

**United States Bankruptcy Court
Central District of California**

In re Shilo Inn, Twin Falls, LLC
Debtor

Case No. 2:13-bk-21601-VZ

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 must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	10,500,000.00		
B - Personal Property	Yes	4	369,582.00		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		10,621,439.53	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		9,956.05	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	4		54,215.47	
G - Executory Contracts and Unexpired Leases	Yes	1			
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 Number of Sheets of ALL Schedules		14			
Total Assets			10,869,582.00		
Total Liabilities				10,685,611.05	

**United States Bankruptcy Court
Central District of California**

In re Shilo Inn, Twin Falls, LLC
Debtor

Case No. 2:13-bk-21601-VZ

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)	
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	

State the following:

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

State the following:

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

In re **Shilo Inn, Twin Falls, LLC**

Case No. **2:13-bk-21601-VZ**

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether 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
Hotel located at 1586 Blue Lakes Boulevard N., Twin Falls, Idaho	Fee simple	-	10,500,000.00	10,621,439.53

Sub-Total > **10,500,000.00** (Total of this page)

Total > **10,500,000.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

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 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, without Deducting any Secured Claim or Exemption
1. Cash on hand		Petty Cash	-	1,200.00
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Wells Fargo Checking Account	-	8,303.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Idaho Power	-	6,137.00
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			
			Sub-Total >	15,640.00
			(Total of this page)	

3 continuation sheets attached to the Schedule of Personal Property

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

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, without Deducting any Secured Claim or Exemption
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(c).)	X			
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 nonnegotiable instruments.	X			
16. Accounts receivable.		Trade (Book Value)	-	10,435.00
		Interco Affiliated (Book Value)	-	19,017.00
		SFI Gift Cards Affiliated (Book Value)	-	2,490.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	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.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			

Sub-Total > **31,942.00**
(Total of this page)

Sheet 1 of 3 continuation sheets attached
to the Schedule of Personal Property

In re **Shilo Inn, Twin Falls, LLC**

Case No. **2:13-bk-21601-VZ**

Debtor

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, without Deducting any Secured Claim or Exemption
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			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.		Franchise Agreement with Shilo Franchise International, LLC	-	Unknown
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.	X			
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.		FF&E, Software & Signs (Estimated Value)	-	290,000.00
30. Inventory.		Linens, Guest Supplies & Operating Supplies (Estimated Value)	-	32,000.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
			Sub-Total >	322,000.00
			(Total of this page)	

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

In re **Shilo Inn, Twin Falls, LLC**

Case No. **2:13-bk-21601-VZ**

Debtor

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, without Deducting any Secured Claim or Exemption
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total > **0.00**
(Total of this page)
Total > **369,582.00**

(Report also on Summary of Schedules)

Sheet **3** of **3** continuation sheets attached to the Schedule of Personal Property

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

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

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 a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

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

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

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" 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" 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 ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN							
Account No.									
California Bank & Trust c/o Ren R Hayhurst, Bryan Cave LLP 3161 Michelson Drive, Suite 1500 Irvine, CA 92612-4414									
		First Deed of Trust							
		Hotel located at 1586 Blue Lakes Boulevard N., Twin Falls, Idaho							
				Value \$			10,500,000.00	5,566,000.00	0.00
Account No.									
California Bank & Trust c/o Ren R Hayhurst, Bryan Cave LLP 3161 Michelson Drive, Suite 1500 Irvine, CA 92612-4414	X								
		Line of Credit							
		Hotel located at 1586 Blue Lakes Boulevard N., Twin Falls, Idaho							
				Value \$			10,500,000.00	5,000,000.00	121,439.53
Account No.									
TWIN FALLS COUNTY TREASURER PO Box 88 A/R Twin Falls, ID 83303-0088									
		Hotel located at 1586 Blue Lakes Boulevard N., Twin Falls, Idaho							
				Value \$			10,500,000.00	55,439.53	0.00
Account No.									
				Value \$					

0 continuation sheets attached

Subtotal
(Total of this page)

10,621,439.53

121,439.53

Total

(Report on Summary of Schedules)

10,621,439.53

121,439.53

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

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 \$12,475* 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).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$6,150* 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 \$2,775* 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).

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

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

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D I S P U T E D	U N L I Q U I D A T E D	C O N T I N G E N T	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.								
Idaho State Tax Commission PO Box 76 Boise, ID 83732								9,956.05
							9,956.05	0.00
Account No.								
Account No.								
Account No.								
Account No.								

Sheet 1 of 1 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Total of this page)

9,956.05 | **9,956.05**
0.00 | **0.00**

Total
(Report on Summary of Schedules)

9,956.05 | **9,956.05**
0.00 | **0.00**

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

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

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 (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
Boiler Maintenance 5570 S Plumdale Avenue Boise, ID 83732		-				204.34
Account No.						
Cable One PO Box 78407 Phoenix, AZ 85062		-				169.96
Account No.						
CENTURYLINK PO Box 29040 A/R Phoenix, AZ 85038		-				184.60
Account No.						
CENTURYLINK PO Box 52187 A/R Phoenix, AZ 85072		-				1,297.44
Subtotal (Total of this page)						1,856.34

