

STATEMENT OF FINANCIAL AFFAIRS

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

Chapter 11

In re: Lakeside Mall Property, LLC
Debtor.

Case Number: 09-12182

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

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

DEFINITIONS

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

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

1. Income from employment or operation of business

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

See attachment 1 of the Statement of Financial Affairs

2. Income other than from employment or operation of business

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

See attachment 2 of the Statement of Financial Affairs



3. Payments to Creditors

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

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

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

See attachment 3b of the Statement of Financial Affairs

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

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

4. Suits, executions, garnishments, and attachments

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

See attachment 4a of the Statement of Financial Affairs

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

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

5. Repossessions, foreclosures, and returns

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

6. Assignments and receiverships

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

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

7. Gifts

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

8. Losses

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

9. Payments related to debt counseling or bankruptcy

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

10. Other transfers

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

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

11. Closed financial accounts

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

See attachment 11 of the Statement of Financial Affairs

12. Safe deposit boxes

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

13. Setoffs

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

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

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

14. Property held for another person

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

15. Prior address of debtor

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

16. Spouses and Former Spouses

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

17. Environmental Information

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

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

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

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

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

See attachment 17a of the Statement of Financial Affairs

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

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

- None
- a. *If the debtor is an individual,* list the names, addresses and taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partnership, sole proprietorship, or was a self-employed professional within the **six-years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting of equity securities within the **six-years** immediately preceding the commencement of this case
- If the debtor is a partnership,* list the names, addresses and taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting securities, within the **six-years** immediately preceding the commencement of this case.
- If the debtor is a corporation,* list the names, addresses and taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting securities, within the **six-years** immediately preceding the commencement of this case.
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- None
- b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within the **six-years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sold proprietor or otherwise self-employed in a trade, profession, or other activity, either full- or part-time.

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

19. Books, records and financial statements

None

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

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

None

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

NAME AND ADDRESS
Deloitte & Touche LLP – Chicago, IL

None

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

None

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

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

20. Inventories

None

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

None

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

21. Current Partners, Officers, Directors and Shareholders

None

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

See attachment 21a of the Statement of Financial Affairs

None

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

22. Former partners, officers, directors, and shareholders.

None

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

None

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

See attachment 22b of the Statement of Financial Affairs

23. Withdrawals from a partnership or distributions by a corporation

None

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

24. Tax Consolidation Group

None

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

25. Pension Funds

None

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

1. Income from employment or operation of business.

<u>Year</u>	<u>Amount</u>
12/31/2007 Annual Gross Revenue	\$30,813,736
12/31/2008 Annual Gross Revenue	\$26,872,956
3/31/2009 YTD Gross Revenue	\$6,849,690

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

<u>Type of Income</u>	<u>2007</u>	<u>2008</u>	<u>3/31/2009 YTD</u>
OTHER INCOME	\$642,202	\$630,596	\$72,066

