

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	X	Chapter 11
	:	
	:	
PENSON WORLDWIDE, INC., <u>et al.</u> ,	:	Case No. 13-10061 (PJW)
	:	
Debtors. ¹	:	Jointly Administered
	X	

**NOTICE OF AMENDMENT TO SCHEDULES OF ASSETS
AND LIABILITIES OF PENSON FUTURES**

TO: (I) THE U.S. TRUSTEE; (II) COUNSEL TO THE COMMITTEE; (III) COUNSEL FOR THE SECOND LIEN NOTEHOLDERS COMMITTEE; (IV) COUNSEL FOR THE CONVERTIBLE NOTEHOLDERS COMMITTEE; (V) PARTIES THAT HAVE FILED A NOTICE OF APPEARANCE IN THESE CHAPTER 11 CASES PURSUANT TO BANKRUPTCY RULE 2002; AND (VI) THE PARTIES LISTED ON EXHIBIT 1 ANNEXED HERETO

PLEASE TAKE NOTICE that pursuant to Rule 1009(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 1009-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), Penson Futures hereby amends its Schedules of Assets and Liability (the “Penson Futures Schedules”) as set forth herein.

PLEASE TAKE FURTHER NOTICE that annexed hereto as Exhibit 1 is an amendment (the “Schedule F Amendment”) to Schedule F of the Penson Futures Schedules.

PLEASE TAKE FURTHER NOTICE that annexed hereto as Exhibit 2 is the *Declaration Concerning Amendment To The Schedules Of Assets And Liabilities Of Penson Futures.*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Penson Worldwide, Inc. (6356); SAI Holdings, Inc. (3657); Penson Financial Services, Inc. (3990); Penson Financial Futures, Inc. (6207); Penson Holdings, Inc. (4821); Penson Execution Services, Inc. (9338); Nexa Technologies, Inc. (7424); GHP1, Inc. (1377); GHP2, LLC (1374), Penson Futures (6207). The Debtors’ Mailing Address is 800 Klein Road, Suite 200, Plano, Texas 75074.



RESERVATION OF RIGHTS

The Debtors reserve the right to dispute, or to assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedule F Amendment as to nature, amount, liability, classification or otherwise. Nothing contained in this Notice shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any and all grounds.

Dated: June 12, 2013
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Ryan M. Bartley

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- and -

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Counsel to the Debtors and Debtors in Possession

EXHIBIT 1

Schedule F Amendment

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
EXHIBIT F 2
Unsecured Trade Payables

Case No. 13-10069 (PJW)

Penson Futures

<u>Vendor Name</u>	<u>Address</u>	<u>City/State/Zip</u>	<u>C</u> <input type="checkbox"/>	<u>U</u> <input type="checkbox"/>	<u>D</u> <input type="checkbox"/>	<u>Claim Amount</u> <u>as Originally</u> <u>Scheduled</u>	<u>Amended</u> <u>Scheduled F</u> <u>Amount</u>
The National Underwriter Co.	39680 Treasury Center	Chicago, IL 60694-9600	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	N/A	\$833.00
Total:						N/A	\$833.00

EXHIBIT 2

Declaration

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	X	Chapter 11
PENSON WORLDWIDE, INC., <u>et al.</u> ,	:	Case No. 13-10061 (PJW)
Debtors. ¹	:	Jointly Administered
	X	

**DECLARATION CONCERNING AMENDMENT TO THE
SCHEDULES OF ASSETS AND LIABILITIES OF PENSON FUTURES**

I, Bryce B. Engel, the sole director of GHP1, Inc. and the sole manager of GHP2 LLC, the general partners of Penson Futures, declare under penalty of perjury that I have read the foregoing amendment to Schedule F to the Schedules of Assets and Liabilities of Penson Futures consisting of 1 sheet, and that it is true and correct to the best of my knowledge, information and belief.

This 12th day of June, 2013

Penson Futures, by its general partners:

GHP1, Inc.

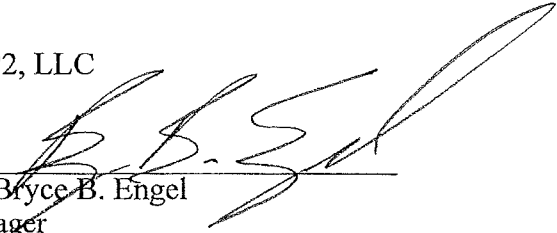

By: Bryce B. Engel
Director

800 Klein Road, Suite 200
Plano, Texas 75074

-and-

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GHP2, LLC



By: Bryce B. Engel
Manager
800 Klein Road, Suite 200
Plano, Texas 75074