3 continuation sheets attached

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. CLARK SIGNS PO Box 1113 Dale Clark ST Helens, OR 97051		-					3,043.73
Account No. CLARK SIGNS EMC LLC 31321 Signs Drive Deer Island, OR 97051		-					10,200.00
Account No. Fire Protection Services 5573 SW Arctic Drive Beaverton, OR 97005		-					700.20
Account No. IDAHO POWER INC PO Box 34966 Seattle, WA 98124		-					7,624.75
Account No. INTERMOUNTAIN GAS PO Box 64 Boise, ID 83732		-					4,818.27
Subtotal (Total of this page)							26,386.95

Sheet no. 1 of 3 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. LaserCare 10865 SW 5th St. Suite 100 Beaverton, OR 97005	-					707.88
Account No. LODGENET ENTERTAINMENT CORP 3900 West Innovation Street A/R Sioux Falls, SD 57107-7002	-					2,197.53
Account No. LODGING SUPPLY COMPANY 8852 SW Waverly A/R Portland, OR 97224	-					6,760.20
Account No. Saflok PO Box 890247 Charlotte, NC 28289	-					4,971.93
Account No. Shilo Franchise International 11600 SW Shilo Lane Portland, OR 97225	-					6,119.19
Subtotal (Total of this page)						20,756.73

Sheet no. 2 of 3 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No.								
SHILO INN NAMPA BLVD 617 Northside Blvd A/R Nampa, ID 83687		-					112.32	
Account No.								
Shilo Management Corp 11600 SW Shilo Lane Portland, OR 97225		-					4,492.20	
Account No.								
SHILO MANAGEMENT TRAVEL AGENT ACCT 11600 SW Shilo Lane A/R Portland, OR 97225		-					610.93	
Account No.								
Account No.								
Sheet no. <u>3</u> of <u>3</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	5,215.45
							Total (Report on Summary of Schedules)	54,215.47

In re **Shilo Inn, Twin Falls, LLC**

Case No. **2:13-bk-21601-VZ**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State 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.
Clark Signs P.O. Box 1113 Saint Helens, OR 97051	Advertising
Fire Protection Services 5573 SW Artic Drive Beaverton, OR 97005	Fire Alarm Services
Lodgenet 3900 West Innovaton Street Sioux Falls, SD 57107-7002	Pay-Per-View television service
Shilo Franchise International, LLC 11600 SW Shilo Lane Portland, OR 97225	Franchise Agreement. Royalty fee of 5%, marketing fee of 1.5% of gross revenues, paid monthly.
Shilo Management Corp. 11600 SW Shilo Lane Portland, OR 97225-5995	Hotel Management Agreement. Fee equal to 5% of Hotel Revenue paid monthly.
Sysco P.O. Box 2210 Wilsonville, OR 97010	Food Vendor
Worl Cinema 9801 Westheime, Suite 409 Houston, TX 77042	Free guest television service

In re Shilo Inn, Twin Falls, LLC

Case No. 2:13-bk-21601-VZ

Debtor

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 debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the 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
Mark S. Hemstreet 11600 SW Shilo Lane Portland, OR 97225 affiliated chapter 11 debtors: Shilo Inn, Boise Airport, LLC; Shilo Inn, Nampa Blvd, LLC; Shilo Inn, Newberg, LLC; and Shilo Inn, Seaside East, LLC in jointly administered cases are also co-obligors	California Bank & Trust c/o Ren R Hayhurst, Bryan Cave LLP 3161 Michelson Drive, Suite 1500 Irvine, CA 92612-4414

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continuation sheets attached to Schedule of Codebtors

**United States Bankruptcy Court
Central District of California**

In re Shilo Inn, Twin Falls, LLC

Debtor(s)

Case No. 2:13-bk-21601-VZ

Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the General Counsel, Authorized Agent of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 16 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date May 29, 2013

Signature /s/ Wes Raborn

Wes Raborn

General Counsel, Authorized Agent

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.

B7 (Official Form 7) (04/13)

**United States Bankruptcy Court
Central District of California**

In re Shilo Inn, Twin Falls, LLC

Debtor(s)

Case No. 2:13-bk-21601-VZ

Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; 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 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 persons in control 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(2), (31).

1. Income from employment or operation of business

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

AMOUNT	SOURCE
\$452,451.00	2013 YTD Business Income
\$1,853,615.00	2012 Business Income
\$1,639,735.00	2011 Business Income

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 years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
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B7 (Official Form 7) (04/13)

2

3. Payments to creditors

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

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit 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.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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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 \$6,225*. 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.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See Exhibit 3b		\$0.00	\$0.00

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

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
See Exhibit 3c		\$0.00	\$0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

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

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
California Bank & Trust v. Shilo Inn, Twin Falls, LLC, et al., United States District Court, District of Idaho Case No. 1:12-cv-00143-CWD		United States District Court, District of Idaho	

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.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B7 (Official Form 7) (04/13)

3

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.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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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.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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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.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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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.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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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.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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B7 (Official Form 7) (04/13)

4

9. Payments related to debt counseling or bankruptcy

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

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Levene, Neale, Bender, Yoo & Brill 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067	LNBYSB agreed to an aggregate retainer of \$171,500 on behalf of all seven (7) Debtors, to be paid as follows: \$13,500 in retainer account from 5/9/12 payment; \$50,000 paid by Debtors on 5/1/13; Balance of \$128,000 to be paid post-petition by Shannon Hemstreet (member of Debtors) to be deemed as capital contribution to Debtors.	\$171,500 in aggregate (including filing fee for all 7 Debtors)

10. Other transfers

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

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

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

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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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.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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B7 (Official Form 7) (04/13)

5

13. Setoffs

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

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

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

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

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

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

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

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

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

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

"Hazardous Material" means anything defined as 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:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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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.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

B7 (Official Form 7) (04/13)

6

NAME AND ADDRESS OF
GOVERNMENTAL UNIT

DOCKET NUMBER

STATUS OR DISPOSITION

18. Nature, location and name of business

None

a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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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.