Specific Notes

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

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
AINSWORTH ELECTRIC INC.	3763 LAPEER ROAD, SUITE E	PORT HURON, MI 48060	3/3/2009	62001179	\$288	
AINSWORTH ELECTRIC INC.	3763 LAPEER ROAD, SUITE E	PORT HURON, MI 48060	2/25/2009	62001125	\$908	
TOTAL						\$1,195
AMBIUS INC. (06)	P.O. BOX 95409	PALATINE, IL 60095-0409	1/30/2009	62000830	\$2,517	
AMBIUS INC. (06)	P.O. BOX 95409	PALATINE, IL 60095-0409	3/2/2009	62001180	\$2,517	
TOTAL						\$5,034
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	4/1/2009	7181881	\$16	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	3/6/2009	7180678	\$17	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	3/6/2009	7180678	\$19	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	3/6/2009	7180678	\$59	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	1/30/2009	7178973	\$87	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	1/23/2009	7178711	\$91	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	4/1/2009	7181881	\$717	
AMERICAN EXPRESS CPC (ACH ONLY)	CORPORATE CARD CTX ACCT C/O MELLON TR OF NEW ENGLAND,NA BOSTON PLACE	BOSTON, MA 2108	4/15/2009	7182849	\$809	
TOTAL						\$1,815
APEC ELECTRIC	37420 TOWNHALL	HARRISON TOWNSHIP, MI 48045	2/17/2009	62000669	\$289	
APEC ELECTRIC	37420 TOWNHALL	HARRISON TOWNSHIP, MI 48045	3/13/2009	62001126	\$480	
APEC ELECTRIC	37420 TOWNHALL	HARRISON TOWNSHIP, MI 48045	3/13/2009	62001126	\$1,729	
TOTAL						\$2,498
AT&T	P.O. BOX 8100	AURORA, IL 60507-8100	2/3/2009	62000921	\$29	
AT&T	P.O. BOX 8100	AURORA, IL 60507-8100	4/6/2009	62001545	\$31	
AT&T	P.O. BOX 8100	AURORA, IL 60507-8100	3/10/2009	62001323	\$32	
AT&T	P.O. BOX 9001309	LOUISVILLE, KY 40290-1309	3/2/2009	62001244	\$47	
AT&T	P.O. BOX 9001309	LOUISVILLE, KY 40290-1309	4/15/2009	62001703	\$53	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
AT&T	P.O. BOX 8100	AURORA, IL 60507-8100	1/22/2009	62000712	\$58	
AT&T	P.O. BOX 9001309	LOUISVILLE, KY 40290-1309	1/28/2009	62000797	\$61	
AT&T	P.O. BOX 9001309	LOUISVILLE, KY 40290-1309	2/25/2009	62001154	\$77	
AT&T	P.O. BOX 9001309	LOUISVILLE, KY 40290-1309	4/6/2009	62001544	\$78	
AT&T	P.O. BOX 9001309	LOUISVILLE, KY 40290-1309	1/21/2009	62000710	\$90	
AT&T	P.O. BOX 8100	AURORA, IL 60507-8100	2/24/2009	62001155	\$909	
AT&T	P.O. BOX 8100	AURORA, IL 60507-8100	1/22/2009	62000711	\$996	
AT&T	P.O. BOX 8100	AURORA, IL 60507-8100	4/6/2009	62001546	\$2,615	
AT&T	P.O. BOX 8100	AURORA, IL 60507-8100	3/10/2009	62001322	\$2,739	
AT&T	P.O. BOX 8100	AURORA, IL 60507-8100	2/3/2009	62000920	\$3,042	
TOTAL						\$10,855
AUTOMOTIVE RENTALS, INC. (P-CA	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	4/8/2009	7182168	\$827	
AUTOMOTIVE RENTALS, INC. (P-CA	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	2/2/2009	7179065	\$865	
AUTOMOTIVE RENTALS, INC. (P-CA	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	2/27/2009	7180294	\$884	
AUTOMOTIVE RENTALS, INC. (P-CA	P.O. BOX 8500-4375 ATTN: MARQUES WILLIAMS	PHILADELPHIA, PA 19178-4375	3/23/2009	7181498	\$992	
TOTAL						\$3,567
BRONNER'S CHRISTMAS WONDERLAND	25 CHRISTMAS LANE P.O. BOX 176	FRANKENMUTH, MI 48734-0176	1/21/2009	62000601	\$1,106	
TOTAL						\$1,106
CD COMMUNICATION SERVICES	13 CORPORATE PLAZA, SUITE 120	NEWPORT BEACH, CA 92660	2/2/2009	62000832	\$400	
