdoor Bay	\$	150
Steel Roll-Off Bin, 20-yd Capacity. East of Tank 96066	\$	500
Portable Steel Tanks, 150 gal Capacity, 4 each. North of Tank 96066	\$	500
Horizontal Steel Tank, Newhall, 6,000 gal Est. Capacity. North of Tank 96066	\$	1,500
Steel Drums, 55-gallon, 90 each. Drum Storage Area	\$	900

Poly Drums, 55-gallon, Approximately 100 each. South of Tank 96090	\$	1,000
Everfilt LH48 Screen Filter, sn 19333. Drum Storage Area	\$	2,000
Shipping Container, 20'. Drum Storage Area	\$	1,500
Aluminum Forklift Work Platform. Warehouse	\$	600
Height Gauge and Chart Recorder. Sewer Outfall	\$	500
pH Instrument and Chart Recorder. Wastewater Treating Area	\$	300
Vapor Control Vessel and Blower. Wastewater Solids Basin	\$	500
Pedestal Fan, 1/2 hp, 2 each. Wastewater Solids Basin	\$	100
Screw Conveyor, 10 ft, plus Motor. Wastewater Solids Basin	\$	1,000
Steel, Aluminum, and PVC Pipe and Conduit on Storage Racks, 2 ea. North of Pump Shop	\$	300
Transformer, 1,000 kVA. Substation N	\$	5,000
Switch, G&W. Substation N	\$	1,000
Induction Motor, Siemens-Allis, 2,000 hp, sn 946-01-1. Outside Carpenter Shop	\$	10,000
Steel Bar Stock on Storage Rack. Behind Pump Shop	\$	300
Pump, Univac HE GP200S, with 75 hp Motor. Next to Tank 65	\$	500
Motor, 50 hp, sn 372C. Next to Tank 65	\$	100
Motor, 100 hp, sn 19E75. Next to Tank 65	\$	250
High Pressure Washer, NLB mfg., with 50 hp Motor. Next to Tank 65	\$	400
Pump, Goulds, with 60 hp Motor. East Side of Tank 63	\$	500
Pump, Goulds, with 50 hp Motor. West Side of Tank 63	\$	300
Tank Mixer, Lightnin, with 10 hp Motor. Tank 37	\$	800
Motors, 50 hp, 40 hp, 40 hp, with two Pumps. Crude Manifold	\$	500
Pump, Aurora, 2,000 gpm, sn 5786, with 200 hp Motor, GE, sn 5055. Fire Water System	\$	2,500
Pump, Crane, 1,000 gpm, sn 6198, with 100 hp Motor, TECO, sn 116-5. Fire Water System	\$	1,500
Pump, Uni-Chem, 210 gpm, with 10 hp Motor, GE. Fire Water System	\$	200
Transformer, 1,500 kVA. Substation M	\$	7,500
Switch, S&C. Substation M	\$	2,000
Electric Equipment. Substation M	\$	1,000
Steel Roll-Off Bins, 20-yd Capacity, 3 each. West Side	\$	2,500
Electrical Switchrack J-E. West Side	\$	2,000
Rolling Platform Ladder. West Side	\$	100
Electric Equipment. Substation J	\$	2,000
Pedestal Fan, 1/2 hp. West Side	\$	50
Tank Mixer, Jensen, with 10 hp Motor. Tank 92	\$	500

Pump, Viking, with 25 hp Motor, sn 0855. Tank 91	\$	1,500
Pump, Viking, with 10 hp Motor, sn 7095. Tank 91	\$	500
Tank Mixer, Lightnin, with 10 hp Motor. Tank 91	\$	800
Tank Heater, Chromalox, 24 kW Electric, sn 4-026. Tank 46	\$	4,000
Pump, Viking, with 25 hp Motor, sn 8510. Tank 46	\$	1,500
Tank Mixer, Jensen, with 10 hp Motor. Tank 46	\$	500
Shipping Containers, 2 each, 20'. West of Biodiesel Unit	\$	2,000
Stud Bolts. Inside Container	\$	600
Pipe Fittings. Inside Container	\$	500
Pump, Pneumatic Portable Type, Wilden, M-8. East of Biodiesel Unit	\$	300
Tank, UL-Type, Horizontal, Electric Traced and Insulated, est. 6,000 gal. East of Biodiesel Unit	\$	5,000
Pump, Viking, with 3 hp Motor, sn 3095. Tank 15	\$	500
Tank Heater, Chromalox, 15 kW Electric, sn 4-028. Tank 15	\$	3,000
Motors, 7.5 hp, 3 each, with 2 Pumps. Tank 15	\$	200
Tank Mixer, Lightnin, with 10 hp Motor. Tank 15	\$	1,000
Tank Heater, Chromalox, 24 kW Electric. Tank 50	\$	4,000
Tank Mixer, Lightnin, with 5 hp Motor. Tank 50	\$	1,000
Pump, Coker, with 3 hp Motor, sn 2214. Tank 50	\$	500
Truck Scale, Axle Type, GSE 560 with Display and Printer. Front Office	\$	5,000
Telephone System, 2 each. Front Office	\$	2,000
Transformer, 1,000 kVA, 2 each. South of Warehouse	\$	10,000
Switch, G&S, 600A. South of Warehouse	\$	1,000
Electrical Switchrack R-2. South of Warehouse	\$	500
Ladder, 8 foot Fiberglass. Landscape Storage Area	\$	100
Pump, Worthington, with 7.5 hp Motor. Outside Pump Shop	\$	400
Pump, Submersible, Reliance, 15 hp, sn 736A. Outside Pump Shop	\$	500
Motor, 7.5 hp, Siemens, sn 107-4. Outside Pump Shop	\$	50
Pump, Worthington, D1012, 2 each. Outside Pump Shop	\$	400
Pump, Bredel, SP/65, sn 4167, with Brooks 10 hp Motor. Outside Pump Shop	\$	5,000
Pump, Bredel, SP/50, sn 5671, with SEW 5 hp Motor. Outside Pump Shop	\$	3,000
Pump, Hydromatic 60 MP. Outside Pump Shop	\$	200
Portable Diesel Tank, 300 gallon, with Electric Pump. Outside Pump Shop	\$	400
Chain Hoist Crane, Ingersoll-Rand, 1.5 ton. Outside Pump Shop	\$	300
Bead Blast Cabinet, Kelco. Outside Pump Shop	\$	400