NAME	ADDRESS
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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 **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 sole proprietor, or 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 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 **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
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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	ADDRESS	DATES SERVICES RENDERED
Roberta Tasker, Bookkeeper	4900 SW Griffith Drive, Suite 269 Beaverton, OR 97005	1980 to Present
Christopher Dillon	11600 SW Shilo Lane Portland, OR 97225	2007 to December 2012
Earl J. Duckworth	11600 SW Shilo Lane Portland, OR 97225	January 2013 to Present

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.

B7 (Official Form 7) (04/13)

7

NAME

Roberta Tasker, Bookkeeper
1980 to Present

Christopher Campbell
2007 to December 2012

Earl J. Duckworth
January 2013 to Present

ADDRESS

4900 SW Griffith Drive, Suite 269
Beaverton, OR 97005

11600 SW Shilo Lane
Portland, OR 97225

11600 SW Shilo Lane
Portland, OR 97225

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS

Paradigm Tax Group
16300 Christensen Road, Suite 310
Seattle, WA 98188

DATE ISSUED

Annually since 2007

California Bank & Trust
100 Corporate Point, Suite 115
Culver City, CA 90230

Annually since 2006

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
4/30/2013	Jodie Young, General Manager	32,000.00
3/29/13	Jodie Young	32,000.00

None b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
4/30/2013	Jodie Yong 1586 Blue Lakes Blvd., #N Twin Falls, ID 83301
3/29/13	Jodie Young 1586 Blue Lakes Blvd., #N Twin Falls, ID 83301

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.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
------------------	--------------------	------------------------

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 or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Mark S. Hemstreet 11600 SW Shilo Lane Portland, OR 97225	Member	40%

B7 (Official Form 7) (04/13)

8

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Shannon M. Hemstreet	Member	60%

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.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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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.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
See Exhibit 23		

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 **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------------	--------------------------------------

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 the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------	--------------------------------------

* * * * *

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date May 29, 2013 Signature /s/ Wes Raborn
Wes Raborn
General Counsel, Authorized Agent

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

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

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #3 b.

Name of Creditor	Address	City	State	Zip	Payment Date	Amount Paid
ARMANDO CORTES	3799 Oak 1700 E	Buhl	ID	83316	4/30/2013	25.00
BATTERIES PLUS OF IDAHO FALLS	2182 Channing Way	IdahoFalls	ID	83404	3/18/2013	96.05
BOB STEINER	22211 S. Big Cedar Lane	Beavercreek	OR	97004	3/6/2013	363.03
BOB STEINER	22211 S. Big Cedar Lane	Beavercreek	OR	97004	4/16/2013	625.07
BOB STEINER	22211 S. Big Cedar Lane	Beavercreek	OR	97004	4/30/2013	1,213.05
BOB STEINER	22211 S. Big Cedar Lane	Beavercreek	OR	97004	4/30/2013	1,094.39
CABLE ONE	PO BOX 78407	Phoenix	AZ	85062	2/7/2013	348.92
CABLE ONE	PO BOX 78407	Phoenix	AZ	85062	3/15/2013	171.96
CABLE ONE	PO BOX 78407	Phoenix	AZ	85062	4/9/2013	174.46
CALLEN REFRIGERATION	2397 N 2000E	TwinFalls	ID	83301	4/30/2013	1,161.97
CARTRIDGE WORLD GRESHAM	810 NW Eastern Pkwy	Gresham	OR	97030	3/20/2013	110.90
CARTRIDGE WORLD GRESHAM	810 NW Eastern Pkwy	Gresham	OR	97030	4/2/2013	93.25
CARTRIDGE WORLD GRESHAM	810 NW Eastern Pkwy	Gresham	OR	97030	4/15/2013	79.90
CENTURYLINK	PO BOX 52187	Phoenix	AZ	85072	3/8/2013	648.50
CENTURYLINK	PO BOX 29040	Phoenix	AZ	85038	3/11/2013	92.56
CENTURYLINK	PO BOX 29040	Phoenix	AZ	85038	3/13/2013	92.34
CENTURYLINK	PO BOX 52187	Phoenix	AZ	85072	4/4/2013	648.11
CENTURYLINK	PO BOX 29040	Phoenix	AZ	85038	4/26/2013	92.34
CHRIS AKANS	3532 SE Pinewood Ave	Hillsboro	OR	97123	3/15/2013	241.72
CITY OF TWIN FALLS	321 2nd Ave E	TwinFalls	ID	83303	2/21/2013	559.57
CITY OF TWIN FALLS	321 2nd Ave E	TwinFalls	ID	83303	3/19/2013	559.57
CITY OF TWIN FALLS	321 2nd Ave E	TwinFalls	ID	83303	4/30/2013	685.40
COLLEGE OF CENTRAL FLORIDA	3001 SW College Road	Ocala	FL	34474	4/30/2013	390.00
DARLENE KULHANKE	1586 Blue Lakes Blvd	TwinFalls	ID	83301	4/30/2013	105.63
DARLENE SCHEFFLER	100 West Towne Ridge Parkway	Sandy	UT	84070	4/30/2013	81.00
DRAKE MECHANICAL	5551 W Gowen Rd	Boise	ID	83709	3/5/2013	1,494.28
DRAKE MECHANICAL	5551 W Gowen Rd	Boise	ID	83709	4/30/2013	705.00
EXPEDIA INC	PO BOX 844120	Dallas	TX	75284	2/21/2013	453.50
EXPEDIA INC	PO BOX 844120	Dallas	TX	75284	3/22/2013	695.00
EXPEDIA INC	PO BOX 844120	Dallas	TX	75284	4/19/2013	1,292.62
FINLANDIA SAUNA INC	14010 B SW 72nd Ave	Portland	OR	97224	2/1/2013	1,000.00
FINLANDIA SAUNA INC	14010 B SW 72nd Ave	Portland	OR	97224	4/25/2013	114.87
FINLANDIA SAUNA INC	14010 B SW 72nd Ave	Portland	OR	97224	4/30/2013	4,634.15