CD COMMUNICATION SERVICES	13 CORPORATE PLAZA, SUITE 120	NEWPORT BEACH, CA 92660	3/2/2009	62001183	\$400	
TOTAL						\$800
CHILDREN'S MATHWARE	MICHAEL WILLIAMS 78295 DELAND	RICHMOND, MI 48062	3/4/2009	62001239	\$1,000	
TOTAL						\$1,000
CHRISTIAN BROTHERS PLUMBING IN	24819 VAN DYKE	CENTER LINE, MI 48015	3/9/2009	62001288	\$186	
CHRISTIAN BROTHERS PLUMBING IN	24819 VAN DYKE	CENTER LINE, MI 48015	4/6/2009	62001502	\$186	
CHRISTIAN BROTHERS PLUMBING IN	24819 VAN DYKE	CENTER LINE, MI 48015	1/27/2009	62000759	\$237	
CHRISTIAN BROTHERS PLUMBING IN	24819 VAN DYKE	CENTER LINE, MI 48015	4/10/2009	62001660	\$319	
CHRISTIAN BROTHERS PLUMBING IN	24819 VAN DYKE	CENTER LINE, MI 48015	3/9/2009	62001288	\$495	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
CHRISTIAN BROTHERS PLUMBING IN	24819 VAN DYKE	CENTER LINE, MI 48015	3/20/2009	62001418	\$860	
TOTAL						\$2,283
CITY OF STERLING HEIGHTS - WAT	DEPT 181601, P O BOX 55000	DETROIT, MI 48255-1816	2/9/2009	62000993	\$377,784	
TOTAL						\$377,784
DYNAMIC LAWN SERVICE	P.O. BOX 180113	UTICA, MI 48318	1/22/2009	62000713	\$59,600	
DYNAMIC LAWN SERVICE	P.O. BOX 180113	UTICA, MI 48318	2/19/2009	62001104	\$59,600	
DYNAMIC LAWN SERVICE	P.O. BOX 180113	UTICA, MI 48318	3/10/2009	62001324	\$59,600	
DYNAMIC LAWN SERVICE	P.O. BOX 180113	UTICA, MI 48318	4/14/2009	62001704	\$59,600	
TOTAL						\$238,400
ENVIRONMENTAL TESTING & CONSUL	38900 HURON RIVER DRIVE	ROMULUS, MI 48174	4/13/2009	62001661	\$520	
ENVIRONMENTAL TESTING & CONSUL	38900 HURON RIVER DRIVE	ROMULUS, MI 48174	1/20/2009	62000672	\$520	
ENVIRONMENTAL TESTING & CONSUL	38900 HURON RIVER DRIVE	ROMULUS, MI 48174	4/13/2009	62001661	\$705	
TOTAL						\$1,745
ERMC II, LP	6148 LEE HIGHWAY SUITE 300	CHATTANOOGA, TN 37421	3/10/2009	62001335	(\$692)	
ERMC II, LP	6148 LEE HIGHWAY SUITE 300	CHATTANOOGA, TN 37421	4/7/2009	62001614	\$45,422	
ERMC II, LP	6148 LEE HIGHWAY SUITE 300	CHATTANOOGA, TN 37421	2/2/2009	62000833	\$56,363	
ERMC II, LP	6148 LEE HIGHWAY SUITE 300	CHATTANOOGA, TN 37421	3/10/2009	62001335	\$58,344	
TOTAL						\$159,437
EVAN TERRY ASSOCIATES, P.C.	ONE PERIMETER PARK SOUTH, SUITE 200S	BIRMINGHAM, AL 35243	2/27/2009	62001127	\$2,608	
TOTAL						\$2,608
FLICKINGER PARENT GROUP	45400 VANKER AVE	UTICA, MI 48317	4/6/2009	62001423	\$1,597	
TOTAL						\$1,597
FOX ELEMENTARY SCHOOL PTO	19120 CASS AVE	CLINTON TWP., MI 48038	4/1/2009	62001424	\$1,042	
TOTAL						\$1,042
GRAINGER INC (P-CARD ONLY)	100 GRAINGER PARKWAY	LAKE FOREST, IL 60045	4/8/2009	7182168	\$38	
GRAINGER INC (P-CARD ONLY)	100 GRAINGER PARKWAY	LAKE FOREST, IL 60045	2/27/2009	7180294	\$51	
GRAINGER INC (P-CARD ONLY)	100 GRAINGER PARKWAY	LAKE FOREST, IL 60045	1/30/2009	7178973	\$279	
GRAINGER INC (P-CARD ONLY)	100 GRAINGER PARKWAY	LAKE FOREST, IL 60045	4/15/2009	7182849	\$498	
GRAINGER INC (P-CARD ONLY)	100 GRAINGER PARKWAY	LAKE FOREST, IL 60045	3/23/2009	7181498	\$735	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
TOTAL						\$1,601
GUARDIAN ALARM CO OF MICHIGAN	20800 SOUTHFIELD RD	SOUTHFIELD, MI 48075	4/10/2009	62001662	\$821	
GUARDIAN ALARM CO OF MICHIGAN	20800 SOUTHFIELD RD	SOUTHFIELD, MI 48075	1/28/2009	62000762	\$821	
TOTAL						\$1,642
HAVEL ELEMENTARY	41855 SCHOENHERR	STERLING HEIGHTS, MI 48313	3/23/2009	62001425	\$1,223	
TOTAL						\$1,223
INFOPLACE USA	1674 ORD WAY	OCEANSIDE, CA 92056	3/3/2009	62001277	\$7,750	
TOTAL						\$7,750
