

United States Bankruptcy Court
Northern District of New York

In re Metropolitan 885 Third Avenue Leasehold, LLC
 Debtor(s)

Case No. _____
 Chapter 11

SUMMARY OF SCHEDULES

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

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$130,000,000.00		
B - Personal Property	Yes	5	\$9,878,012.04		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		\$210,000,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	3		\$5,602.73	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	3		\$332,079.70	
G - Executory Contracts and Unexpired Leases	Yes	3			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			\$N/A
J - Current Expenditures of Individual Debtor(s)	No	0			\$N/A
TOTAL		17	\$139,878,012.04	\$210,337,682.43	

United States Bankruptcy Court
Southern District of New York

In re Metropolitan 885 Third Avenue Leasehold, LLC

Debtor(s)

Case No. _____

Chapter 11

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)	\$5,602.73
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)	\$
TOTAL	\$5,602.73

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		\$80,000,000.00
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column.	\$5,602.73	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		\$0.00
4. Total from Schedule F		\$332,079.70
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		\$80,332,079.70

In re Metropolitan 885 Third Avenue Leasehold, LLC,
 Debtor

Case No. _____
 (If known)

SCHEDULE A - REAL PROPERTY

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

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

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

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

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
Office Property located at 885 Third Avenue NY, NY 10022, consisting of a 34 story Class A office building	Leasehold interests		130,000,000.00	\$210,000,000.00

Total ▶ 130,000,000.00
 (Report also on Summary of Schedules.)

In re Metropolitan 885 Third Avenue Leasehold, LLC
DebtorCase No. _____
(If known)**SCHEDULE B - PERSONAL PROPERTY**

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

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

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

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.	X			
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives		See attachment IV		9,166,225.68
3. Security deposits with public utilities, telephone companies, landlords, and others.	X	Utility deposit with Con Edison P.O. Box 138 New York, NY 10276-0138		38,200.00
4. Household goods and furnishings, including audio, video, and computer equipment	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry	X			
8. Firearms and sports, photographic, and other hobby equipment	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(e))	X			

In re Metropolitan 885 Third Avenue Leasehold, LLC
 Debtor

Case No. _____
 (If known)

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable		See attachment IV		404,432.93
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.		Tenant security deposit account for tenants in building		269,153.43
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

In re Metropolitan 885 Third Avenue Leasehold, LLC
Debtor

Case No. _____
(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes		See schedule G - other than the first, second and third items contain thereon		0.00
25. Automobiles, trucks, trailers, and other vehicles and accessories	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed	X			
35. Other personal property of any kind not already listed. Itemize	X			
4 continuation sheets attached Total ▶				\$ 9,878,012.04

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

Schedule B - Personal Property

Type of Property	Description and Location of Property	Current Value of Debtor's Interest in Property, without deducting any secured claim or exemption.		
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.	Blocked/Lock Box Account Bank of America, NA P.O.Box 831547 Dallas, TX 75283-1547	\$	50,069.00	
	Primary Operating Account Bank of America, NA 901 South Main Street Dallas, TX 95202		278,866.30	
	Blocked/LockBox Account (the"PNC Lockbox") PNC Bank C/o Midland Loan Services Inc 10851 Mastin, Suite 300 Overland Park, Kansas 66210		191,831.06	
	(a) Real Estate Tax Escrow PNC Bank C/o Midland Loan Services Inc. 10851 Mastin, Suite 300 Overland Park, Kansas 66210		3,879,035.48	
	(a) Insurance Escrow PNC Bank C/o Midland Loan Services Inc. 10851 Mastin, Suite 300 Overland Park, Kansas 66210		587,913.77	
	(a) Capital Improvement Reserve Fund PNC Bank C/o Midland Loan Services Inc. 10851 Mastin, Suite 300 Overland Park, Kansas 66210		127,153.29	
	(a) Tenant Improvement & Leasing Commissions Reserves PNC Bank C/o Midland Loan Services Inc. 10851 Mastin, Suite 300 Overland Park, Kansas 66210		4,051,350.01	
	(a) Debt Service/Interest Reserve PNC Bank C/o Midland Loan Services Inc. 10851 Mastin, Suite 300 Overland Park, Kansas 66210		5.87	
			<u>\$</u>	<u>9,166,225.68</u>
	(a) These accounts are reserve and escrow sub-accounts which are funded by the PNC Lockbox in a manner defined by the RBC Loan and other related security agreements.			