CONFIDENTIAL

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #3 b.

<u>Name of Creditor</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Payment Date</u>	<u>Amount Paid</u>
GUEST SUPPLY	PO BOX 910	MonmouthJunction	NJ	8852	2/19/2013	1,014.51
GUEST SUPPLY	PO BOX 910	MonmouthJunction	NJ	8852	2/20/2013	487.07
GUEST SUPPLY	PO BOX 910	MonmouthJunction	NJ	8852	3/4/2013	263.52
GUEST SUPPLY	PO BOX 910	MonmouthJunction	NJ	8852	3/13/2013	400.17
GUEST SUPPLY	PO BOX 910	MonmouthJunction	NJ	8852	4/3/2013	428.10
GUEST SUPPLY	PO BOX 910	MonmouthJunction	NJ	8852	4/30/2013	1,191.86
HD SUPPLY FACILITIES MAINTENANCE,LT	PO BOX 509058	SanDiego	CA	92150	2/20/2013	394.68
HD SUPPLY FACILITIES MAINTENANCE,LT	PO BOX 509058	SanDiego	CA	92150	3/14/2013	332.55
HD SUPPLY FACILITIES MAINTENANCE,LT	PO BOX 509058	SanDiego	CA	92150	4/2/2013	399.56
HD SUPPLY FACILITIES MAINTENANCE,LT	PO BOX 509058	SanDiego	CA	92150	4/3/2013	650.81
HD SUPPLY FACILITIES MAINTENANCE,LT	PO BOX 509058	SanDiego	CA	92150	4/5/2013	206.69
HD SUPPLY FACILITIES MAINTENANCE,LT	PO BOX 509058	SanDiego	CA	92150	4/30/2013	1,383.22
HEARTLAND FOOD PRODUCTS INC	1900 West 47th Place Suite 302	Westwood	KS	66205	3/4/2013	164.24
HEARTLAND FOOD PRODUCTS INC	1900 West 47th Place Suite 302	Westwood	KS	66205	4/15/2013	198.00
HEARTLAND FOOD PRODUCTS INC	1900 West 47th Place Suite 302	Westwood	KS	66205	4/30/2013	724.67
IDAHO FIRE EXTINGUISHER CO	743 2nd Avenue East	TwinFalls	ID	83301	4/30/2013	262.55
IDAHO POWER INC	PO BOX 34966	Seattle	WA	98124	2/11/2013	3,693.73
IDAHO POWER INC	PO BOX 34966	Seattle	WA	98124	2/21/2013	5,100.31
IDAHO POWER INC	PO BOX 34966	Seattle	WA	98124	4/4/2013	4,825.41
IDAHO STATE TAX COMMISSION	PO BOX 76	Boise	ID	83707	2/19/2013	7,672.51
IDAHO STATE TAX COMMISSION	PO BOX 76	Boise	ID	83707	3/19/2013	6,708.99
IDAHO STATE TAX COMMISSION	PO BOX 76	Boise	ID	83707	4/19/2013	9,484.18
INTERMOUNTAIN GAS COMPANY INC	PO BOX 64	Boise	ID	83732	2/5/2013	305.61
INTERMOUNTAIN GAS COMPANY INC	PO BOX 64	Boise	ID	83732	3/11/2013	1,769.16
JODIE YOUNG-MGR(9U)	1586 Blue Lakes Blvd	TwinFalls	ID	83301	4/30/2013	969.20
KINETICO OF MAGIC VALLEY	201 Nevada St E	TwinFalls	ID	83301	2/25/2013	67.05
KINETICO OF MAGIC VALLEY	201 Nevada St E	TwinFalls	ID	83301	4/4/2013	48.76
LASERCARE INC	10865 SW 5th St Ste 100	Beaverton	OR	97005	1/31/2013	322.00
LASERCARE INC	10865 SW 5th St Ste 100	Beaverton	OR	97005	4/3/2013	171.67
LASERCARE INC	10865 SW 5th St Ste 100	Beaverton	OR	97005	4/30/2013	469.00
LODGENET ENTERTAINMENT CORP	3900 W Innovation St	SiouxFalls	SD	57107	2/15/2013	761.15
LODGENET ENTERTAINMENT CORP	3900 W Innovation St	SiouxFalls	SD	57107	3/13/2013	810.67
MARIE TYECE SAWYER	359 4th Ave N	TwinFalls	ID	83301	4/30/2013	25.00
PARADIGM TAX GROUP	3030 N Central Ave Ste 1001	Phoenix	AZ	85012	3/29/2013	3,859.00

CONFIDENTIAL

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #3 b.