Steel Work Table, 3 x 3 ft. Pump Shop	\$	300
Steel Work Table, 4 x 4 ft. Pump Shop	\$	400
Steel Work Table, 4 x 8 ft. Pump Shop	\$	600
Steel Work Table, 4 x 8 ft. Pump Shop	\$	400
Steel Work Table, 4 x 8 ft. Pump Shop	\$	300
Vise, Reed No. 20. Pump Shop	\$	100
Parts Drawers with Miscellaneous Hardware, 39 each. Pump Shop	\$	1,000
Steel Work Table, 3 x 3 ft. Pump Shop	\$	300
Lifting Straps, one lot. Pump Shop	\$	150
Grinder, Dayton, 1 hp, on Stand. Pump Shop	\$	100
Motor Stands, 3 ea. Pump Shop	\$	400
Safety Harnesses, 3 ea. Pump Shop	\$	150
Vise, Armstrong, Heavy Duty. Pump Shop	\$	200
Small Tools and Supplies, in Steel Cabinet, "B". Pump Shop	\$	200
Hydraulic Press, Jet, 15 ton. Pump Shop	\$	200
Tool Chest, Proto, 12-Drawer, with Various Tools. Pump Shop	\$	200
Steel Shelving and Mezzanine Unit. Pump Shop	\$	1,000
Pallet Truck, 2.5 ton. Pump Shop	\$	200
Bar Stock, Various. Pump Shop	\$	200
Work Site Storage Box, Knaack Jobmaster 42. Pump Shop	\$	100
Sockets, Assorted Large Sizes, 1 lot. Pump Shop	\$	500
Combination Wrenches, Assorted Large Sizes, 1 lot. Pump Shop	\$	1,000
Drill Press, Powermatic, 18" with Vise. Pump Shop	\$	200
Granite Surface Plates, 2 x 3', 2 each. Pump Shop	\$	500
Tool Chest, Machinists, Kennedy 8-Drawer with Small Tools. Pump Shop	\$	200
Tool Chest, Machinists, Kennedy 2-Drawer with Small Tools. Pump Shop	\$	100
Various Power Tools, in Cabinet, 1 lot. Pump Shop	\$	200
Steel Work Table 3 x 3'. Pump Shop	\$	250
Parker Yard Vac, sn 5099. Pump Shop	\$	300
Oxy-Acetylene Welding Cart. Pump Shop	\$	200
Tool Chest, Waterloo, 12-Drawer, with Various Tools. Pump Shop	\$	600
Tool Cabinet, Proto, 3-Drawer, with Various Tools. Pump Shop	\$	150
Electric Switch, G&W, 200 Amp. Outside Carpenter Shop	\$	500
Dry Type Transformer, 25 kVA. Outside Carpenter Shop	\$	200

Motor, 40 hp, Baldor, sn W273. Outside Carpenter Shop	\$	100
Miscellaneous Pumps, Motors, and Parts, Lot of 5 Pallets. Outside Carpenter Shop	\$	500
Wheeled Fire Extinguishers, 10 each. Weld Bay	\$	300
Fire Hoses, One Lot on Pallet. Covered Outdoor Bay	\$	200
Transformer, 2,400-480 V Dry Type, GE. Covered Outdoor Bay	\$	2,000
Hydrochloric Acid in 55-gallon Drums, 8 each. Weld Bay	\$	500
Miscellaneous Chemicals in 55-gallon Drums, 15 each. Weld Bay	\$	1,500
Drums, Overpack "Salvage" Type, 7 each. Weld Bay	\$	250
Jackhammer. Weld Bay	\$	100
Fume Hoods, 5 each. Lab	\$	1,000
Analytical Balance, Sartorius CP124S, sn 0745. Lab	\$	800
Balance Table. Lab	\$	150
Centrifuge, Walker Model 100, sn 2394. Lab	\$	500
Hydrometers, Approximately 80 each. Lab	\$	600
Flammable Storage Cabinets, 2 each. Lab	\$	150
Colorimeter, LaMotte Smart3, sn 243. Lab	\$	200
pH Meter, ATI, sn 620. Lab	\$	150
Centrifuge, Damon/IEC, sn 6272. Lab	\$	500
Laboratory Glassware, Various Types, 1 lot. Lab	\$	1,000
Miscellaneous Laboratory Equipment, 1 lot. Lab	\$	1,000
Dry Type Transformer, Acme, 30 kVA. Lab Electric Room	\$	400
Fire Hydrants, Approximately 25 each. Installed	\$	2,500
Tank 96037, 48' h x 120' d	\$	110,000
Tank 96090, 48' h x 120' d	\$	110,000
Tank 96066, 48' h x 120' d	\$	110,000
Tank 79022, 42' h x 117' d	\$	88,000
Tank 60059, 54' h x 95' d	\$	68,000
Tank 54039, 30' h x 114' d	\$	60,000
Tank 43009, 48' h x 77' d	\$	48,000
Tank 34008, 38' h x 77' d	\$	38,000
Tank 40063, 40' h x 85' d	\$	44,000
Tank 40064, 40' h x 85' d	\$	44,000
Tank 40065, 48' h x 78' d	\$	44,000
Tank 37025, 30' h x 94' d	\$	42,000

Tank 34055, 30' h x 90' d	\$	38,000
Tank 20091, 40' h x 60' d	\$	22,000
Tank 20092, 40' h x 60' d	\$	22,000
Tank 20057, 40' h x 60' d	\$	22,000
Tank 20058, 40' h x 60' d	\$	22,000
Tank 10050, 40' h x 42' d	\$	12,000
Tank 10004, 40' h x 42'6" d	\$	12,000
Tank 10045, 40' h x 42'6" d	\$	12,000
Tank 10046, 40' h x 42'6" d	\$	12,000
Tank 17001, 40' h x 55' d	\$	19,000
Tank 5015, 40' h x 30' d	\$	5,000
Tank 2030, 16' h x 30' d	\$	2,000
Tank 2047, 16' h x 30' d	\$	2,000
Tank 3012, 16' h x 30' d	\$	3,000
Tank, Caustic	\$	1,500
Tank, Poly, 6,000 gallon, with Stand. North of Biodiesel Unit	\$	5,000
Vessel 79084, 17' d x 40' l. Biodiesel Unit	\$	18,000
Subtotal	\$	1,249,335

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

In re Lakeland Development Company  
Debtor(s)

Case No. 2:12-bk-25842 RN  
(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

