E-filed on ____

Matthew C. Zirzow
Name
7222
Bar Code #
810 S. Casino Center Blvd. #101
Las Vegas, NV 89101
Address
(702) 382-1170
Phone Number

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re: **Western Funding Incorporated**

Case No.: **13-17588**
Chapter: **11**
Trustee

Debtor(s)

AMENDMENT COVER SHEET

The following items have been amended in the above named bankruptcy proceeding (check all applicable boxes).

- ☐ Voluntary Petition (specify reason for amendment)
- ☒ Summary of Schedules
- ☐ Schedule A - Real Property
- ☐ Schedule B - Personal Property
- ☐ Schedule C - Property Claimed as exempt
- ☒ Schedule D, E, or F, and/or Matrix, and/or List of Creditors or Equity Holders
  - ☐ Add/delete creditor(s), change amount or classification of debt - **$30.00 Fee required**
  - ☒ Add/change address of already listed creditor - **No fee**
- ☐ Schedule G - Schedule of Executory Contracts and Unexpired Leases
- ☐ Schedule J - Current Expenditures of Individual Debtor(s)
- ☒ Declaration Concerning Debtor's Schedules
- ☒ Statement of Financial Affairs and/or Declaration
- ☐ Disclosure of Compensation of Attorney for Debtor(s)

Amendment of debtor(s) Social Security Number requires the filer to follow the instructions provided by the Office of the U.S. Trustee, see link to the U.S. Trustee's website on our website: www.nvb.uscourts.gov

Declaration of Debtor

I (We) declare under penalty of perjury that the information set forth in the amendment(s) attached hereto is (are) true and correct to the best of my (our) information and belief.

Frederick A. Cooper
Debtor's Signature
Date: 11/20/2013

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B6 Summary (Official Form 6 - Summary) (12/07)

United States Bankruptcy Court
District of Nevada

In re **Western Funding Incorporated**, Debtor

Case No. **13-17588**

Chapter **11**

SUMMARY OF SCHEDULES - AMENDED

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	400,000.00		
B - Personal Property	Yes	5	48,113,558.94		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	3		30,870,301.70	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	71		352,607.38	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	138		13,221,004.38	
G - Executory Contracts and Unexpired Leases	Yes	44			
H - Codebtors	Yes	7			
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		269			
		Total Assets	48,513,558.94		
			Total Liabilities	44,443,913.46	

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

In re **Western Funding Incorporated**, Debtor

Case No. **13-17588**

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS - AMENDED

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.)	CODEBTOR	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. **Creditor #: 1** **BMO Harris Bank, N.A.** **Attn: Bankruptcy Dept / Managing Agent** **115 South LaSalle Street** **Chicago, IL 60603**	X	-	**3/14/12** **First Priority Security interest in and to substantially all personal property, pledges of stock, and deposit account control agreement** Value $ **Unknown**				**30,870,301.70**	**Unknown**
Account No. **Chapman & Cutler, LLP** **Attn: David Audley, Esq.** **111 West Monroe** **Chicago, IL 60603**			**Representing:** **BMO Harris Bank, N.A.** Value $				**Notice Only**	
Account No. **CSC** **Attn: Bankruptcy Dept / Managing Agent** **2730 Gateway Oaks Drive, Suite 100** **Sacramento, CA 95833**			**Representing:** **BMO Harris Bank, N.A.** Value $				**Notice Only**	
Account No. **Lionel Sawyer & Collins** **Attn: Rodney M. Jean, Esq.** **1700 Bank of America Plaza** **300 South Fourth Street** **Las Vegas, NV 89101**			**Representing:** **BMO Harris Bank, N.A.** Value $				**Notice Only**	
2 continuation sheets attached						Subtotal (Total of this page)	**30,870,301.70**	**0.00**

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B6D (Official Form 6D) (12/07) - Cont.