<u>Name of Creditor</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Payment Date</u>	<u>Amount Paid</u>
PORTLAND LIGHTING INC	10120 SW Nimbus Ste c6	Portland	OR	97223	3/15/2013	277.81
PSI ENVIRONMENTAL SYSTEMS INC.	PO BOX 2399	TwinFalls	ID	83303	1/31/2013	275.67
PSI ENVIRONMENTAL SYSTEMS INC.	PO BOX 2399	TwinFalls	ID	83303	2/14/2013	284.95
PSI ENVIRONMENTAL SYSTEMS INC.	PO BOX 2399	TwinFalls	ID	83303	3/29/2013	575.41
PSI ENVIRONMENTAL SYSTEMS INC.	PO BOX 2399	TwinFalls	ID	83303	4/30/2013	290.65
REIS PLUMBING & HEATING INC	3963 N 2300 E	Filer	ID	83328	4/5/2013	1,098.97
ROTO ROOTER	125 Heyburn Ave W	TwinFalls	ID	83301	4/30/2013	2,761.58
ROY DENMAN	120 Washington St S	TwinFalls	ID	83301	4/30/2013	25.00
RYAN SAWERS	7308 185th KP N	Vaughn	WA	98394	4/30/2013	25.00
SALMON RIVE CATTLEMAN ASSOC	PO BOX 284	TwinFalls	ID	83303	4/30/2013	106.00
SAWYERS PEST CONTROL ORKIN IDAHO	107 W 43rd St	Boise	ID	83714	4/30/2013	363.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW Shilo Lane	Portland	OR	97225	2/6/2013	3,098.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW Shilo Lane	Portland	OR	97225	2/7/2013	793.58
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW Shilo Lane	Portland	OR	97225	2/19/2013	930.38
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW Shilo Lane	Portland	OR	97225	3/12/2013	3,235.09
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW Shilo Lane	Portland	OR	97225	3/26/2013	182.92
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW Shilo Lane	Portland	OR	97225	4/9/2013	4,932.52
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW Shilo Lane	Portland	OR	97225	4/15/2013	658.24
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	2/7/2013	2,546.00
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	2/8/2013	2,349.00
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	3/7/2013	1,889.46
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	3/12/2013	6,171.00
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	3/19/2013	1,777.00
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	3/26/2013	1,345.18
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	4/4/2013	1,111.00
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	4/5/2013	2,648.00
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	4/8/2013	5,758.00
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	4/9/2013	2,281.00
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	4/15/2013	1,017.00
SHILO MANAGEMENT CORP	11600 SW Shilo Lane	Portland	OR	97225	4/16/2013	1,095.48
SIMMONS CONTRACT SALES LLC	One Concourse Prkwy ste 800	Atlanta	GA	30328	2/21/2013	4,340.00
SNAKE RIVER YELLOW CAB LLC	238 Tyler St	TwinFalls	ID	83301	2/28/2013	132.00
SNAKE RIVER YELLOW CAB LLC	238 Tyler St	TwinFalls	ID	83301	3/29/2013	96.00
SNAKE RIVER YELLOW CAB LLC	238 Tyler St	TwinFalls	ID	83301	4/30/2013	60.00

CONFIDENTIAL

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #3 b.

<u>Name of Creditor</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Payment Date</u>	<u>Amount Paid</u>
SYSCO FOOD SERVICE OF IDAHO	PO BOX 170007	Boise	ID	83717	2/15/2013	3,984.30
SYSCO FOOD SERVICE OF IDAHO	PO BOX 170007	Boise	ID	83717	3/14/2013	967.32
SYSCO FOOD SERVICE OF IDAHO	PO BOX 170007	Boise	ID	83717	4/10/2013	166.26
SYSCO FOOD SERVICE OF IDAHO	PO BOX 170007	Boise	ID	83717	4/17/2013	7,011.22
SYSCO FOOD SERVICE OF IDAHO	PO BOX 170007	Boise	ID	83717	4/18/2013	221.48
SYSCO FOOD SERVICE OF IDAHO	PO BOX 170007	Boise	ID	83717	4/30/2013	4,172.11
SYSCO FOOD SERVICE OF IDAHO	PO BOX 170007	Boise	ID	83717	4/30/2013	1,258.34
TAH ENTERPRISES LLC	10940 SW Barnes Rd #191	Portland	OR	97225	4/3/2013	259.54
TAH ENTERPRISES LLC	10940 SW Barnes Rd #191	Portland	OR	97225	4/9/2013	254.03
TAH ENTERPRISES LLC	10940 SW Barnes Rd #191	Portland	OR	97225	4/16/2013	257.42
TASKAR KIBBEE & ASSOCIATES PC	4900 SW Griffith Dr Ste 269	Beaverton	OR	97005	4/19/2013	300.00
TERESA MALASKI	3100 Autumn Wood Dr	Pahrump	NV	89048	4/30/2013	25.00
THYSSENKRUPP ELEVATOR	PO BOX 933013	Atlanta	GA	31193	2/22/2013	1,135.68
THYSSENKRUPP ELEVATOR	PO BOX 933013	Atlanta	GA	31193	4/12/2013	395.00
THYSSENKRUPP ELEVATOR	PO BOX 933013	Atlanta	GA	31193	4/18/2013	1,169.75
TRAVIS PIERCE	715 7Th st West	Gooding	ID	83330	4/30/2013	25.00
WASHINGTON AUTOMATED INC	5801 23rd Dr w Ste 103	Everett	WA	98203	4/30/2013	322.97
WORLD CINEMA INC	9801 Westheimer #409	Houston	TX	77042	3/7/2013	1,216.41
WORLD CINEMA INC	9801 Westheimer #409	Houston	TX	77042	3/28/2013	1,216.41
YOUNG ELECTRIC SIGN COMPANY	PO BOX 11676	Tacoma	WA	98411	3/14/2013	2,343.75
YOUNG ELECTRIC SIGN COMPANY	PO BOX 11676	Tacoma	WA	98411	4/18/2013	2,159.57

TOTAL: 81,274.75

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #3 c.