INTERNATIONAL ENVIRONMENTAL MA	11625 RAINWATER DRIVE, SUITE 200	ALPHARETTA, GA 30009	4/14/2009	62001663	\$1,667	
TOTAL						\$1,667
INTERNATIONAL ENVIRONMENTAL MG	24516 NETWORK PLACE	CHICAGO, IL 60673-1245	4/3/2009	62001547	\$1,667	
TOTAL						\$1,667
ISTA NORTH AMERICA, INC.	9555 CHESAPEAKE DRIVE, STE 100 CASH MANAGEMENT DEPARTMENT	SAN DIEGO, CA 92123	2/4/2009	62000834	\$3,135	
ISTA NORTH AMERICA, INC.	9555 CHESAPEAKE DRIVE, STE 100 CASH MANAGEMENT DEPARTMENT	SAN DIEGO, CA 92123	3/3/2009	62001185	\$3,135	
TOTAL						\$6,270
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	2/27/2009	7180294	\$6	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	1/16/2009	7178397	\$24	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/12/2009	7180909	\$748	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/19/2009	7181352	\$954	
LOWE'S HOME IMPROVEMENT (P-CAR	SHAUN HOUSTON 1605 CURTIS BRIDGE ROAD	WILKESBORO, NC 28697	3/23/2009	7181498	\$1,647	
TOTAL						\$3,379
LUTZ ROOFING	4721 22-MILE RD	SHELBY TOWNSHIP, MI 48317	2/23/2009	62001129	\$131	
LUTZ ROOFING	4721 22-MILE RD	SHELBY TOWNSHIP, MI 48317	1/20/2009	62000673	\$170	
LUTZ ROOFING	4721 22-MILE RD	SHELBY TOWNSHIP, MI 48317	2/2/2009	62000835	\$197	
LUTZ ROOFING	4721 22-MILE RD	SHELBY TOWNSHIP, MI 48317	2/23/2009	62001129	\$249	
LUTZ ROOFING	4721 22-MILE RD	SHELBY TOWNSHIP, MI 48317	4/10/2009	62001664	\$262	
LUTZ ROOFING	4721 22-MILE RD	SHELBY TOWNSHIP, MI 48317	2/2/2009	62000835	\$262	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
LUTZ ROOFING	4721 22-MILE RD	SHELBY TWNShP, MI 48317	2/2/2009	62000835	\$420	
TOTAL						\$1,691
MALL MARKETING MEDIA, LLC	209 E. GORDON AVE.	LAYTON, UT 84041	1/21/2009	62000674	\$3,230	
TOTAL						\$3,230
MESSMORE MONTESSORI ASSOCIATIO	8742 DILL DRIVE	STERLING HEIGHTS, MI 48312-1235	3/25/2009	62001428	\$1,105	
TOTAL						\$1,105
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	1/28/2009	62000763	\$31	
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	1/28/2009	62000763	\$31	
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	1/28/2009	62000763	\$39	
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	3/2/2009	62001186	\$55	
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	3/2/2009	62001186	\$117	
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	2/10/2009	62000960	\$123	
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	1/28/2009	62000763	\$177	
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	1/28/2009	62000763	\$300	
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	3/10/2009	62001290	\$376	
METRO TIRE CENTER, INC.	15263 CANAL ROAD	CLINTON TWP, MI 48038	1/28/2009	62000763	\$865	
TOTAL						\$2,114
MICHIGAN CAT	DEPT 77576 P.O. BOX 77000	DETROIT, MI 48277-0576	3/20/2009	62001430	\$613	
MICHIGAN CAT	DEPT 77576 P.O. BOX 77000	DETROIT, MI 48277-0576	1/16/2009	62000675	\$840	
MICHIGAN CAT	DEPT 77576 P.O. BOX 77000	DETROIT, MI 48277-0576	3/20/2009	62001430	\$1,439	
MICHIGAN CAT	DEPT 77576 P.O. BOX 77000	DETROIT, MI 48277-0576	1/16/2009	62000675	\$2,921	
TOTAL						\$5,812
MUZAK	PO BOX 71070	CHARLOTTE, NC 28272	3/2/2009	62001187	\$718	
MUZAK	PO BOX 71070	CHARLOTTE, NC 28272	2/3/2009	62000836	\$868	
TOTAL						\$1,585
NOUVEAU DESIGN STUDIO LLC	39500 14 MILE RD, BOX 220	WALLED LAKE, MI 48390	2/4/2009	62000837	\$12,500	
TOTAL						\$12,500