In re **Western Funding Incorporated**, Debtor

Case No. **13-17588**

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS - AMENDED
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODEBTOR	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. **Creditor #: 2** **Ellen H. Hardymon** **c/o Murray Murphy Moul & Basil, LLP** **Attn: Brian A. Basil** **1533 Lake Shore Drive** **Columbus, OH 43204**		-	**Recorded deeds of trust on Las Vegas, Houston and San Jose real property to secure class B preferred return** Value $ **Unknown**	X		X	**Unknown**	**Unknown**
Account No. **Creditor #: 3** **Philipp D. Nick** **c/o Murray Murphy Moul & Basil, LLP** **Attn: Brian A. Basil** **1533 Lake Shore Drive** **Columbus, OH 43204**		-	**Recorded deeds of trust on Las Vegas, Houston and San Jose real property to secure class B preferred return** Value $ **Unknown**	X		X	**Unknown**	**Unknown**
Account No. **Creditor #: 4** **Suzanne H. Nick Irrevo. Family Trust One** **c/o Murray Murphy Moul & Basil, LLP** **Attn: Brian A. Basil** **1533 Lake Shore Drive** **Columbus, OH 43204**		-	**Recorded deeds of trust on Las Vegas, Houston and San Jose real property to secure class B preferred return** Value $ **Unknown**	X		X	**Unknown**	**Unknown**
Account No. **Creditor #: 5** **Suzanne H. Nick Irrevo. Family Trust Two** **c/o Murray Murphy Moul & Basil, LLP** **Attn: Brian A. Basil** **1533 Lake Shore Drive** **Columbus, OH 43204**		-	**Recorded deeds of trust on Las Vegas, Houston and San Jose real property to secure class B preferred return** Value $ **Unknown**	X		X	**Unknown**	**Unknown**
Account No. **Creditor #: 6** **Thomas F Havens Irrevo. Family Trust One** **c/o Murray Murphy Moul & Basil, LLP** **Attn: Brian A. Basil** **1533 Lake Shore Drive** **Columbus, OH 43204**		-	**Recorded deeds of trust on Las Vegas, Houston and San Jose real property to secure class B preferred return** Value $ **Unknown**	X		X	**Unknown**	**Unknown**
Sheet **1** of **2** continuation sheets attached to Schedule of Creditors Holding Secured Claims							Subtotal (Total of this page) **0.00**	**0.00**

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B6D (Official Form 6D) (12/07) - Cont.

In re **Western Funding Incorporated**, Debtor

Case No. **13-17588**

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS - AMENDED
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODEBTOR	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. **Creditor #: 7** **Thomas F Havens Irrevo. Family Trust Two** **c/o Murray Murphy Moul & Basil, LLP** **Attn: Brian A. Basil** **1533 Lake Shore Drive** **Columbus, OH 43204**		-	**Recorded deeds of trust on Las Vegas, Houston and San Jose real property to secure class B preferred return** Value $ **Unknown**	X		X	**Unknown**	**Unknown**
Account No. Value $								
Account No. Value $								
Account No. Value $								
Account No. Value $								

Sheet **2** of **2** continuation sheets attached to Schedule of Creditors Holding Secured Claims

Subtotal (Total of this page)	**0.00**	**0.00**
Total (Report on Summary of Schedules)	**30,870,301.70**	**0.00**

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B6 Declaration (Official Form 6 - Declaration). (12/07)

United States Bankruptcy Court
District of Nevada

In re **Western Funding Incorporated** Debtor(s)

Case No. **13-17588**
Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES - AMENDED

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President, Chief Executive Officer, and Director 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 **271** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date 11/20/2013

Signature

Frederick A. Cooper
President, Chief Executive Officer, and Director

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

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B7 (Official Form 7) (04/13)

United States Bankruptcy Court
District of Nevada

In re **Western Funding Incorporated** Debtor(s)

Case No. **13-17588**

Chapter **11**

STATEMENT OF FINANCIAL AFFAIRS - AMENDED

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
$-3,533,328.00	**2013 YTD Income from operation of business (Based off financial statement through August 31, 2013)**
$15,143,074.00	**2012 Income from operation of business (Based off tax return)**
$15,734,087.00	**2011 Income from operation of business (Based off tax return)**

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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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

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

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 Attachment			

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
Juliette Henley, et al. v. Western Funding Incorporated, et al. Cause No.: 12SL-CC02283	**Class Action**	**Circuit Court of St. Louis County, Circuit Division, Missouri**	**Pending**
Sammy Lewis v. Experian Information Solutions and Western Funding Incorporated Case No.: 4:13-cv-1514	**Fair Credit Reporting Act Violations**	**In the United States District Court For the Southern District of Texas Houston Division**	**Pending**
Brian Beavan v. Commissioner of Tennessee Department of Labor and Workforce Dev., and Western Funding, Inc. Court Docket No. 13-0891-1	**Unemployment Decision**	**In the Chancery Court for Davidson County, Tennessee**	**Pending**
Western Funding Inc., a California Corporation v. Eastern Capital Financial Services et al. Case No. CACE-12-8180 (04)		**In the Circuit Court of the Seventeenth Judicial Circuit in and for Broward County, Florida**	**Pending**