<u>Name of Creditor</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Relationship to Debtor</u>	<u>Payment Date</u>	<u>Amount Paid</u>
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/15/12	7,471.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/19/12	18,953.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/21/12	6,935.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/22/12	3,020.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/25/12	11,773.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/25/12	4,480.41
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/26/12	15,861.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/27/12	3,173.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/28/12	11,512.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		6/29/12	2,801.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		7/02/12	2,749.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		7/16/12	5,147.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		7/17/12	24,097.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		7/18/12	16,137.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		7/19/12	11,296.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		7/20/12	7,630.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		7/23/12	16,010.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		7/24/12	17,870.32
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		8/15/12	5,510.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		8/16/12	4,138.11
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		9/25/12	5,761.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		9/26/12	4,011.74
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		10/09/12	427.81
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		10/15/12	1,292.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		10/16/12	5,615.70
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		11/02/12	1,322.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		11/06/12	723.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		11/07/12	4,357.96
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		11/13/12	340.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		11/16/12	262.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		11/19/12	1,454.64
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		12/07/12	2,431.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		12/10/12	863.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		12/12/12	805.00

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #3 c.

Name of Creditor	Address	City	State	Zip	Relationship to Debtor	Payment Date	Amount Paid
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		12/13/12	1,038.79
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		1/07/13	3,224.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		1/23/13	892.67
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		2/06/13	3,098.00
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		2/07/13	793.58
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		2/19/13	930.38
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		3/12/13	3,235.09
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		3/26/13	182.92
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		4/09/13	4,932.52
SHILO FRANCHISE INTERNATIONAL LLC	11600 SW SHILO LANE	PORTLAND	OR	97225		4/15/13	658.24
SHILO INN SALT LAKE CITY LLC	206 S WEST TEMPLE	SALT LAKE CITY	UT	84101		5/08/12	837.07
SHILO INN BOISE RIVERSIDE LLC	3031 MAIN STREET	BOISE	ID	83702		5/08/12	444.47
SHILO INN COEUR D'ALENE LLC	702 WEST APPLEWAY	COEUR D ALENE	ID	83814		5/08/12	1,882.63
SHILO INN BOISE AIRPORT LLC	4111 BROADWAY AVENUE	BOISE	ID	83705		5/08/12	307.05
SHILO INN IDAHO FALLS LLC	780 LINDSAY BOULEVARD	IDAHO FALLS	ID	83402		5/08/12	149.04
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		5/21/12	66,996.55
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		5/29/12	12,567.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		5/30/12	3,564.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		5/31/12	4,423.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		6/05/12	7,510.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		6/12/12	8,809.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		6/18/12	8,512.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		6/20/12	5,205.00

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #3 c.

Name of Creditor	Address	City	State	Zip	Relationship to Debtor	Payment Date	Amount Paid
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		6/26/12	3,409.01
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		7/02/12	1,242.39
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		7/13/12	817.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		7/16/12	4,734.21
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		8/14/12	7,749.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		8/16/12	262.86
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		9/07/12	3,065.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		9/25/12	5,024.35
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		10/09/12	2,555.03
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		10/10/12	4,842.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		10/15/12	695.14
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		10/22/12	1,295.64
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		10/31/12	1,348.47
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		11/01/12	3,355.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		11/02/12	2,102.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		11/13/12	2,234.07
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		11/28/12	1,398.95
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		12/06/12	5,202.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		12/07/12	255.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		12/12/12	1,309.20
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		1/10/13	1,157.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		1/14/13	3,473.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		1/23/13	753.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		1/24/13	1,780.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		1/25/13	765.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		1/29/13	882.74
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		2/07/13	2,546.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		2/08/13	2,349.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		3/07/13	1,889.46
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		3/12/13	6,171.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		3/19/13	1,777.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		3/26/13	1,345.18
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		4/04/13	1,111.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		4/05/13	2,648.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		4/08/13	5,758.00

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #3 c.

<u>Name of Creditor</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Relationship to Debtor</u>	<u>Payment Date</u>	<u>Amount Paid</u>
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		4/09/13	2,281.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		4/15/13	1,017.00
SHILO MANAGEMENT CORP	11600 SW SHILO LANE	PORTLAND	OR	97225		4/16/13	1,095.48
TOTAL:							458,118.87