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>	Date Claim was Incurred, Nature of Lien, and Description and Market Value of Property Subject to Lien	Co-Debtor H--Husband W--Wife J--Joint C--Community	Contingent	Unliquidated	Disputed	Amount of Claim Without Deducting Value of Collateral	Unsecured Portion, If Any
Account No:  <b>Creditor # : 1</b> 12345 Lakeland, LLC 17901 Von Karmon Suite 950 Irvine CA 92614	12/09 <b>Deed of Trust</b> 38 acre parcels at 12345 Lakeland Avenue,  Value: \$ 28,000,000.00					\$ 3,300,000.00	\$ 0.00
Account No:  <b>Representing:</b> 12345 Lakeland, LLC	12345 Lakeland LLC National Registered Agents Inc 160 Greentree Drive, Ste 101 Dover DE 19904  Value:						
Account No:  <b>Creditor # : 2</b> Braverman & Co, P.C. 331 Madison Avenue New York NY 10017	4/2011 <b>Deed of Trust</b> 17 acre parcels at 12345 Lakeland Avenue, Santa Fe Springs, 38 acre parcels at  Value: \$ 38,000,000.00					\$ 107,984.55	\$ 0.00
<b>Subtotal \$</b> (Total of this page)						<b>\$ 3,407,984.55</b>	<b>\$ 0.00</b>
<b>Total \$</b> (Use only on last page)							

1 continuation sheets attached

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

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

In re Lakeland Development Company  
Debtor(s)

Case No. 2:12-bk-25842 RN  
(if known)

**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>	Date Claim was Incurred, Nature of Lien, and Description and Market Value of Property Subject to Lien	Co-Debtor H--Husband W--Wife J--Joint C--Community	Contingent	Unliquidated	Disputed	Amount of Claim Without Deducting Value of Collateral	Unsecured Portion, If Any	
Account No: <b>Creditor # : 3</b> Los Angeles County Tax Collect PO Box 54018 Los Angeles CA 90054	1995-2012  17 acre parcels and 38 acre parcels at 12345 Lakeland Avenue, Santa Fe Springs; the  Value: \$ 38,000,000.00					\$ 5,156,257.00	\$ 0.00	
Account No: <b>Creditor # : 4</b> Robertson Charitable Remainder c/o Louis Isakoff, Esq 977 Centerville Trpk, SHB 202 Los Angeles CA 90071	38 acre parcels at 12345 Lakeland Avenue  Value: \$ 28,000,000.00					\$ 134,000.00	\$ 0.00	
Account No: <b>Creditor # : 5</b> Sanitation District 1955 Workman Mill Road Whittier CA 90601-1400	    Value: \$ 0.00					\$ 269,425.00	\$ 269,425.00	
Account No: <b>Creditor # : 6</b> Seyfarth Shaw LLP Stacey N. Peak 333 S. Hope Street, Ste 3900 Los Angeles CA 90071	38 acre parcels at 12345 Lakeland Avenue; Counsel for 12345 Lakeland LLC  Value: \$ 28,000,000.00					\$ 0.00	\$ 0.00	
Account No: <b>Creditor # : 7</b> Wells Fargo Equipment Finance 300 Tri-State International Suite 400 Lincolnshire IL 60069	Forklift  Value: \$ 20,000.00					\$ 24,500.00	\$ 4,500.00	
Account No:    Value:								
Sheet no. <u>1</u> of <u>1</u> continuation sheets attached to Schedule of Creditors Holding Secured Claims						<b>Subtotal \$</b> (Total of this page)	\$ 5,584,182.00	\$ 273,925.00
						<b>Total \$</b> (Use only on last page)	\$ 8,992,166.55	\$ 273,925.00

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

	<u>Taxes</u>	<u>Penalties</u>	<u>Interest</u>	<u>Total</u>
8009-022-053	78,134.88	8,356.99	104,717.34	191,209.21
8009-022-054	358.85	17.94	-	376.80
8009-022-055	1,170,505.11	117,263.74	2,321,340.95	3,609,109.80
8009-022-056	305,621.70	31,014.52	416,889.01	753,525.22
8009-022-057	162,103.71	16,608.00	221,080.80	399,792.51
8009-022-058	82,186.96	8,761.96	111,295.30	202,244.22
<b>Secured Sub - total:</b>	<b>\$ 1,798,911.21</b>	<b>\$ 182,023.14</b>	<b>\$ 3,175,323.41</b>	<b>\$ 5,156,257.76</b>
<b>Unsecured*:</b>				
49912192 - 2004	\$ 136,997.99			\$ 136,997.99
49912191 - 2005	108,859.60			108,859.60
49912190 - 2006	74,578.60			74,578.60
49912189 - 2007	51,458.56			51,458.56
<b>Escaped Assessments:</b>	<b>\$ 371,894.75</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 371,894.75</b>
2008	\$ 2,273.54	\$ 227.35	\$ 1,432.33	\$ 3,933.22
2009	3,109.73	310.97	1,399.38	4,820.08
2010	3,150.27	315.03	850.57	4,315.87
2011	9,541.94	954.19	858.77	11,354.91
<b>Unsecured Sub - total:</b>	<b>\$ 18,075.48</b>	<b>\$ 1,807.55</b>	<b>\$ 4,541.06</b>	<b>\$ 24,424.08</b>
<b>Total:</b>	<b>\$ 2,188,881.44</b>	<b>\$ 183,830.69</b>	<b>\$ 3,179,864.46</b>	<b>\$ 5,552,576.59</b>

In re Lakeland Development Company, Debtor(s)

Case No. 2:12-bk-25842 RN (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 "Total" 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
[ ] Extensions of credit in an involuntary case
[ ] Wages, salaries, and commissions
[ ] Contributions to employee benefit plans
[ ] Certain farmers and fishermen
[ ] Deposits by individuals
[X] Taxes and Certain Other Debts Owed to Governmental Units
[ ] Commitments to Maintain the Capital of an Insured Depository Institution
[ ] Claims for Death or Personal Injury While Debtor Was Intoxicated

\* 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.