OAKBROOK ELEMENTARY	12060 GREENWAY	STERLING HEIGHTS, MI 48312	3/24/2009	62001433	\$1,116	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
TOTAL						\$1,116
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	2/6/2009	7179307	\$23	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	2/27/2009	7180294	\$60	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	1/16/2009	7178397	\$83	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	4/8/2009	7182168	\$397	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	4/1/2009	7181881	\$505	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	1/23/2009	7178711	\$807	
OFFICEMAX (P-CARD ONLY)	P.O. BOX 6718	THE LAKES, NV 88901-6718	3/12/2009	7180909	\$1,384	
TOTAL						\$3,258
ONSLow-SHEFFIELD, INC.	7962 BOARDWALK ROAD	BRIGHTON, MI 48116	1/16/2009	62000586	\$3,325	
TOTAL						\$3,325
PITNEY BOWES GLOBAL FINANCIAL	P.O. BOX 856460	LOUISVILLE, KY 40285-6460	2/10/2009	62000961	\$79	
PITNEY BOWES GLOBAL FINANCIAL	P.O. BOX 856460	LOUISVILLE, KY 40285-6460	2/10/2009	62000961	\$843	
TOTAL						\$922
PITNEY BOWES INC.	P.O. BOX 856390	LOUISVILLE, KY 40285-6390	1/23/2009	7178711	\$138	
TOTAL						\$138
PITNEY BOWES POSTAGE BY PHONE	P.O. BOX 856042	LOUISVILLE, KY 40285-6042	4/6/2009	62001504	\$990	
TOTAL						\$990
PROFESSIONAL ESCROW SERVICES	ATTN: MR. MICHAEL BELL C/O MONTGOMERY HOME TITLE, INC.	ROCKVILLE, MD 20850	3/3/2009	62001188	\$711	
TOTAL						\$711
PROFESSIONAL TEMPERATURE & AIR	CONDITIONING INC 2148 BALDWIN RD	LAPEER, MI 48446	2/20/2009	62001048	\$113	
PROFESSIONAL TEMPERATURE & AIR	CONDITIONING INC 2148 BALDWIN RD	LAPEER, MI 48446	3/5/2009	62001130	\$350	
PROFESSIONAL TEMPERATURE & AIR	CONDITIONING INC 2148 BALDWIN RD	LAPEER, MI 48446	1/29/2009	62000764	\$895	
PROFESSIONAL TEMPERATURE & AIR	CONDITIONING INC 2148 BALDWIN RD	LAPEER, MI 48446	3/5/2009	62001130	\$1,063	
PROFESSIONAL TEMPERATURE & AIR	CONDITIONING INC 2148 BALDWIN RD	LAPEER, MI 48446	2/20/2009	62001048	\$2,852	
TOTAL						\$5,273
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	2/27/2009	7180294	(\$273)	
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	2/13/2009	7179598	\$385	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	3/23/2009	7181498	\$505	
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	3/19/2009	7181352	\$1,302	
REGENCY LIGHTING (P-CARD ONLY)	23661 NETWORK PLACE	CHICAGO, IL 60673	1/30/2009	7178972	\$2,003	
TOTAL						\$3,922
RICOH AMERICAS CORPORATION	P O BOX 73210	CHICAGO, IL 60673-7210	4/2/2009	62001505	\$2	
RICOH AMERICAS CORPORATION	P O BOX 73210	CHICAGO, IL 60673-7210	2/27/2009	62001189	\$424	
RICOH AMERICAS CORPORATION	P O BOX 73210	CHICAGO, IL 60673-7210	2/27/2009	62001189	\$6,019	
TOTAL						\$6,445
ROCHESTER GLASS, LLC	246 SOUTH STREET	ROCHESTER, MI 48307	1/28/2009	62000765	\$271	
ROCHESTER GLASS, LLC	246 SOUTH STREET	ROCHESTER, MI 48307	3/2/2009	62001190	\$375	
ROCHESTER GLASS, LLC	246 SOUTH STREET	ROCHESTER, MI 48307	1/20/2009	62000676	\$925	
ROCHESTER GLASS, LLC	246 SOUTH STREET	ROCHESTER, MI 48307	1/20/2009	62000676	\$942	
TOTAL						\$2,512
SCHINDLER ELEVATOR CORPORATION	P.O. BOX 93050	CHICAGO, IL 60673-3050	3/27/2009	62001482	\$329	
SCHINDLER ELEVATOR CORPORATION	P.O. BOX 93050	CHICAGO, IL 60673-3050	3/9/2009	62001336	\$329	
SCHINDLER ELEVATOR CORPORATION	P.O. BOX 93050	CHICAGO, IL 60673-3050	3/16/2009	62001386	\$354	