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #23

<u>Name of Recipient</u>	<u>Relationship to Debtor</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Date</u>	<u>Purpose</u>	<u>(Advance) / Draws</u>
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/2/2012	AP TRANSFER	3,423.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/2/2012	AP TRANSFER	5,000.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/3/2012	AP TRANSFER	2,374.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/4/2012	AP TRANSFER	1,767.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/7/2012	AP TRANSFER	482.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/7/2012	AP TRANSFER	4,150.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/8/2012	FUND A/P	(1,367.66)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/8/2012	PR TRANSFER	5,000.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/8/2012	PR TRANSFER	18,215.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/9/2012	AP TRANSFER	2,237.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/10/2012	AP TRANSFER	5,239.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/11/2012	AP TRANSFER	9,105.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	5/31/2012	FUND A/P	(29,162.39)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	6/11/2012	FUND A/P	(125.30)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	6/27/2012	AP TRANSFER	581.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	6/29/2012	FUND A/P	(6.50)
Mark S Hemstreet	LLM Member	11600 SW SHILO LN	PORTLAND	OR	97225	6/30/2012	CURE PRP TAX/MORT	(424,927.01)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	6/30/2012	FUND A/P	(135.50)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	6/30/2012	FUND A/P	(66.93)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/17/2012	FUND A/P	(114.45)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/24/2012	PR TRANSFER	268.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/24/2012	AP TRANSFER	4,396.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/25/2012	PR TRANSFER	1,002.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/26/2012	AP TRANSFER	848.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/26/2012	AP TRANSFER	4,388.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/27/2012	AP TRANSFER	7,327.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/30/2012	PR TRANSFER	11,454.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/31/2012	FUND A/P	(1,500.00)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/31/2012	AP TRANSFER	3,893.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	7/31/2012	AP TRANSFER	17,250.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/7/2012	FUND A/P	(47.62)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/21/2012	PR TRANSFER	3,160.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/21/2012	AP TRANSFER	6,144.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/22/2012	AP TRANSFER	4,038.00

CONFIDENTIAL

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #23

<u>Name of Recipient</u>	<u>Relationship to Debtor</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Date</u>	<u>Purpose</u>	<u>(Advance) / Draws</u>
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/23/2012	PR TRANSFER	3,429.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/23/2012	AP TRANSFER	3,680.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/24/2012	AP TRANSFER	9,770.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/27/2012	FUND A/P	9,507.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/28/2012	FUND A/P	19,614.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/29/2012	FUND A/P	7,901.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/30/2012	FUND A/P	(83.76)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	8/30/2012	FUND A/P	6,451.45
Mark S Hemstreet	LLM Member	11600 SW SHILO LN	PORTLAND	OR	97225	8/31/2012	ADJ CURE TAX/MORT TO ADV	(540,936.53)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	9/18/2012	FUND T/A	(21.22)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	9/25/2012	FUND A/P	54,868.63
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	9/26/2012	FUND P/R	1,748.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	9/30/2012	FUND A/P	(4,595.79)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/9/2012	FUND A/P	(412.99)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/17/2012	FUND A/P	3,639.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/23/2012	FUND A/P	(65.28)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/23/2012	FUND A/P	2,828.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/24/2012	FUND P/R	1,712.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/24/2012	FUND A/P	1,834.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/25/2012	FUND A/P	5,337.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/26/2012	FUND A/P	2,003.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/26/2012	FUND P/R	2,500.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/29/2012	FUND P/R	1,082.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/29/2012	FUND A/P	2,427.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/29/2012	FUND A/P	2,629.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/30/2012	FUND P/R	14,575.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/31/2012	FUND A/P	(4,536.78)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/31/2012	FUND A/P	(302.29)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/31/2012	FUND A/P	(150.10)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/31/2012	FUND A/P	(109.49)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/31/2012	ADJ A/P TRADE CABLE ONE	344.42
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	10/31/2012	FUND P/R	4,060.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/1/2012	FUND A/P	(58.06)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/6/2012	FUND A/P	(23.10)

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #23

<u>Name of Recipient</u>	<u>Relationship to Debtor</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Date</u>	<u>Purpose</u>	<u>(Advance) / Draws</u>
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/7/2012	FUND A/P	10,018.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/9/2012	FUND A/P	(22.94)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/13/2012	FUND A/P	(40.23)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/19/2012	FUND A/P	(123.76)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/19/2012	FUND A/P	1,931.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/19/2012	FUND P/R	5,000.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/29/2012	FUND P/R	2,083.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/29/2012	FUND A/P	13,058.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/30/2012	FUND A/P	(322.01)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/30/2012	FUND A/P	(102.02)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	11/30/2012	FUND P/R	3,546.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/3/2012	FUND A/P	(118.57)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/18/2012	FUND P/R	2,164.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/21/2012	FUND P/R	3,085.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/24/2012	FUND A/P	(42.60)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/27/2012	FUND A/P	(57.42)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/31/2012	FUND A/P	(42,741.11)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/31/2012	FUND A/P	(16,245.60)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/31/2012	FUND A/P	(3,333.00)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/31/2012	FUND A/P	(1,216.41)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/31/2012	FUND A/P	(1,104.00)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	12/31/2012	FUND A/P	69,183.69
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/11/2013	FUND A/P	11,054.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/25/2013	FUND A/P	(46.60)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/28/2013	FUND A/P	4,077.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/29/2013	FUND P/R	3,639.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/30/2013	FUND A/P	255.68
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/30/2013	FUND A/P	2,316.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/31/2013	FUND A/P	(84.75)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/31/2013	FUND P/R	609.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/31/2013	FUND A/P	860.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	1/31/2013	SHORTTERM NOTE PAYABLE	52,000.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	2/11/2013	FUND P/R	3,168.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	2/20/2013	FUND A/P	8,034.00