In re Lakeland Development Company,  
Debtor(s)

Case No. 2:12-bk-25842 RN  
(if known)

### SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

Type of Priority for Claims Listed on This Sheet: **Taxes and Certain Other Debts Owed to Governmental Units**

Creditor's Name, Mailing Address Including ZIP Code, and Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <b>Creditor # : 1</b> <b>Franchise Tax Board</b> <b>Attn: Bankruptcy</b> <b>PO Box 2952</b> <b>Sacramento CA 95812-2952</b>		<b>Form 100 taxes</b>				\$ 2,400.00	\$ 2,400.00	\$ 0.00
Account No:								
Account No:								
Account No:								
Account No:								
Account No:								
Account No:								
<b>Subtotal \$</b> (Total of this page)						2,400.00	2,400.00	0.00
<b>Total \$</b> (Use only on last page of the completed Schedule E. Report total also on Summary of Schedules)						2,400.00		
<b>Total \$</b> (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and							2,400.00	0.00

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



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

In re Lakeland Development Company, \_\_\_\_\_,

Case No. 2:12-bk-25842 RN

**Debtor(s)**

(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 total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedules. Report this total also on

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

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <b>Creditor # : 1</b> <i>Environmental Protection</i> 75 Hawthorne St San Francisco CA 94105		<i>Notice only</i> <i>Judgment on both parcels</i>				\$ 225,000.00
Account No: <b>Creditor # : 2</b> <i>AAVCO Electric</i> 13746 Crewe Street Whittier CA 90605		<i>Contracted Service</i>				\$ 3,649.38
Account No: <b>Creditor # : 3</b> <i>Aetna Health California</i> Po Box 894920 Los Angeles CA 90189-4920		<i>Medical Bills</i>				\$ 27,516.40
Account No: <b>Creditor # : 4</b> <i>American Express</i> PO Box 0001 Los Angeles CA 90096-0001		<i>Travel</i>				\$ 33,875.00
<b>Subtotal \$</b>						\$ 290,040.78
<b>Total \$</b>						

15 continuation sheets attached

(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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <b>Creditor # : 5</b> <b>American Speciality Health</b> <b>Dept. LA 23078</b> <b>Pasadena CA 91185-3078</b>		<b>Medical Bills</b>				\$ 118.90
Account No: <b>Creditor # : 6</b> <b>Arrowhead</b> <b>A Division of Nestle Waters</b> <b>Po Box 856158</b>	X	<b>General office</b>				\$ 63.47
Account No: <b>Creditor # : 7</b> <b>Bingham McCutchen LLP</b> <b>Po Box 3486</b> <b>Boston MA 02110</b>		<b>Legal services</b>				\$ 7,299.90
Account No: <b>Creditor # : 8</b> <b>Blank Rome LLP</b> <b>Lockbox #8586</b> <b>Po Box 8500</b>						\$ 14,963.09
Account No: <b>Creditor # : 9</b> <b>Brownstein Hyatt FarberSchreck</b> <b>Steven M. Sommers, Esq</b> <b>410 Seventeenth St, Ste 2200</b> <b>Denver CO 80202-4432</b>		<b>Legal services</b>				\$ 94,799.32
Account No: <b>Creditor # : 10</b> <b>C/o Energy Merchant Corp</b> <b>Vincent J. Papa, ESQ</b> <b>126 East 56th Street, 33 floor</b> <b>New York NY 10022</b>		<b>Notice only</b>				\$ 0.00

Sheet No. 1 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

**Subtotal \$** \$ 117,244.68

**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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: Creditor # : 11 CA Dept. of Health Services Po Box 997414 Sacramento CA 95899-7414		License/Permit				\$ 2,185.00
Account No: Creditor # : 12 South Cal.Operation C. Rudolph Dpt Toxic Control PO Box 806 Sacramento CA 95812-0806		Notice only				\$ 0.00
Account No: Creditor # : 13 Chemtek Environmental Lab Inc. 13554 Larwin Circle Santa Fe Springs CA 90670						\$ 2,550.00
Account No: Creditor # : 14 Chemtek Environmental Lab Inc. 13554 Larwin Circle Santa Fe Springs CA 90670		Lab Services				\$ 0.00
Account No: Creditor # : 15 City of SFS-Fier Department 11300 Greenstone Ave Santa Fe Springs CA 90670		License/Permit				\$ 22,888.00
Account No: Creditor # : 16 City of SFS-Legal(Planning) 11710 E. Telegraph Road Santa Fe Springs CA 90670		Legal/Interest Expense				\$ 311,183.58

Sheet No. 2 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ **\$ 338,806.58**

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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <b>Creditor # : 17</b> <b>City of SFS-License</b> <b>11710 E. Telegraph Road</b> <b>Santa Fe Springs CA 90670-3658</b>		<b>License/Permit</b>				\$ 0.00
Account No: <b>Creditor # : 18</b> <b>City of SFS-Planning &amp; Developmt</b> <b>11710 E. Telegraph Road</b> <b>Santa Fe Springs CA 90670</b>		<b>Legal services</b>				\$ 24,371.99
Account No: <b>Creditor # : 19</b> <b>Coastal Industrial Services</b> <b>2250 E. Dominguez Street</b> <b>Carson 90810-1008</b>		<b>Contracted Service</b>				\$ 21,249.09
Account No: <b>Creditor # : 20</b> <b>Coastal Industrial Services</b> <b>2250 E. Dominguez Street</b> <b>Carson CA 90810-1008</b>		<b>Contracted Service</b>				\$ 4,704.88
Account No: <b>Creditor # : 21</b> <b>Conn, Robert</b> <b>22503 Kent Avenue</b> <b>Torrance CA 90505</b>						\$ 14,942.00
Account No: <b>Creditor # : 22</b> <b>Consolidated Disposal Service</b> <b>Po Box 78829</b> <b>Phoenix AZ 85062-8010</b>		<b>Trash service</b>				\$ 1,100.17

Sheet No. 3 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

**Subtotal \$** \$ 66,368.13

**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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: Creditor # : 23 Continental Building Inc. 13316 Mapledale Street Norwalk CA 90650		Janitorial Service				\$ 4,200.00
Account No: Creditor # : 24 COSTCO/HSBS Business Solution Po Box 5219 Carol Stream IL 60197-5219		Office supplies				\$ 813.66
Account No: Creditor # : 25 County of Sanitation District 1955 Workman Mill Road Whittier CA		Permits				\$ 282,931.12
Account No: Creditor # : 26 CPS Environmental Group 5900 Cherry Avenue Long Beach CA 90805-4408		Contracted Service				\$ 8,185.40
Account No: Creditor # : 27 CT Corporation Po Box 449 Carol Stream IL 60197-4349		Professional Service				\$ 365.00
Account No: Creditor # : 28 Delaware Secretary of State Po Box 74072 Baltimore MD 21274-4072		Professional Service				\$ (59.00)

