

**United States Bankruptcy Court
District of Oregon**

In re Remington Ranch, LLC

Debtor(s)

Case No. 10-30406Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS - AMENDED

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, 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; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Avion Water Co. 60813 Parrell Road Bend, OR 97702	Avion Water Co. 60813 Parrell Road Bend, OR 97702	Water pipes and storage fees.		287,598.40
Ball Janik LLP 101 SW Main St., Ste 1100 Portland, OR 97204-3219	Ball Janik LLP 101 SW Main St., Ste 1100 Portland, OR 97204-3219	Legal services April 05 - Dec. 07		176,391.00
Bittner & Hahs, P.C. 4949 SW Meadows Rd., Ste 260 Lake Oswego, OR 97035-3157	Terry Bittner Bittner & Hahs, P.C. 4949 SW Meadows Rd., Ste 260 Lake Oswego, OR 97035-3157 503.445-4301	Legal services April 05 - Dec. 09		56,079.10
Craig Kilpatrick 13790 NE O'Neil Hwy Redmond, OR 97756	Craig Kilpatrick 13790 NE O'Neil Hwy Redmond, OR 97756	Lot credit for future purchase		125,000.00
Dale Tompkins 12837 SW Cornett Loop Powell Butte, OR 97753	Dale Tompkins 12837 SW Cornett Loop Powell Butte, OR 97753	Lot credits (ability to purchase lot at discount) for purchase of lot (shared with Richard M Cain)		100,000.00
Faulks Bros. Construction E3481 Hwy 22 & 54 Waupaca, WI 54981	Faulks Bros. Construction E3481 Hwy 22 & 54 Waupaca, WI 54981	Construction services 2007		85,890.80
GGL Architecture LLC 497 SW Century Drive, Ste 105 Bend, OR 97702	GGL Architecture LLC 497 SW Century Drive, Ste 105 Bend, OR 97702	Architecture services 2007; lawsuit filed in 2009.		47,608.24
Hart Howerton One Union St San Francisco, CA 94111	Craig Roberts Hart Howerton One Union St San Francisco, CA 94111 415.439.2200	Architecture services 2007.	Unliquidated Disputed	357,088.19

B4 (Official Form 4) (12/07) - Cont.
In re **Remington Ranch, LLC**Case No. **10-30406**

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(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Hooker Creek Companies LLC PO Box 432 Bend, OR 97709	Scott Carlson Hooker Creek Companies LLC PO Box 432 Bend, OR 97709 541.389.0981	Creditor asserts a Construction lien that was not properly perfected and the trust deed is voidable. Disputed lien perfection.	Disputed	5,343,175.61
Integrity Golf, LLC 27884 Del Rio Rd Temecula, CA 92590	Jade Work Integrity Golf, LLC 27884 Del Rio Rd Temecula, CA 92590 951.587.8104	Golf course contractor asserts a Landscaper's lien that was not properly perfected and the trust deed is voidable. Disputed lien perfection.	Disputed	3,165,111.05
James Pippin 1814 SW Remington Ranch Dr. Powell Butte, OR 97753-1844	James Pippin 1814 SW Remington Ranch Dr. Powell Butte, OR 97753-1844	Prepetition loans for \$2,473,877.00 to Remington Ranch		2,473,877.00
James Pippin 1814 SW Remington Ranch Dr. Powell Butte, OR 97753-1844	James Pippin 1814 SW Remington Ranch Dr. Powell Butte, OR 97753-1844	Cable Huston retainer; loan to Remington Ranch		80,000.00
Jim Pippin 1814 SW Remington Ranch Dr. Powell Butte, OR 97753-1844	Jim Pippin 1814 SW Remington Ranch Dr. Powell Butte, OR 97753-1844	DIP financing; loan to Remington Ranch		45,000.00
John Shaw 223 S. Prairieville Athens, TX 75751	John Shaw 223 S. Prairieville Athens, TX 75751	Loans from 2007 - 2008		88,365.00
PIP Golf c/o Jim Pippin 1814 SW Remington Ranch Dr. Powell Butte, OR 97753-1844	PIP Golf c/o Jim Pippin 1814 SW Remington Ranch Dr. Powell Butte, OR 97753-1844	Remington Ranch expenses paid by PIP Golf		270,696.00
Renaissance Golf Design, LLC Tom Doak 530 E. Eighth St. Traverse City, MI 49686	Renaissance Golf Design, LLC Tom Doak 530 E. Eighth St. Traverse City, MI 49686 231.590.0248	Architecture services		335,147.94
Stroemple Deferred Contract Central Oregon Land LLC PO Box 1810 Lake Oswego, OR 97035	John Freeman Stroemple Deferred Contract Central Oregon Land LLC PO Box 1810 Lake Oswego, OR 97035 503.784.5228	Owed \$1 million in the form of lot credits on Remington Ranch		1,000,000.00