SCHINDLER ELEVATOR CORPORATION	P.O. BOX 93050	CHICAGO, IL 60673-3050	1/26/2009	62000767	\$672	
SCHINDLER ELEVATOR CORPORATION	P.O. BOX 93050	CHICAGO, IL 60673-3050	3/16/2009	62001386	\$2,943	
SCHINDLER ELEVATOR CORPORATION	P.O. BOX 93050	CHICAGO, IL 60673-3050	2/10/2009	62001008	\$4,158	
SCHINDLER ELEVATOR CORPORATION	P.O. BOX 93050	CHICAGO, IL 60673-3050	4/2/2009	62001584	\$4,158	
SCHINDLER ELEVATOR CORPORATION	P.O. BOX 93050	CHICAGO, IL 60673-3050	3/16/2009	62001357	\$4,158	
TOTAL						\$17,103
STATE CHEMICAL MFG. CO., THE	P.O. BOX 74189	CLEVELAND, OH 44194-0268	1/16/2009	62000677	\$243	
STATE CHEMICAL MFG. CO., THE	P.O. BOX 74189	CLEVELAND, OH 44194-0268	2/23/2009	62001131	\$940	
STATE CHEMICAL MFG. CO., THE	P.O. BOX 74189	CLEVELAND, OH 44194-0268	3/20/2009	62001435	\$1,405	
STATE CHEMICAL MFG. CO., THE	P.O. BOX 74189	CLEVELAND, OH 44194-0268	1/16/2009	62000677	\$1,839	
TOTAL						\$4,427
STATE OF MICHIGAN (DEPT OF TRE	SALES, USE AND WITHHOLDING TAX PO BOX 30442	LANSING, MI 48909-7942	2/25/2009	62001162	\$1,672	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
STATE OF MICHIGAN (DEPT OF TRE	SALES, USE AND WITHHOLDING TAX PO BOX 30442	LANSING, MI 48909-7942	3/30/2009	62001477	\$7,281	
STATE OF MICHIGAN (DEPT OF TRE	SALES, USE AND WITHHOLDING TAX PO BOX 30442	LANSING, MI 48909-7942	4/13/2009	62001707	\$8,355	
STATE OF MICHIGAN (DEPT OF TRE	SALES, USE AND WITHHOLDING TAX PO BOX 30442	LANSING, MI 48909-7942	1/22/2009	62000724	\$9,433	
STATE OF MICHIGAN (DEPT OF TRE	SALES, USE AND WITHHOLDING TAX PO BOX 30442	LANSING, MI 48909-7942	2/24/2009	62001146	\$11,375	
TOTAL						\$38,115
STERLING HEIGHTS AREA CHAMBER	HOWARD ABBOTT 12900 HALL ROAD, STE 190	STERLING HEIGHTS, MI 48313	2/2/2009	62000838	\$1,615	
TOTAL						\$1,615
SUPREME SWEEPING SERVICES	23663 PINEWOOD	WARREN, MI 48091	3/2/2009	62001191	\$2,160	
SUPREME SWEEPING SERVICES	23663 PINEWOOD	WARREN, MI 48091	1/20/2009	62000678	\$3,700	
SUPREME SWEEPING SERVICES	23663 PINEWOOD	WARREN, MI 48091	2/2/2009	62000839	\$3,960	
TOTAL						\$9,820
TERMINIX INTERNATIONAL (P-CARD	860 RIDGE LAKE BLVD	MEMPHIS, TN 38120	1/23/2009	7178711	\$132	
TERMINIX INTERNATIONAL (P-CARD	860 RIDGE LAKE BLVD	MEMPHIS, TN 38120	3/12/2009	7180909	\$223	
TERMINIX INTERNATIONAL (P-CARD	860 RIDGE LAKE BLVD	MEMPHIS, TN 38120	4/1/2009	7181881	\$223	
TERMINIX INTERNATIONAL (P-CARD	860 RIDGE LAKE BLVD	MEMPHIS, TN 38120	2/18/2009	7179780	\$223	
TERMINIX INTERNATIONAL (P-CARD	860 RIDGE LAKE BLVD	MEMPHIS, TN 38120	1/23/2009	7178711	\$364	
TOTAL						\$1,165
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/30/2009	62001491	\$29,598	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	4/6/2009	62001632	\$29,854	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/2/2009	62001269	\$30,165	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/20/2009	62001358	\$30,386	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	1/22/2009	62000730	\$31,167	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	3/23/2009	62001436	\$31,840	
VALOR SECURITY SERVICES	PO BOX 643776	CINCINNATI, OH 45264-3776	2/2/2009	62000907	\$32,444	
TOTAL						\$215,455
ZEE MEDICAL SERVICE CO (P-CARD	22 CORPORATE PARK	IRVINE, CA 92606	4/8/2009	7182168	\$204	
ZEE MEDICAL SERVICE CO (P-CARD	22 CORPORATE PARK	IRVINE, CA 92606	3/12/2009	7180909	\$226	
ZEE MEDICAL SERVICE CO (P-CARD	22 CORPORATE PARK	IRVINE, CA 92606	2/19/2009	7179947	\$248	