Sheet No. 4 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 296,436.18

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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <i>Creditor # : 29 Dept of Motor Vehicules Po Box 942894 Sacramento CA 94294-0300</i>		<i>Auto expenses</i>				\$ 0.00
Account No: <i>Creditor # : 30 Dept. of Industrial Relations Division of Labor Standards</i>		<i>Payroll Severance</i>				\$ 23,669.20
Account No: <i>Creditor # : 31 Dion &amp; Son, Inc. 1543 W.16th street Long Beach CA 90813</i>		<i>Auto expenses</i>				\$ 1,226.62
Account No: <i>Creditor # : 32 Environment&amp; Natural Resource PO Box 7611 Washington DC 20044-7611</i>		<i>Notice only EPA</i>				\$ 0.00
Account No: <i>Creditor # : 33 Federal Express Corporation Po Box 7221 Pasadena CA 91109-7321</i>		<i>General office</i>				\$ 147.40
Account No: <i>Creditor # : 34 Garcia Joseph J. Po Box 5311 Norco CA 92860</i>		<i>Contracted Service</i>				\$ 0.00

Sheet No. 5 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

**Subtotal \$** \$ 25,043.22

**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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <b>Creditor # : 35</b> <b>Glickfeld Field &amp; Jacobson LLP</b> <b>9401 Wilshire Blvd, Ste 525</b> <b>Beverly Hills CA 90212-4186</b>		<i>Legal services</i>				\$ 68,575.33
Account No: <b>Creditor # : 36</b> <b>Golden West Machine</b> <b>9930 Jordan Circle</b> <b>Santa Fe Springs CA 90670</b>		<i>Construction Service</i>				\$ 2,000.00
Account No: <b>Creditor # : 37</b> <b>Goldsmith Construction</b> <b>2683 Lime Avenue</b> <b>Los Alamitos CA 90720</b>		<i>Contracted Service</i>				\$ 11,864.50
Account No: <b>Creditor # : 38</b> <b>Greenline Products</b> <b>13249 E. Imperial Highway</b> <b>Whittier CA 90605</b>		<i>Office supplies</i>				\$ 0.00
Account No: <b>Creditor # : 39</b> <b>Home Depot Credit Services</b> <b>PO Box 6031</b> <b>The Lakes NV</b>		<i>Office supplies</i>				\$ 153.97
Account No: <b>Creditor # : 40</b> <b>Iron Montain</b> <b>Po Box 27128</b> <b>New York NY 10087-7128</b>		<i>File Storage</i>				\$ 16,323.38

Sheet No. 6 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

**Subtotal \$** \$ 98,917.18

**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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: Creditor # : 41 Isola Law Group, LLP 405 West Pine street Lodi CA 95240		Legal services				\$ 8,514.46
Account No: Creditor # : 42 Ken Spiker Jr/OC Office 605 Frankfort Ave Huntington Beach CA 92648		Professional Service				\$ 27,500.00
Account No: Creditor # : 43 Keystone Electric 1969 Freeman Ave Signal Hill CA 90755		Contracted Services				\$ 4,625.16
Account No: Creditor # : 44 Loeb & Loeb LLP Albert M. Cohen Esq 10100 Santa Monica Boulevard Los Angeles CA 90067		Notice only				\$ 0.00
Account No: Creditor # : 45 Loeb &Loeb, LLP 10100 Santa Monica Blvd Suite 2200 Los Angeles CA 90067-4164		Legal services				\$ 101,002.55
Account No: Creditor # : 46 M Industrial Mechanical, Inc Po Box 22624 Long Beach CA 90801		Equipment rental				\$ 2,150.00

Sheet No. 7 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ **\$ 143,792.17**

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



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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <b>Creditor # : 47</b> <b>Mechanical Seal Repair</b> <b>3188 Orange Avenue</b> <b>Signal Hill CA 90755</b>		<b>Construction Service</b>				\$ 440.56
Account No: <b>Creditor # : 48</b> <b>Metrohm USA</b> <b>6555 Pelican Creek Circle</b> <b>Riverview FL 33578</b>		<b>Parts.</b>				\$ 944.46
Account No: <b>Creditor # : 49</b> <b>MGM</b> <b>3930-B Cherry Avenue</b> <b>Long Beach CA 90807</b>		<b>Equipment rental</b>				\$ 25,639.64
Account No: <b>Creditor # : 50</b> <b>Micronet Computer Consultants</b> <b>12631 East Imperial Highway</b> <b>Building A Suite A 211</b>		<b>Computer consultant</b>				\$ 0.00
Account No: <b>Creditor # : 51</b> <b>MNSG Aquisition Company, LLC</b> <b>192328 Main street</b> <b>Bel Air MD 21014</b>		<b>Computer consultant</b>				\$ 2,135.00
Account No: <b>Creditor # : 52</b> <b>Morse &amp; Associates, Inc</b> <b>977 Centerville Turnpike, SHB</b> <b>Virginia Beach VA 23463</b>		<b>Professional Service</b>				\$ 58,300.00

Sheet No. 8 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

**Subtotal \$** \$ 87,459.66

**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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: Creditor # : 53 Murex Environmental, Inc 2640 Walnut Avenue, Unit F Tustin CA 92780		Contracted Services				\$ 5,360.71
Account No: Creditor # : 54 Norwalk/LA Mirada 11661 E. Firestone Blvd Norwalk CA 90650		Contracted Service				\$ 3,553.12
Account No: Creditor # : 55 PDQ Rental Center 10826 Shoemaker Santa Fe Springs CA 90670		Equipment rental				\$ 14,051.55
Account No: Creditor # : 56 Principal Financial Group PO Box 2000 Mason City IA 50402-2000		Services.				\$ 0.00
Account No: Creditor # : 57 Pumping Solution Inc 1400 S Vineyard Ave Ontario CA 91761		Parts.				\$ 887.72
Account No: Creditor # : 58 PVF Sales, Inc. 13707 Borate Street Santa Fe Springs CA 90670-511		Parts/Materials				\$ 0.00

Sheet No. 9 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ **\$ 23,853.10**