* *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.*

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CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
BMO Harris Bank, N.A. v. Western Funding Incorporated Case No.: A-13-687299-B	Business Court	District Court Clark County, Nevada	Pending
Charles Mack Wilkinson dba Texas Auto Credit v. Western Funding Incorporated Case No.: 13385JC	Small Claims	Justice Court/Small Claims Court G. Trey Spikes Justice of the Peace, Precinct No. 2	Pending
Brian Beavan v. Western Funding, Inc. Case No. 13-cv-00352	Post termination retalitation	United States District Court for the Middle District of Tennessee	Pending
Bradley Reliford v. Western Funding, Inc. Case No. 13-cv-00353	Retaliatory Discharge under the TPPA. Tenn. Code Ann. 50-1-304	In the United States District Court for the Middle District of Tennessee	Pending
Western Funding Inc a/a/o Maize Motors v. Derrick S. Davis & Carmesha L. Woodley Case No. 1116-cv-11946		In the Circuit Court of Jackson County, Missouri at Kansas City	Pending
Steve Baglivo v. Western Funding Inc. et al. Case No.: 1218775		In the Ciruit Court of the 17th Judicial Circuit in and for Broward County, Florida	Voluntary Dismissal in May 2012
Western Funding, Inc. v. Tony Tudor d/b/a Sunset Auto Sales Cause No. CV12-174(F)(PO)		In the Circuit Court of Pontotoc County, Mississippi	Pending
Amanda Nunez v. Western Funding Incorporated	CC Other Tort	In the 21st Judicial Circuit Court, St. Louis County, Missouri	Pending
Amber Bryant v. Western Funding Incorporated Case No.: 12SL-CC03690	CC Other Tort	In the 21st Judicial Circuit Court, St. Louis County, Missouri	Pending
Antonio Lewis v. Western Funding Incorporated Case No.: 12SL-CC02292	CC Other Tort	In the 21st Judicial Circuit Court, St. Louis County, Missouri	Pending
Ardella Williams v. Western Funding Incorporated et al. Case No. 12SL-CC02294	CC Other Tort	In the Circuit Court of St. Louis County, Missouri	Pending
Daryl Shanks v. Western Funding Incorporated et al. Case No. 1SL-CC03689		In the 21st Judicial Circuit Court, St. Louis County, Missouri	Pending
Dwayne Mason v. Western Funding incorporated et al. Case No.: 12SL-CC02286	CC Other Tort	In the 21st Judicial Circuit Court, St. Louis County, Missouri	Pending
Hosea Robinson v. Western Funding Incorporated et al. Case No.: 12SL-CC02856	CC Other Tort	In the 21st Judicial Ciruit Court, St. Louis County, Missouri	Pending
Joyce Dye v. Western Funding Incorporated et al. Case No.: 12SL-CC02698	CC Other Tort	In the Circuit Court of St. Louis County, Missouri	Pending
Juliette Henley v. Western Funding Incorporated et al. Case No.: 12SL-CC02283	CC Other Tort	In the 21st Judicial Circuit Court, St. Louis County, Missouri	Pending
Katrice Roy v. Western Funding Incorporated et al. Case No. 12SL-CC02875	CC Other Tort	In the Circuit Court of St. Louis County, Missouri	Pending
Lula Parker v. Western Funding Incorporated et al. Case No.: 12SL-CC02288	CC Other Tort	In the Circuit Court of St. Louis County, Missouri	Pending