SHILO INN, TWIN FALLS, LLC
STATEMENT OF FINANCIAL AFFAIRS
SCHEDULE #23

<u>Name of Recipient</u>	<u>Relationship to Debtor</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Date</u>	<u>Purpose</u>	<u>(Advance) / Draws</u>
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	2/22/2013	FUND A/P	2,967.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	2/28/2013	GIFT PAPER PD 8/16/12	52.29
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/1/2013	FUND A/P	19,771.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/14/2013	FUND A/P	3,817.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/19/2013	AP TRANSFER	488.21
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/22/2013	FUND P/R	(900.00)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/26/2013	FUND P/R	13,954.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/27/2013	FUND A/P	572.63
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/27/2013	FUND A/P	4,173.37
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/28/2013	FUND A/P	(21.34)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/29/2013	FUND A/P	8,888.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/31/2013	FUND A/P	(3,859.00)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	3/31/2013	FUND A/P	(1,216.41)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/11/2013	FUND P/R	205.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/16/2013	FUND P/R	18,721.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/17/2013	FUND A/P	1,291.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/23/2013	FUND P/R	8,066.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/24/2013	FUND A/P	(24.03)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/25/2013	FUND A/P	6,590.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/26/2013	FUND A/P	5,946.00
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/30/2013	FUND A/P	(19,125.29)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/30/2013	FUND A/P	(355.04)
Various Affiliate Co.	Affiliate Company	11600 SW SHILO LN	PORTLAND	OR	97225	4/30/2013	FUND P/R	14,744.00

Total (Advance) / Draws: (509,842.51)

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re Shilo Inn, Twin Falls, LLC Debtor.	Case No.: 2:13-bk-21601-VZ <p style="text-align: center;">DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR</p>

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

For legal services, I have agreed to accept	\$	<u>171,500.00</u>
Prior to the filing of this statement I have received	\$	<u>63,500.00</u>
Balance Due	\$	<u>108,000.00</u>

2. \$ **0.00** of the filing fee has been paid.

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

Debtor Other (specify):

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

Debtor Other (specify): **Shannon Hemstreet, member of Debtors, which will be deemed to be capital contribution to Debtors.**

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

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

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

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

Advising the Debtor with regard to the requirements of the Bankruptcy Court, Bankruptcy Code, Bankruptcy Rules and the Office of the United States Trustee as they pertain to the Debtor; advising the Debtor with regard to certain rights and remedies of its bankruptcy estate and the rights, claims and interests of creditors; representing the Debtor in any proceeding or hearing in the Bankruptcy Court involving its estate unless the Debtor is represented in such proceeding or hearing by other special counsel; conducting examinations of witnesses, claimants or adverse parties and representing the Debtor in any adversary proceeding except to the extent that any such adversary proceeding is in an area outside of LNBYB's expertise or which is beyond LNBYB's staffing capabilities; preparing and assisting the Debtor in the preparation of reports, applications, pleadings and orders including, but not limited to, applications to employ professionals, interim statements and operating reports, initial filing requirements, schedules and statement of financial affairs, lease pleadings, cash collateral pleadings, financing pleadings, and pleadings with respect to the Debtor's use, sale or lease of property outside the ordinary course of business; representing the Debtor with regard to obtaining use of debtor in possession financing and/or cash collateral including, but not limited to, negotiating and seeking Bankruptcy Court approval of any debtor in possession financing and/or cash collateral pleading or stipulation and preparing any pleadings relating to obtaining use of debtor in possession financing and/or cash collateral; assisting the Debtor in the negotiation, formulation, preparation and confirmation of a plan of reorganization and the preparation and approval of a disclosure statement in respect of the plan; and performing any other services which may be appropriate in LNBRB's representation of the Debtor during its bankruptcy case.

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

Matters which are outside of LNBYB's specialization

CERTIFICATION

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

May 29, 2013

Date

/s/ David B. Golubchik

David B. Golubchik 185520

Signature of Attorney

Levene, Neale, Bender, Yoo & Brill LLP

Name of Law Firm

10250 Constellation Blvd.

Suite 1700

Los Angeles, CA 90067

(310) 229-1234

Attorney or Party Name, Address, Telephone & FAX Nos., and State Bar No. & Email Address David B. Golubchik 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067 (310) 229-1234 California State Bar Number: 185520	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: Shilo Inn, Twin Falls, LLC	CASE NO.: 2:13-bk-21601-VZ ADVERSARY NO.: CHAPTER: 11
Debtor(s), Plaintiff(s), Defendant(s).	CORPORATE OWNERSHIP STATEMENT PURSUANT TO FRBP 1007(a)(1) and 7007.1, and LBR 1007-4
	[No hearing]

Pursuant to FRBP 1007(a)(1) and 7007.1, and LBR 1007-4, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this Statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.

I, **David B. Golubchik 185520**, the undersigned in the above-captioned case, hereby declare
 (Print Name of Attorney or Declarant)
 under penalty of perjury under the laws of the United States of America that the following is true and correct:

[Check the appropriate boxes and, if applicable, provide the required information.]

1. I have personal knowledge of the matters set forth in this Statement because:
- I am the president or other officer or an authorized agent of the Debtor corporation
 - I am a party to an adversary proceeding
 - I am a party to a contested matter
 - I am the attorney for the Debtor corporation
- 2.a. The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:
[For additional names, attach an addendum to this form.]
- b. There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

May 29, 2013

Date

By: **/s/ David B. Golubchik**

Signature of Debtor, or attorney for Debtor

Name: **David B. Golubchik 185520**

Printed name of Debtor, or attorney for Debtor