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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: Creditor # : 59 R.B Paint & Body Center 10850 Norwalk Blvd Santa Fe Springs CA 90670		Auto expenses				\$ 1,067.47
Account No: Creditor # : 60 Reg.Water Quality Control Roger Briggs 895 Aerovista Pl., Ste 101 San Luis Obispo CA 93401		Notice only				\$ 0.00
Account No: Creditor # : 61 Reliable Equipment Rental Inc 8331 Common Buena Park Buena Park CA 90621		Equipment rental				\$ 725.00
Account No: Creditor # : 62 Reuters America LLC GPO Box 10410 Newark NJ 07193-0410		Software				\$ 15,055.84
Account No: Creditor # : 63 Ricoh Americas Corporation PO Box 4245 Carol Stream IL 60197-4245		Office supplies				\$ 332.45
Account No: Creditor # : 64 Ricoh Americas Corp. Lease PO Box 6434 Carol Stream IL 60197-6434		Office supplies				\$ 395.14

Sheet No. 10 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 17,575.90

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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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:						\$ 2,242.80
Creditor # : 65 Sato Edwin 4618 Opal Street Riverside CA 92509		Contracted Service				
Account No:						\$ 12,556.08
Creditor # : 66 Sheppard Mullin C/o Sheppard Mullin 48th floor,333 South Hope St Los Angeles CA 90071-1448		Legal services				
Account No:						\$ 16,476.33
Creditor # : 67 Shield Security Inc. 1063 N. Glassell Street Orange CA 92867		Contracted Service				
Account No:						\$ 0.00
Creditor # : 68 South Cal.Cleanup Operation Sayareh Amir Dpt Toxic Control 1011 North Granview Avenue Glendale CA 91201		Notice only				
Account No:						\$ 9,873.80
Creditor # : 69 South Coast A.Q.M.D PO Box 4943 Diamond Bar Diamond Bar CA 91765-0943		License/Permit				
Account No:						\$ (2,000.00)
Creditor # : 70 Southern Cal. Gas Co PO Box C Monterey Park Monterey Park CA 91756		Utility Bills				

Sheet No. 11 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 39,149.01

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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <b>Creditor # : 71</b> <b>Southern California Edison</b> <b>PO Box 600</b> <b>Rosemead</b> <b>Rosemead CA 91771-001</b>		<b>Utility Bills</b>				<b>\$ 6,073.50</b>
Account No: <b>Creditor # : 72</b> <b>Standard Insurance Co.</b> <b>PO Box 5676</b> <b>Portland OR 97228-5676</b>		<b>Medical Bills</b>				<b>\$ 1,749.86</b>
Account No: <b>Creditor # : 73</b> <b>Staples Credit Plan</b> <b>Dept. 51-7871661806</b> <b>PO Box 689020</b>		<b>Office supplies</b>				<b>\$ 93.87</b>
Account No: <b>Creditor # : 74</b> <b>State Comp Insurance Fund</b> <b>PO Box 7854</b> <b>San Francisco CA 94120-7854</b>		<b>Worker compensation Ins.</b>				<b>\$ 8,076.53</b>
Account No: <b>Creditor # : 75</b> <b>Superior Sweeping</b> <b>10429 Salinas River Circle</b> <b>Fountain Valley CA 92708</b>		<b>Contracted Services</b>				<b>\$ 4,042.50</b>
Account No: <b>Creditor # : 76</b> <b>Tapia Olivia</b> <b>4277 La Salle Avenue</b> <b>Culver City CA 90232</b>		<b>Contracted Service</b>				<b>\$ 2,680.00</b>

Sheet No. 12 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

**Subtotal \$** **\$ 22,716.26**

**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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: Creditor # : 77 TEG/LVI Environmental Services 13320 Cambridge Street Santa Fe Springs CA 90670		Contracted Service				\$ 4,747.50
Account No: Creditor # : 78 Theodora Berger Assistant Attorney General 300 South Spring Street Los Angeles CA 90013-1230		Notice only				\$ 0.00
Account No: Creditor # : 79 Thermo Electron Corporation Thermo Process Instruments, LP 1400 North Point PKWY, Ste 10		Contracted Service				\$ 1,200.00
Account No: Creditor # : 80 Time Warner Cable PO Box 60074 City of Industry CA 91716-0074		Utility Bills				\$ 0.00
Account No: Creditor # : 81 Underground Service Alert/SC PO Box 77070 Corona CA 92877-0102		Contracted Service				\$ 75.00
Account No: Creditor # : 82 US Environmental Protection Russell Mechem 75 Hawthorne St San Francisco CA 94105		Notice only				\$ 0.00

Sheet No. 13 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal \$ \$ 6,022.50

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

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

In re Lakeland Development Company,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <i>Creditor # : 83 US Environmental. David Wood, Financial Managemt 75 Hawthorne St San Francisco CA 94105</i>		<i>Notice only</i>				\$ 0.00
Account No: <i>Creditor # : 84 Verizon Business PO Box 371355 Pittsburgh PA 15250-7355</i>		<i>Utility Bills</i>				\$ 614.73
Account No: <i>Creditor # : 85 Verizon California PO Box 920041 Dallas TX 75392-0041</i>		<i>Utility Bills</i>				\$ 972.53
Account No: <i>Creditor # : 86 Verizon Wireless PO Box 660108 Dallas TX 75266-0108</i>		<i>Utility Bills</i>				\$ 0.00
Account No: <i>Creditor # : 87 Vision Service Plan PO Box 45210 San Francisco CA 94145-5210</i>		<i>Medical Bills</i>				\$ 466.10
Account No: <i>Creditor # : 88 Water Kooler King Inc. Puro Water Co PO Box 31310</i>		<i>General office</i>				\$ 0.00

Sheet No. 14 of 15 continuation sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

**Subtotal \$** \$ 2,053.36

**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

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

In re Lakeland Development Company, \_\_\_\_\_,

Case No. 2:12-bk-25842 RN

Debtor(s)

(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.)	Co-Debtor H--Husband W--Wife J--Joint C--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: <b>Creditor # : 89</b> <b>White O'Connor Fink&amp;Brenner</b> <b>10100 Santa Monica Blvd</b> <b>Los Angeles CA 90067</b>		<i>Legal services</i>				\$ 65,688.30
Account No:						
Account No:						
Account No:						
Account No:						
Account No:						