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

<u>Payee</u>	<u>Address</u>	<u>City, State & Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
						\$678
			TOTAL			
				TOTAL		\$1,182,993

Specific Notes

The dates set forth in the "Date of Payment" column relate to one of the following: (i) the date of a wire transfer; (ii) the date of an "ACH" payment; or (iii) the clearance date for a check or money order. In addition to the payments disclosed in response to this Question, the Debtors engaged in numerous transactions, including payments and other transfers, with their Debtor and non-Debtor affiliates on a daily basis. Given the significant volume and ordinary course nature of such transactions, the Debtors may not have listed all such transactions in response to this Question 3(b).

4a. Suits and Administrative Proceedings - Debtor as Plaintiff

Case Name	Case Number	Court Name and Location
LAKESIDE MALL PROPERTY V JON AND LISA FINSTROM (DEFENDANTS) (HERSHEY'S ICE CREAM); MALIBU BUILDING, INC. (COUNTER-PLAINTIFF); EMPIRE HEATING & COOLING (COUNTER-PLAINTIFF); STARLIGHT BOOTH & CABINET (COUNTER-PLAINTIFF)	08-1918 CZ	MT. CLEMENS, MICHIGAN, 16TH CIRCUIT COURT
LAKESIDE MALL PROPERTY V METALS GALLERY INC., DBA ELEGANT CREATIONS ROY AND TAMMY HAKIM	S08118217GC	STERLING HEIGHTS, MICHIGAN, 41A DISTRICT COURT
LAKESIDE MALL PROPERTY V. LOVELY LASHES	S-08-121885	41 A DISTRICT COURT, STERLING HEIGHTS, MI

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

4a(ii). Suits and Administrative Proceedings - Debtor as Defendant

Case Name	Case Number	Court Name and Location
LAKESIDE MALL PROPERTY V JON AND LISA FINSTROM (DEFENDANTS) (HERSHEY'S ICE CREAM); MALIBU BUILDING, INC. (COUNTER-PLAINTIFF); EMPIRE HEATING & COOLING (COUNTER-PLAINTIFF); STARLIGHT BOOTH & CABINET (COUNTER-PLAINTIFF)	08-1918 CZ	MT. CLEMENS, MICHIGAN, 16TH CIRCUIT COURT
LAKESIDE MALL PROPERTY V STRAIGHT-UP ENTERPRISES DBA CAMPUS DEN, JOHN DRAGOMER (COUNTERCLAIM)	09-90379	FLINT, MICHIGAN, 7TH CIRCUIT COURT; MICHIGAN

Specific Notes

11. Closed Financial Accounts

<u>Bank</u>	<u>Bank Address</u>	<u>City, State Zip</u>	<u>Account Number</u>	<u>Description</u>	<u>Close Date</u>
M&T BANK	25 S CHARLES STREET, 17TH FLOOR	BALTIMORE, MD 21201	9838812353	BANK ACCOUNT	3/9/2009

Specific Notes

Despite their reasonable efforts to identify all bank accounts of the Debtors closed within one year of the Petition Date, due to the large number of bank accounts maintained by the Debtors, it is possible that certain bank accounts in addition to the accounts listed herein were closed during the one year period prior to the Petition Date.