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CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Marvin Waldon v. Western Funding Incorporated et al. Case No.: 12SL-CC02418	**CC Other Tort**	**In the Circuit Court of St. Louis County, Missouri**	**Pending**
Mary Taylor v. Western Funding Incorporated et al. Case No.: 12SL-CC03691	**CC Other Tort**	**In the Circuit Court of St. Louis County, Missouri**	**Pending**
Melinda Janson v. Western Funding Incorporated et al. Case No. 12SL-CC02290	**CC Other Tort**	**In the 21st Judicial Circuit Court, St. Louis County, Missouri**	**Pending**
Monique Crockett v. Western Funding Incorporated et al. Case No.: 12SL-CC02285	**CC Other Tort**	**In the 21st Judicial Circuit Court, St. Louis County, Missouri**	**Pending**
Tara Pesnell v. Western Funding Incorporated et al. Case No.: 12SL-CC02381	**CC Other Tort**	**In the Circuit Court of St. Louis County, Missouri**	**Pending**
Tierra Thomas v. Western Funding Incorporated et al. Case No.: 12SL-CC02289	**CC Other Tort**	**In the 21st Judicial Circuit Court, St. Louis County, Missouri**	**Pending**
Tracey Kemp v. Western Funding Incorporated et al. Case No.: 12SL-CC03119	**CC Other Tort**	**In the Circuit Court of St. Louis County, Missouri**	**Pending**
Veronica Harris-Waller v. Western Funding Incorporated et al. Case No.: 12SL-CC02295	**CC Other Tort**	**In the 21st Judicial Circuit Court, St. Louis County, Missouri**	**Pending**

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

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

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
Larry Singer, LLC 2317 Calle De Nuevo Las Vegas, NV 89102	**Eighth Judicial District Court Clark County Nevada BMO Harris Bank, N.A. v. Western Funding Incorporated / Case No.:A687299**	**September 4, 2013**	

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
See Attachment			

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

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
LARSON & ZIRZOW 810 S. Casino Center Blvd. #101 Las Vegas, NV 89101	**June 2013**	**$373,000.00**

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

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

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

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

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

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

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

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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

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

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.

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
Western Funding Inc. of Nevada	**88-0331723**	**3915 E. Patrick Lane Las Vegas, NV 89120**	**Foreign Corporation**	**August 3, 1987 to Present**

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
BDO USA, LLP **6671 Las Vegas Blvd. South, Ste. 200** **Las Vegas, NV 89119**	**2009-2013**
Ed Bentzen **3915 E. Patrick Lane** **Las Vegas, NV 89120**	**November 8, 2010 to Present**
Guerin B Senter **2314 Prometheus Court** **Henderson, NV 89074**	**August 25, 2011 to July 11, 2013**
Amber Hahn **3915 E. Patrick Lane** **Las Vegas, NV 89120**	**February 16, 2011 to Present**
Elizabeth Utiger **632 Aylesford Lane** **Franklin, TN 37069**	**July 16, 2012 to September 14, 2012**

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
BDO USA, LLP	**6671 Las Vegas Blvd. South, Ste. 200** **Las Vegas, NV 89119**	**2009-2013**

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.

NAME	ADDRESS

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	DATE ISSUED

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)

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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

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
Frederick A. Cooper 3915 E. Patrick Lane Las Vegas, NV 89120	**CEO and Director**	**0%**
Katherine Cooper 3915 E. Patrick Lane Las Vegas, NV 89120	**Director and President**	**0%**
Harbor Structured Finance, LLC C/o The Corporation Trust Co. Corporate Trust Center 1209 Orange Street Wilmington, DE 19801		**100%**

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

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

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
Phillip D. Nick, Ellen H. Hardymon, Suzanne K. Nick Irrevocable Family Trust One, Suzanne K. Nick Irrevocable Family Trust Two, Thomas F. Havens Irrevocable Family Trust One, and Thomas F. Havens Irrevocable Family Trust Two c/o Murray, Murphy, Moul + Basil, LLP Attn: Joseph Murray, Esq. 1533 Lake Shore Drive Columbus, Ohio, 43204	**9/14/12 for dividend**	**$112,500.00**

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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 11/20/2013 Signature _____

Frederick A. Cooper
President, Chief Executive Officer, and Director

[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

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STATEMENT OF FINANCIAL AFFAIRS #3(c) ATTACHMENT

Out of an abundance of caution and erring on the side of over-inclusion, Debtor has disclosed each payment tendered to an insider in the one year immediately preceding the Petition Date irrespective of the fact that the non-employment-related payments to insiders are: (i) reimbursements by Debtor to the insiders for the Debtor's ordinary course operating expenses that had been paid by such insiders; (ii) payments to credit card companies for the Debtor's ordinary course operating expenses that had been charged to the insider's personal credit cards; and (iii) other reimbursements for short term loans tendered by the insiders to Debtor in the ordinary course of Debtor's operations.