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

**Subtotal \$** \$ 65,688.30

**Total \$** \$ 1,641,167.01

(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



In re Lakeland Development Company / Debtor

## SCHEDULE G-EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State the nature of debtor's interests 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 the 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.
<i>Burleigh Brewer, Esq 4041 Mac arthur blvd Suite 350 Newport Beach CA 92660</i>	Contract Type: <i>Notice for Western Realco</i> Terms: Beginning date: Debtor's Interest: Description: Buyout Option:
<i>International Risk Group 7991 Shaffer Parkway Suite 400 Littleton CO 80127</i>	Contract Type: <i>Development Contract</i> Terms: Beginning date: Debtor's Interest: Description: Buyout Option:
<i>REP-LA 1, LLC, 2001 Pennsylvania Ave NW Suite 400 Washington DC 20006</i>	Contract Type: <i>Lease</i> Terms: <i>1/2 acre where bio-diesel facility located</i> Beginning date: Debtor's Interest: Description: Buyout Option:
<i>Ricoh America's Corporation</i>	Contract Type: <i>Leases of photocopiers</i> Terms: Beginning date: Debtor's Interest: Description: Buyout Option:
<i>Ridgeline 7041 Greenway Parkway Ste 210 Scottsdale AZ 85254</i>	Contract Type: <i>Management Agreement</i> Terms: Beginning date: Debtor's Interest: Description: <i>Asset Purchase Agreement</i> Buyout Option:

In re Lakeland Development Company

/ Debtor

Case No. 2:12-bk-25842 RN  
(if known)

**SCHEDULE G-EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

<p>Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract.</p>	<p>Description of Contract or Lease and Nature of Debtor's Interest. State whether Lease is for Nonresidential Real Property. State Contract Number of any Government Contract.</p>
<p><i>The Principal Financial Group Des Moines Carlisle IA 50047</i></p>	<p>Contract Type: <i>Custodian/ Administrator of 401 (k) plan</i>                      Terms:                      Beginning date:                      Debtor's Interest:                      Description: <i>401(k) Administrator</i>                      Buyout Option:</p>
<p><i>Western Realco 500 Newport Center Drive Suite 630 Newport Beach CA 92660</i></p>	<p>Contract Type: <i>Option Agreement</i>                      Terms:                      Beginning date:                      Debtor's Interest:                      Description: <i>In due diligence period Will loan \$19 M to Debtor to fund pay off of secured claims and remediation</i>                      Buyout Option:</p>

In re Lakeland Development Company / Debtor

Case No. 2:12-bk-25842 RN  
(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 debtors 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 the debtor has no codebtors.

Name and Address of Codebtor	Name and Address of Creditor
<p><i>Creditor list being reviewed Amended Schedule H to be filed shortly</i></p>	<p><i>Arrowhead A Division of Nestle Waters Po Box 856158</i></p>

In re: **Lakeland Development Company**

Case No. **2:12-bk-25842 RN**  
 Chapter **11**

## BUSINESS INCOME AND EXPENSES

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:		
1. Gross Income For 12 Months Prior to Filing:		\$ 1,115,000.00
PART B - ESTIMATED AVERAGE FUTURE <u>GROSS</u> MONTHLY INCOME:		
2. Gross Monthly Income:		\$ 283,300.00
PART C - ESTIMATED FUTURE MONTHLY EXPENSES:		
3. Net Employee Payroll (Other Than Debtor)	\$ 113,367.00	
4. Payroll Taxes	8,671.00	
5. Unemployment Taxes	0.00	
6. Worker's Compensation	4,921.00	
7. Other Taxes	10,240.00	
8. Inventory Purchases (Including raw materials)	0.00	
9. Purchase of Feed/Fertilizer/Seed/Spray	0.00	
10. Rent (Other than debtor's principal residence)	0.00	
11. Utilities	7,753.00	
12. Office Expenses and Supplies	1,421.00	
13. Repairs and Maintenance	392.00	
14. Vehicle Expenses	376.00	
15. Travel and Entertainment	4,300.00	
16. Equipment Rental and Leases	1,697.00	
17. Legal/Accounting/Other Professional Fees	30,000.00	
18. Insurance	27,417.00	
19. Employee Benefits (e.g., pension, medical, etc.)	31,552.00	
20. Payments to Be Made Directly By Debtor to Secured Creditors For Pre-Petition Business Debts (Specify):	\$ 0.00 0.00 0.00	
21. Other (Specify)		
<b>Banking Services</b>	\$ 57.00	
<b>Computer Expenses</b>	2,996.00	
<b>See Attached list</b>	12,739.00	
22. Total Monthly Expenses		\$ 257,899.00
PART D - ESTIMATED AVERAGE <u>NET</u> MONTHLY INCOME:		
23. AVERAGE NET MONTHLY INCOME (Subtract Item 22 from Item 2)		\$ 25,401.00

In re Lakeland Development Company,  
Debtor

Case No. 2:12-bk-25842 RN  
(if known)

## DECLARATION CONCERNING DEBTOR'S SCHEDULES

### DECLARATION UNDER PENALTY ON BEHALF OF A CORPORATION

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

Date: 5/18/2012

Signature /s/ Michael Egner  
Name: Michael Egner  
Title: Chief Financial Off.

[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  
CENTRAL DISTRICT OF CALIFORNIA**

In re: *Lakeland Development Company,*

Case No. *2:12-bk-25842 RN*

**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 the six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor may also 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 corporation debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. §101.

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**1. Income from employment or operation of business**

None  State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of 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

*Year to date:*  
*Last Year:*  
*Year before:*

*This information is being compiled and will be supplied  
by amendment shortly.*

---

**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

*Year to date:*  
*Last Year:*

*Miscellaneous income from movie shoots, commercials, est  
at \$5000/year*

AMOUNT

SOURCE

Year before:

**3. Payments to creditors**

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

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

None

b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of this 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 creditor 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.)

\* 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.

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
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**Creditor:** *This information will be provided upon amendment shortly.*  
**Address:**

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
--	--------------------	-------------	-----------------------

**Creditor:** *This information will be provided upon amendment shortly.*  
**Address:**  
**Relationship:**

**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
<i>Carlson Mechanic's lien, Inc V Renewable Energy products Case no: VC051971</i>		<i>LASC (South East)</i>	<i>Complaint dismissed against Debtor without prejudice Cross complaint ordered to arbitration with</i>

CAPTION OF SUIT  
AND CASE NUMBER

NATURE OF PROCEEDING

COURT OR AGENCY  
AND LOCATION

STATUS OR DISPOSITION

*TAMS in NY*

*County Sanitation  
District No.2 of  
Los Angeles County  
V Lakeland  
Development Company  
Case No. :BC438746*

*LASC (Central)*

*Stipulated  
Judgment entered  
9/25/11*

*Paladin Global  
Alternative Energy  
Fund L.P V Lakeland  
Development Company*

*Supreme Court of  
the State of New  
York, County of New  
York Inbox No.  
653380/2011*

*Never Served*

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 a joint petition is not filed.)