B4 (Official Form 4) (12/07) - Cont.
In re **Remington Ranch, LLC**Case No. **10-30406**

Debtor(s)

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(Continuation Sheet)

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SunWest Builders PO Box 489 Redmond, OR 97756	Steve Beutner SunWest Builders PO Box 489 Redmond, OR 97756 541.382.5551	Construction of Sales Center for Debtor in 2007.		378,847.00
SWCA, Inc. PO Box 92170 Elk Grove Village, IL 60009	Mike Landon SWCA, Inc. PO Box 92170 Elk Grove Village, IL 60009	Archeological survey work		42,891.00
W&H Pacific 123 SW Columbia St., Ste 100 Bend, OR 97702	Lynn Bruno W&H Pacific 123 SW Columbia St., Ste 100 Bend, OR 97702 541.388.4255	Engineering Services 2005-2007		532,473.14

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Managing Member of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **February 3, 2010**Signature **/s/ James M. Pippin**
James M. Pippin
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.

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 2 Chad M. Stokes, OSB No. 004007
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 5 Telephone: (503) 224-3092
 Facsimile: (503) 224-3176
 6 Of Attorneys for Debtor

8 UNITED STATES BANKRUPTCY COURT
 9 FOR THE DISTRICT OF OREGON

<p>10 In re:</p> <p>11 REMINGTON RANCH, LLC</p> <p>12 Debtor(s).</p>	<p>Case No.</p> <p>CERTIFICATE OF SERVICE OF AMENDED CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS ON THE U.S. TRUSTEE</p>
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15 I hereby certify that I served (1) a copy of the AMENDED LIST OF CREDITORS
 16 HOLDING 20 LARGEST UNSECURED CLAIMS, (2) a self-adhesive LABEL with the name
 17 and service address FOR the debtor, any joint debtor, any debtor's attorney, and each creditor on
 18 the debtor's Amended List of 20 Largest Unsecured Creditors, and (3) this CERTIFICATE OF
 19 SERVICE on the U.S. Trustee at 620 SW Main Street, Room 213, Portland, OR 97205 by hand
 20 delivering a copy thereof in a sealed envelope on the date set forth below.

21 February 4th, 2010.

22 Respectfully submitted,
 23 CABLE HUSTON BENEDICT
 HAAGENSEN & LLOYD LLP
 24 /s/ J. Stephen Werts
 25 J. Stephen Werts, OSB No. 743378
 Chad M. Stokes, OSB No. 004007
 26 Of Attorneys for Debtor

Page 1 – CERTIFICATE OF SERVICE OF AMENDED CREDITORS HOLDING 20
 LARGEST UNSECURED CLAIMS ON THE U.S. TRUSTEE

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 6 Of Attorneys for Debtor

8 UNITED STATES BANKRUPTCY COURT
 9 FOR THE DISTRICT OF OREGON

<p>10 In re: 11 REMINGTON RANCH, LLC 12 Debtor(s).</p>	<p>Case No. CERTIFICATE OF SERVICE OF AMENDED PETITION AND AMENDED 20 LARGEST CREDITORS UPON CREDITORS</p>
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14 I hereby certify that I served (1) a copy of Amended Petition, Amended List of Creditors
 15 Holding 20 Largest Unsecured by regular U.S. mail to all creditors on the date below (see
 16 attached lists).
 17

18 February 4, 2010..

19 Respectfully submitted,
 20 CABLE HUSTON BENEDICT
 HAAGENSEN & LLOYD LLP
 21 /s/ J. Stephen Werts
 22 J. Stephen Werts, OSB No. 743378
 Chad M. Stokes, OSB No. 004007
 23 Of Attorneys for Debtor

REMINGTON RANCH, LLC - 10-30406

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Compass Azure Fund Managers
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Trifecta 1000 LLC
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