Schedule B - Personal Property

Type of Property	Description and Location of Property	Current Value of Debtor's Interest in Property, without deducting any secured claim or exemption.
16 Accounts receivable	Brack Capital Real Estate Ltd 885 Third Avenue, Suite 2402 New York, New York 10022	63,357.40
	Bragar Wexler Eapel & Morganst 885 Third Avenue, Suite 3020 New York, New York 10022	40,102.51
	Estate of Norman F Levy 885 Third Avenue, Suite 3180 New York, New York 10022	815.74
	Hines Interests Limited Partners 885 Third Avenue, Suite 2706 New York, New York 10022	3,895.13
	Lathern & Wetkine LLP 885 Third Avenue, Suite 1000 New York, New York 10022	67,687.70
	Martins News & Gundry 885 Third Avenue, Suite 120 New York, New York 10022	666.66
	SDR Group Holding, Inc 885 Third Avenue, Suite 3400 New York, New York 10022	99,559.91
	Unisys Corporation 885 Third Avenue, Suite 2900 New York, New York 10022	4,768.72
	Muriel Siebert & Co 885 Third Avenue, Suite 1720 New York, New York 10022	8,233.96
	Aegis Holding Lipstick LLC 885 Third Avenue, Suite LL100 New York, New York 10022	63,102.81
	Wolf Eastside, LLC 885 Third Avenue, Suite 100 New York, New York 10022	29,742.30
	Stonehill Capital Management 885 Third Avenue, Suite 3000 New York, New York 10022	1,581.67
	R.P.I., LLC 885 Third Avenue, Suite 2530 New York, New York 10022	20,918.42
\$ 404,432.93		

In re Metropolitan 885 Third Avenue Leasehold, LLC,
Debtor

Case No. _____
(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 "Code debtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Code debtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

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

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

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY	
ACCOUNT NO. 111701 Royal Bank of Canada New York Branch One Liberty Plaza, 3rd Floor New York, NY 10006-1404		July 9, 2007, first mortgage lien Property located at 885 Third Avenue, NY, NY 10022 VALUE \$ 130,000.00				\$210,000.00 <i>(plus accrued interest costs, fees, penalties and expenses)</i>	\$80,000.00	
ACCOUNT NO.		VALUE \$						
ACCOUNT NO.		VALUE \$						
0 continuation sheets attached						Subtotal ► (Total of this page)	\$	
						Total ► (Use only on last page)	\$ 210,000,000.00 (Report also on Summary of Schedules)	\$ 80,000,000.00 (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data)

In re Metropolitan 886 Third Avenue Leasehold, LLC
DebtorCase No. _____
(if known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

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

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

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

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

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

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

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

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

Domestic Support Obligations

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

Extensions of credit in an involuntary case

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

Wages, salaries, and commissions

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

Contributions to employee benefit plans

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

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

In re Metropolitan 885 Third Avenue Leasehold, LLC ,
Debtor

Case No. _____
(if known)

Certain farmers and fishermen

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

Deposits by individuals

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

Taxes and Certain Other Debts Owed to Governmental Units

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

Commitments to Maintain the Capital of an Insured Depository Institution

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

Claims for Death or Personal Injury While Debtor Was Intoxicated

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

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

In re Metropolitan 885 Third Avenue Leasehold, LLC
 Debtor

Case No. _____
 (if known)

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

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBITOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Account No. 26-03148 New York Department of Taxation and Finance P.O. Box 92, NY, NY 10008-0840			Sales taxes payable for the month of October 2010				5,602.73	5,602.73	0.00
Account No. 									
Account No. 									
Account No. 									

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

Subtotals ▶
 (Totals of this page)

\$	\$	
----	----	--

Total ▶

(Use only on last page of the completed
 Schedule E. Report also on the Summary
 of Schedules.)

\$	5,602.73	
----	----------	--

Totals ▶

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

\$	5,602.73	\$ 0.00
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In re Metropolitan 885 Third Avenue Leasehold, LLC
Debtor

Case No. _____
 (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

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

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

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

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

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. See attachment V							332,079.70
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
Subtotal ▶							\$
Total ▶							\$
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)							332,079.70