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 18 of 30

Paid to	Behalf of	Description	Date	Amount
Frederick Cooper	Frederick Cooper	Payroll	9/5/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	8/20/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	8/5/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	7/19/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	7/5/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	6/20/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	6/5/2013	10,000.00
Frederick Cooper	Frederick Cooper	Payroll	5/31/2013	15,000.00
Frederick Cooper	Frederick Cooper	Payroll	5/20/2013	10,000.00
Frederick Cooper	Frederick Cooper	Payroll	5/3/2013	10,000.00
Frederick Cooper	Frederick Cooper	Payroll	4/19/2013	10,000.00
Frederick Cooper	Frederick Cooper	Payroll	4/5/2013	10,000.00
Frederick Cooper	Frederick Cooper	Payroll	4/5/2013	2,500.00
Frederick Cooper	Frederick Cooper	Payroll	3/20/2013	7,500.00
Frederick Cooper	Frederick Cooper	Payroll	3/5/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	2/20/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	2/5/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	1/18/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	1/4/2013	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	12/20/2012	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	12/5/2012	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	11/20/2012	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	11/5/2012	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	10/19/2012	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	10/5/2012	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	9/20/2012	12,500.00
Frederick Cooper	Frederick Cooper	Payroll	9/5/2013	12,500.00
Katherine Cooper	Katherine Cooper	Payroll	9/5/2013	11,458.00
Katherine Cooper	Katherine Cooper	Payroll	8/20/2013	11,458.00
Katherine Cooper	Katherine Cooper	Payroll	8/5/2013	11,458.00
Katherine Cooper	Katherine Cooper	Payroll	7/19/2013	11,458.00
Katherine Cooper	Katherine Cooper	Payroll	7/5/2013	11,458.00
Katherine Cooper	Katherine Cooper	Payroll	6/20/2013	11,458.00
Katherine Cooper	Katherine Cooper	Payroll	6/5/2013	9,166.67

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 19 of 30

Katherine Cooper	Katherine Cooper	Payroll	5/31/2013	13,750.02
Katherine Cooper	Katherine Cooper	Payroll	5/20/2013	9,166.67
Katherine Cooper	Katherine Cooper	Payroll	5/3/2013	9,166.67
Katherine Cooper	Katherine Cooper	Payroll	4/19/2013	9,166.67
Katherine Cooper	Katherine Cooper	Payroll	4/5/2013	9,166.67
Katherine Cooper	Katherine Cooper	Payroll	4/5/2013	2,291.67
Katherine Cooper	Katherine Cooper	Payroll	3/20/2013	6,875.00
Katherine Cooper	Katherine Cooper	Payroll	3/5/2013	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	2/20/2013	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	2/5/2013	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	1/18/2013	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	1/4/2013	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	12/20/2012	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	12/5/2012	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	11/20/2012	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	11/5/2012	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	10/19/2012	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	10/5/2012	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	9/20/2012	11,458.34
Katherine Cooper	Katherine Cooper	Payroll	9/5/2012	11,458.34
Taryn Cooper	Taryn Cooper	Payroll	9/5/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	9/5/2013	250.00
Taryn Cooper	Taryn Cooper	Payroll	8/31/2013	500.00
Taryn Cooper	Taryn Cooper	Payroll	8/20/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	8/5/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	7/31/2013	500.00
Taryn Cooper	Taryn Cooper	Payroll	7/19/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	7/5/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	6/30/2013	500.00
Taryn Cooper	Taryn Cooper	Payroll	6/20/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	6/5/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	5/31/2013	500.00
Taryn Cooper	Taryn Cooper	Payroll	5/20/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	5/3/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	4/30/2013	500.00