17a. Environmental Information - Debtor has received notice from a Governmental Agency

<u>Category</u>	<u>Environmental Matter Name</u>	<u>Site Location</u>	<u>Regulatory Authority</u>
SOIL AND/OR GROUNDWATER CONTAMINATION REMEDIATION / INVESTIGATION	WILDE LAKE VILLAGE CENTER, COLUMBIA, MD. SOIL AND GROUNDWATER IMPACTS FROM RELEASE OF DRY-CLEANING SOLVENTS	10451 TWIN RIVERS RD, COLUMBIA, MD 21044	MARYLAND DEPARTMENT OF THE ENVIRONMENT; ARM GROUP, INC.

Specific Notes

The Debtors have operated in many locations. At some of these locations, the Debtors no longer have any operations, and may no longer have relevant records or the records may no longer be complete or reasonably accessible and reviewable. Some individuals who once possessed responsive information are no longer employed by the Debtors. For all of these reasons, it may not be reasonably possible to identify and supply the requested information for every "site" and "proceeding" literally responsive to Question 17. Nonetheless, the Debtors have devoted substantial internal and external resources to identifying and providing the requested information for as many responsive sites and proceedings as reasonably possible. The Debtors placed first priority on identifying all active or open matters. The Debtors reserve all of their rights to supplement or amend this response in the future if additional information becomes available.

Due to the number of potentially responsive matters for the Debtors, the practical burdens of compiling information on inactive matters, and the presumably lower relevance of information on matters that have been inactive for a longer period of time, the Debtors generally have attempted to compile information on inactive matters only where there has been some activity within the last few years.

Where some requested categories of information were not reasonably available for a listed "site" or "proceeding," the Debtors' response gives as much information as was available.

Where a site is the subject of a proceeding, settlement, or order listed in the response to Question 17(c), the site and notices related to it are not also listed in the responses to Questions 17(a) or 17(b). Similarly, sites that are listed in the response to Question 17(a) (sites for which the Debtors have received notice from a governmental unit) are not repeated in the response to Question 17(b) (sites at which the Debtors have provided notice to a governmental unit).

Where a site identified in Attachment 17(a) or 17(b) is the topic of multiple notices, or notices that preceded and were related to proceedings listed in the response to Question 17(c), all such notices may not be listed.

This response does not include sites or proceedings related to nonenvironmental laws such as occupational safety and health laws or transportation laws.

The response to Question 17(b) (concerning notices by the Debtors of releases) does not list routine reports and submissions, to the extent they exist, concerning discharges resulting from normal operations where such reports and submissions were made in compliance with regulatory requirements, such as discharge monitoring reports, toxic release inventory submissions, and submissions concerning air emissions.

21b. Current Officers, Directors and Stockholders holding 5% or more of the voting or equity securities

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

Specific Notes

Stockholders that own, control, or hold 5 percent or more of the voting or equity securities of Debtor named above can be found on the organizational chart on Exhibit B-13.

22b. Former Partners, Officers, Directors and Shareholders (Hold 5% or more)

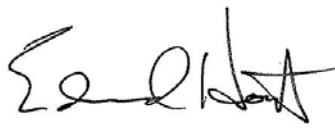
<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>City, State, Zip</u>
BERNARD FREIBAUM	MANAGER	110 N. WACKER DRIVE	CHICAGO, IL 60606
BERNARD FREIBAUM	EXECUTIVE VICE-PRESIDENT & TREASURER	110 N. WACKER DRIVE	CHICAGO, IL 60606
JAMES D. LANO	ASSISTANT SECRETARY	110 N. WACKER DRIVE	CHICAGO, IL 60606
JEAN SCHLEMMER	SENIOR VICE PRESIDENT	110 N. WACKER DRIVE	CHICAGO, IL 60606
JOHN W. STEELE, III	ASSISTANT SECRETARY	110 N. WACKER DRIVE	CHICAGO, IL 60606
MARY S. STAWIKEY	MANAGER (INDEPENDENT)	2711 CENTERVILLE ROAD, SUITE	WILMINGTON, DE 19808
SUZANNE M. HAY	MANAGER (INDEPENDENT)	2711 CENTERVILLE ROAD, SUITE	WILMINGTON, DE 19808

DECLARATION CONCERNING DEBTOR'S STATEMENT OF FINANCIAL AFFAIRS

I, authorized signatory of this debtor entity, declare under penalty of perjury that I have read the answers contained in the foregoing Statement of Financial Affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

LAKESIDE MALL PROPERTY, LLC

Date: August 26, 2009

By: 
EDMUND HOYT, Authorized Signatory

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