3 continuation sheets attached

Schedule F - Creditors Holding Unsecured NonPriority Claims

Creditor's Name and Mailing Address including Zip Code and an Account Number	Date Claim was Incurred and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Invoice Amount	Amount of Claim
(a) Quality Building Services Corp 801 2nd Ave 8th Floor New York, NY 10017	Janitorial - Contract Services - 10/30/10 Metal Maintenance - 10/30/10				143,008.89 <u>3,142.13</u>	146,151.02
(a) Quality Protection Services Inc 801 2nd Ave 8th Floor New York, NY 10017	Security Services- October 2010					59,500.19
(a) Schindler Elevator Corporation P.O. Box 93050 Chicago, IL 60673-3050	Sleeve for Freight Hydro - Covered by insurance and subject to approval. Hydraulic elevator services - Covered by insurance and subject to approval.	Contingent Contingent			22,847.42 <u>78,252.72</u>	101,100.14
(a) NYC Water Board P.O.Box 410 Church Street 1008-0840	Steam - October 2010					93.19
(a) Velocity Express Velocity P. O. Box 4730 Carol Street AL 60197	Messenger services 9/17/10-10/08/10					1,276.45
(a) LeaseProbe LLC 1125 Ocean Avenue Lake Wood NJ 08701	Lease abstract					450.00
(a) Maximum Security Systems Inc 169 54th Street Suite 15 Brooklyn NY 11220	Smoke Detectors					310.29
(a) Nextel Communications P.O.Box 4181 Carol Street AL 60197-4181	Blackberry srv 9/12-10/11/10					575.45
(a) SiteCompli LLC 118 Storer Avenue New Rochelle NY 10801	R&M Consultant					375.00
(a) BOCA Group International Inc 200 Park Avenue Suite 50 New York NY 10166	Category 1 testing					990.00
Wachtel & Masyr, LLP One Dag Hammarskjold Plaza 885 2nd Avenue New York NY 10017	Professional fee - Contingent based on backup	Contingent				9,059.70
Wachtel & Masyr, LLP One Dag Hammarskjold Plaza 885 2nd Avenue New York NY 10017	Professional fee					9,214.00
(a) D P G Enterprises Inc 162-18 96th Street Howard Beach Queens, NY 11414	Indoor Landscape - October 2010					706.06
(a) BOMA of Greater NY Inc. 11 Penn Plaza Suite 2201 New York, NY 10001	Annual Membership Dues					725.00
(a) De Lage Landen Operations Services De Lage Landen Financial Services P.O.Box 41601 Philadelphia PA 19101-1601	Lease Rental 10/30					379.73
(a) Verizon P.O.Box 15124 Albany NY 12212-5124	telephone blackberry 10/10-11/9					318.49
(a) Verizon Business P.O.Box 371873 Pittsburgh PA 15250-7873	telephone blackberry Main line 9/10					760.01
(a) Verizon Communications Inc P.O. Box 920041 Dallas, TX 75392-0041	telephone blackberry- DSL 10/30					94.98

Schedule F - Creditors Holding Unsecured NonPriority Claims

Creditor's Name and Mailing Address including Zip Code and an Account Number	Date Claim was Incurred and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Invoice Amount	Amount of Claim
Mahadaya Persaud 109-03 103rd Ave Richmond Hill, NY 11419	Slip and Fall Actions - Mahadaya Persaud v Metropolitan 885 Third Avenue Leasehold LLC et al. Supreme Court of the State of New York County of Queens Case No. 16359/10 June 28, 2010 (Open - referred to insurance company for resolution - no deductible).	Contingent	Unliquidated	Disputed	-	-
Hilary Viachos and Anastasios Viachos 320 E. 54th St #3G New York, NY 10022	Slip and Fall Action - Hilary Viachos and Anastasios Viachos v Metropolitan 885 Leasehold Llc, Supreme Court of the State of New York County of New York Case No. 150158/10 August 3, 2010 (Open -referred to insurance company for resolution - no deductible).	Contingent	Unliquidated	Disputed	-	-
Royal Bank of Canada New York Branch One Liberty Plaza New York NY 10008-1404	Foreclosure action - Royal Bank of Canada v. Metropolitan 885 Thrid Avenue Leasehold, LLC et al., Case No. 650675/10	Contingent	Unliquidated		-	-
					(b)	<u>332,079.70</u>

(a) The Debtor has filed a motion seeking authority to pay prepetition claims as they become due (the "Payment Motion"). Assuming the Court approves the Payment Motion, the amount of these claims will be reduced to zero as payments are made in the ordinary course. Checks were issued on November 5, 2010 for some of these payables which have not yet cleared the bank account.

(b) Assuming the Court approves the Payment Motion, the aggregate amount of unsecured nonpriority claims will be reduced to \$18,273.70 as payments to the creditors referenced in note (a) are made in the ordinary course.