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 20 of 30

Taryn Cooper	Taryn Cooper	Payroll	4/19/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	4/5/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	3/31/2013	500.00
Taryn Cooper	Taryn Cooper	Payroll	3/20/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	3/5/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	2/28/2013	500.00
Taryn Cooper	Taryn Cooper	Payroll	2/20/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	2/5/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	1/31/2013	500.00
Taryn Cooper	Taryn Cooper	Payroll	1/18/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	1/4/2013	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	12/31/2012	500.00
Taryn Cooper	Taryn Cooper	Payroll	12/20/2012	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	12/5/2012	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	11/30/2012	500.00
Taryn Cooper	Taryn Cooper	Payroll	11/20/2012	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	11/5/2012	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	10/31/2012	500.00
Taryn Cooper	Taryn Cooper	Payroll	10/19/2012	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	10/5/2012	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	9/30/2013	500.00
Taryn Cooper	Taryn Cooper	Payroll	9/20/2012	8,125.00
Taryn Cooper	Taryn Cooper	Payroll	9/5/2012	8,125.00
David Cooper	David Cooper	Payroll	9/5/2013	2,916.67
David Cooper	David Cooper	Payroll	8/20/2013	2,916.67
David Cooper	David Cooper	Payroll	8/5/2013	2,916.67
David Cooper	David Cooper	Payroll	7/19/2013	4,208.34
David Cooper	David Cooper	Payroll	7/5/2013	4,208.34
David Cooper	David Cooper	Payroll	6/20/2013	4,208.34
David Cooper	David Cooper	Payroll	6/5/2013	4,208.34
David Cooper	David Cooper	Payroll	5/20/2013	4,208.34
David Cooper	David Cooper	Payroll	5/3/2013	4,208.34
David Cooper	David Cooper	Payroll	4/19/2013	4,208.34
David Cooper	David Cooper	Payroll	4/5/2013	4,208.34
David Cooper	David Cooper	Payroll	3/20/2013	4,208.34

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 21 of 30

David Cooper	David Cooper	Payroll	3/5/2013	4,208.34
David Cooper	David Cooper	Payroll	2/20/2013	4,208.34
David Cooper	David Cooper	Payroll	2/5/2013	4,208.34
David Cooper	David Cooper	Payroll	1/18/2013	4,208.34
David Cooper	David Cooper	Payroll	1/4/2013	4,208.34
David Cooper	David Cooper	Payroll	12/20/2012	4,208.34
David Cooper	David Cooper	Payroll	12/5/2012	4,208.34
David Cooper	David Cooper	Payroll	11/20/2012	4,208.34
David Cooper	David Cooper	Payroll	11/5/2012	4,208.34
David Cooper	David Cooper	Payroll	10/19/2012	4,208.34
David Cooper	David Cooper	Payroll	10/5/2012	4,208.34
David Cooper	David Cooper	Payroll	9/20/2012	4,208.34
David Cooper	David Cooper	Payroll	9/5/2013	4,208.34
Frederick Cooper	Frederick Cooper	Bonus	8/5/2013	4,500.00
Frederick Cooper	Frederick Cooper	Bonus	4/30/2013	13,846.14
Frederick Cooper	Frederick Cooper	Bonus	10/1/2012	13,846.14
Frederick Cooper	Frederick Cooper	Bonus	12/31/2012	13,846.14
Frederick Cooper	Frederick Cooper	Bonus	12/31/2012	37,749.00
Katherine Cooper	Katherine Cooper	Bonus	8/5/2013	4,500.00
Katherine Cooper	Katherine Cooper	Bonus	10/1/2012	12,692.31
Katherine Cooper	Katherine Cooper	Bonus	12/31/2012	12,692.31
Katherine Cooper	Katherine Cooper	Bonus	12/31/2012	37,749.00
Taryn Cooper	Taryn Cooper	Bonus	8/20/2013	9,750.00
Taryn Cooper	Taryn Cooper	Bonus	8/5/2013	9,750.00
Taryn Cooper	Taryn Cooper	Bonus	1/5/2013	9,750.00
Taryn Cooper	Taryn Cooper	Bonus	10/19/2012	9,750.00
David Cooper	David Cooper	Bonus	3/27/2013	10,000.00
Taryn Cooper	Taryn Cooper	Car Allowance	1/4/2013	750.00
Taryn Cooper	Taryn Cooper	Car Allowance	12/5/2012	750.00
Taryn Cooper	Taryn Cooper	Car Allowance	11/5/2012	750.00
Taryn Cooper	Taryn Cooper	Car Allowance	10/5/2012	750.00
Taryn Cooper	Taryn Cooper	Car Allowance	9/5/2012	750.00
Ally	David Cooper	Car Allowance	9/4/2012	562.25
Ally	David Cooper	Car Allowance	9/13/2013	547.25
Ally	David Cooper	Car Allowance	10/11/2012	574.61