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

**7. Gifts**

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



**8. Losses**

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

**9. Payments related to debt counseling or bankruptcy**

None  List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, 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
<p><i>Payee: RICHARD T. BAUM</i> <i>Address:</i> <i>11500 West Olympic Boulevard</i> <i>Suite 400</i> <i>Los Angeles, CA 90064-1525</i></p>	<p><i>Date of Payment: 5/3/12</i> <i>Payor: Lakeland Development</i> <i>Company</i></p>	<p><i>\$51,046.00</i></p>

<p><i>Payee: Lawrence M. Jacobson</i> <i>Address:</i> <i>315 S. Beverly Drive</i> <i>Suite 415</i> <i>Beverly Hills, CA 90212</i></p>	<p><i>Date of Payment: 4/27/12</i>  <i>5/3/12</i> <i>Payor: Lakeland Development</i> <i>Company</i></p>	<p><i>\$50,000.00</i></p>
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**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.)

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
<p><i>Institution: CitiBank</i> <i>Address: Norwalk Branch</i></p>	<p><i>Account Type and No.:</i> <i>Payroll Account</i> <i>Final Balance: \$0</i></p>	<p><i>Spring 2011</i></p>

**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.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
<i>Owner: See Attached SFA 14</i> <i>Address:</i>	<i>Description:</i> <i>Value:</i>	

**15. Prior address of debtor**

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

**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**

None  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 hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law:

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
<i>Site Name: 12345 Lakeland Road, Santa Fe Springs</i> <i>Address:</i>	<i>Name: See (c) below</i> <i>Address:</i>		

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.

NAME AND ADDRESS  
OF GOVERNMENTAL UNIT

DOCKET NUMBER

STATUS OR  
DISPOSITION

*Governmental Unit: LASC*

*Docket #: VC 03890  
(Regional Water Control  
Board)*

*STATUS: order no.  
97-118*

*USDC*

*04-cv-6435CGM*

**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.

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.

*[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 05/18/2012

Signature /s/ Michael Egner  
Michael Egner Chief Financial Off.  
Print Name and Title

[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.*

Attachment SFA - 14

Property leased from others and not owned by Debtor

Filter Press Operation Area

1. CPI truck receiving tank.
2. Horizontal holding tank (20,000 gal.)
3. Vertical holding (17,000 gal.)
4. Mix tank in use (1,000 gal.) 1,000 gal mix tank not in use.
5. Filter Press
6. Press water tank 200 gal
7. Press water receiving and transfer tank 2,000 gal.
8. Press receiving tank idle.
9. Settled water tank (from mix tank) 8,000 gal.
10. 7 pumps.
11. 1 Air compressor.
12. 2 polymer mix tanks.
13. Filter cake solids container.
14. CPI solids container.

**Property sold to others still on site**

**Columns, Heat Exchangers, and Other Vessels**

- 1 Jet Treater Salt Tower
- 2 Oxidizer Column
- 3 Sour Water Stripper
- 4 Tank 55 Circulating Exchanger
- 5 Tank 25 Circulating Exchanger
- 6 DHT Charge Preheater
- 7 Overhead Exchanger at Sub M.
- 8 Jet Fuel Clay Filter Drum

**Pumps, Motors, and Electrical Items**

- 1 Three - Cooling tower fan drives
- 2 Four - Cooling water pumps
- 3 Four - Pump, 8-stage vertical turbine
- 4 One - Pump, multi-stage deep well
- 5 One - Pump, vertical, 3,500 gpm
- 6 One - Pump, horizontal two-stage
- 7 Two - Pump, 2-stage vertical turbine
- 8 Two - Pump, 40 gpm product
- 9 Two - Pump, centrifugal, spares
- 10 Three - Explosion proof switch racks

**Other Equipment**

- 1 One - Lot of valves, spares in storage
- 2 One - Lot of valves, crude manifold
- 3 One - Lot of welded flanges, various
- 4 One - Lot of flame arrestors
- 5 Two - Pipeline volume meters
- 6 Four - Vapor recovery systems
- 7 Three - Machine tools
- 8 Three - Shop cranes

**UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA**

In re *Lakeland Development Company*,

Case No. *2:12-bk-25842 RN*  
Chapter *11*

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept .....	\$	<u>51,046.00</u>
Prior to the filing of this statement I have received .....	\$	<u>51,046.00</u>
Balance Due .....	\$	<u>0.00</u>

2. The source of the compensation paid to me was:

Debtor  Other (specify)

*Of the sum paid, \$28,495 has been withdrawn for pre-petition services, and \$1,046.00 was withdrawn to reimburse the initial filing fee*

3. The source of compensation to be paid to me is:

Debtor  Other (specify)

*Debtor's parent corporation is responsible for payment of fees and cost incurred.*

4.  I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearing thereof;
- d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e. [Other provisions as needed].

*None*

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

*Retainer balance to be applied to Services rendered, and additional services will be billed to the estate, for which court will be sought before payment.*

/ approval

### CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

05/18/2012

Date

/s/ Richard T Baum

Signature of Attorney

Richard T Baum

Name of Law Firm



**UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA**

In re *Lakeland Development, a Corporation*

Case No. *2:12-bk-25842 RN*  
Chapter *11*

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept .....	\$	<u>50,000.00</u>
Prior to the filing of this statement I have received .....	\$	<u>50,000.00</u>
Balance Due .....	\$	<u>0.00</u>

2. The source of the compensation paid to me was:

Debtor  Other (specify)

*Balance of retainer as of petition date is \$30,152.00.*

Payment of retainer came from Debtor only.

3. The source of compensation to be paid to me is:

Debtor  Other (specify)

*Debtor's parent corporation and its principal are also responsible for payment of fees and cost incurred.*

4.  I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;

b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;

c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearing thereof;

d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;

e. [Other provisions as needed].

*None*

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

*Retainer balance to be applied to Services rendered, and additional services will be billed to the estate, for which court will be sought before payment.*

/ approval

### CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

/s/ Lawrence M. Jacobson

05/18/2012

Date

\_\_\_\_\_  
Signature of Attorney

Lawrence M Jacobson

Name of Law Firm