In re Metropolitan 885 Third Avenue Leasehold, LLC ,
 Debtor

Case No. _____
 (if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

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

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

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
See attachment VI	

Schedule G - Executory Contracts and 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.
885 Third Fee LLC and GGK 885 Third Fee LLC C/o Gramercy Capital Group 420 Lexington Avenue New York, NY 10170	Ground lessee-nonresidential real property
885 Third Lot A LLC and GGK 885 Third Lot A LLC C/o Gramercy Capital Group 420 Lexington Avenue New York, NY 10170	Ground lessee-nonresidential real property
CB Richard Ellis Inc. 200 Park Avenue New York, New York 10166	Property Manager of nonresidential property
Latham & Watkins LLP 885 Third Avenue, Suite 1000 New York, New York 10022	Operating lessor-nonresidential real property
Ropes & Gray 885 Third Avenue, Suite 3100 New York, New York 10022	Operating lessor-nonresidential real property
Surge Trading Inc. 885 Third Avenue, Suite 1800 New York, New York 10022	Operating lessor-nonresidential real property
Unisys Corporation 885 Third Avenue, Suite 2900 New York, New York 10022	Operating lessor-nonresidential real property
Hinos Interests Limited Partners 885 Third Avenue, Suite 2706 New York, New York 10022	Operating lessor-nonresidential real property
SDR Group Holding, Inc 885 Third Avenue, Suite 3400 New York, New York 10022	Operating lessor-nonresidential real property
Robinson & Cole 885 Third Avenue, Suite 2800 New York, New York 10022	Operating lessor-nonresidential real property
Brack Capital Real Estate Ltd 885 Third Avenue, Suite 2402 New York, New York 10022	Operating lessor-nonresidential real property
Irving Picard-Trustee-Bernard Madoff 885 Third Avenue, Suite 1700 New York, New York 10022	Operating lessor-nonresidential real property
Wolf Eastside, LLC 885 Third Avenue, Suite 100 New York, New York 10022	Operating lessor-nonresidential real property

Schedule G - Executory Contracts and 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.
Muriel Siebert & Co. 885 Third Avenue, Suite 1720 New York, New York 10022	Operating lessor-nonresidential real property
Stonehill Capital Management 885 Third Avenue, Suite 3000 New York, New York 10022	Operating lessor-nonresidential real property
Bragar Wexler Eigel & Morganst 885 Third Avenue, Suite 3020 New York, New York 10022	Operating lessor-nonresidential real property
Morgenstern, Fisher & Blue LLC 885 Third Avenue, Suite 2400 New York, New York 10022	Operating lessor-nonresidential real property
R.P.I., LLC 885 Third Avenue, Suite 2530 New York, New York 10022	Operating lessor-nonresidential real property
The Copy Room, Inc. 885 Third Avenue, Suite B260 New York, New York 10022	Operating lessor-nonresidential real property
Ampton Investments, Inc 885 Third Avenue, Suite 3160 New York, New York 10022	Operating lessor nonresidential real property
Gilberty Stinziano Heintz & Sm 885 Third Avenue, Suite 2711 New York, New York 10022	Operating lessor-nonresidential real property
Estate of Norman F. Levy 885 Third Avenue, Suite 3180 New York, New York 10022	Operating lessor-nonresidential real property
Aegis Holding Lipstick LLC 885 Third Avenue, Suite LL100 New York, New York 10022	Operating lessor-nonresidential real property
Reitler Kailas & Rosenblatt 885 Third Avenue, Suite B240 New York, New York 10022	Operating lessor-nonresidential real property
Capital Legal Solutions, LLC 885 Third Avenue, Suite B290 New York, New York 10022	Operating lessor-nonresidential real property
Martins News & Sundry 885 Third Avenue, Suite 120 New York, New York 10022	Operating lessor-nonresidential real property
Cogent Communications Inc 885 Third Avenue, Suite LL01 New York, New York 10022	Operating lessor-nonresidential real property

In re Metropolitan 885 Third Avenue Leasehold, LLC

Debtor(s)

Case No. _____

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 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, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
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**United States Bankruptcy Court
Southern District of New York**

In re Metropolitan 885 Third Avenue Leasehold, LLC
Debtor(s)

Case No. _____
Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Managing Member of the Limited Liability Company named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 18 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date November 15, 2010

Signature /s/ Jacob Abikzer
Jacob Abikzer
Managing Member

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.