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 22 of 30

Ally	David Cooper	Car Allowance	11/19/2012	547.25
Ally	David Cooper	Car Allowance	12/14/2012	547.25
Ally	David Cooper	Car Allowance	1/16/2013	547.25
Ally	David Cooper	Car Allowance	2/11/2013	547.25
Ally	David Cooper	Car Allowance	3/11/2013	547.25
Ally	David Cooper	Car Allowance	4/11/2013	547.25
Ally	David Cooper	Car Allowance	5/13/2013	547.25
Ally	David Cooper	Car Allowance	6/14/2013	547.25
Ally	David Cooper	Car Allowance	7/11/2013	547.25
Ally	David Cooper	Car Allowance	8/12/2013	547.25
Audi Financial	Taryn Cooper	Car Allowance	12/25/2012	779.24
Audi Financial	Taryn Cooper	Car Allowance	1/26/2013	779.24
Audi Financial	Taryn Cooper	Car Allowance	2/23/2013	779.24
Audi Financial	Taryn Cooper	Car Allowance	3/26/2013	779.24
Audi Financial	Taryn Cooper	Car Allowance	4/26/2013	779.24
Audi Financial	Taryn Cooper	Car Allowance	5/28/2013	779.24
Audi Financial	Taryn Cooper	Car Allowance	6/26/2013	779.24
Audi Financial	Taryn Cooper	Car Allowance	7/16/2013	779.24
Audi Financial	Taryn Cooper	Car Allowance	8/27/2013	779.24
Bank of America	Katherine Cooper	Car Allowance	9/18/2012	761.90
Bank of America	Katherine Cooper	Car Allowance	10/17/2012	746.90
Bank of America	Katherine Cooper	Car Allowance	11/19/2012	746.90
Bank of America	Katherine Cooper	Car Allowance	12/19/2012	746.90
Bank of America	Katherine Cooper	Car Allowance	1/15/2013	746.90
Bank of America	Katherine Cooper	Car Allowance	2/15/2013	746.90
Bank of America	Katherine Cooper	Car Allowance	3/15/2013	746.90
Bank of America	Katherine Cooper	Car Allowance	4/15/2013	746.90
Bank of America	Katherine Cooper	Car Allowance	5/15/2013	746.90
Bank of America	Katherine Cooper	Car Allowance	6/17/2013	746.90
Bank of America	Katherine Cooper	Car Allowance	7/11/2013	746.90
Bank of America	Katherine Cooper	Car Allowance	8/14/2013	746.90
Land Rover Financial	Frederick Cooper	Car Allowance	1/8/2013	1,735.86
Land Rover Financial	Frederick Cooper	Car Allowance	2/14/2013	1,735.86
Land Rover Financial	Frederick Cooper	Car Allowance	3/12/2013	1,735.86
Land Rover Financial	Frederick Cooper	Car Allowance	4/10/2013	1,735.86

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 23 of 30

Land Rover Financial	Frederick Cooper	Car Allowance	5/10/2013	1,735.86
Land Rover Financial	Frederick Cooper	Car Allowance	6/11/2013	1,735.86
Land Rover Financial	Frederick Cooper	Car Allowance	7/22/2013	1,735.86
Land Rover Financial	Frederick Cooper	Car Allowance	8/7/2013	1,735.86
Lexus Financial	Frederick Cooper	Car Allowance	9/6/2012	1,220.65
Lexus Financial	Frederick Cooper	Car Allowance	10/1/2012	1,220.65
Lexus Financial	Frederick Cooper	Car Allowance	11/5/2012	1,220.65
Lexus Financial	Frederick Cooper	Car Allowance	11/28/2012	1,220.65
James B. Hadden	James B. Hadden	Special Project Fees	10/8/2012	10,500.00
CT Corporation	Harbor Structure	Statutory Representation	4/16/2013	213.00
Jay Barrett	Jay Barrett	Consulting Fees	9/4/2012	5,000.00
Jay Barrett	Jay Barrett	Consulting Fees	10/8/2012	5,000.00
Jay Barrett	Jay Barrett	Consulting Fees	11/9/2012	5,000.00
Jay Barrett	Jay Barrett	Consulting Fees	12/4/2012	5,000.00
Jay Barrett	Jay Barrett	Consulting Fees	2/6/2013	10,000.00
Jay Barrett	Jay Barrett	Consulting Fees	3/6/2013	10,000.00
State of Nevada	Harbor Structure	Business License	3/4/2013	325.00
State of Delaware LLC	Harbor Structure	Business Tax	4/18/2013	250.00
Jay Barrett	Jay Barrett	Harbor Board of Manager Fees	9/4/2012	5,000.00
Jay Barrett	Jay Barrett	Harbor Board of Manager Fees	10/8/2012	5,000.00
Jay Barrett	Jay Barrett	Harbor Board of Manager Fees	11/9/2012	5,000.00
Jay Barrett	Jay Barrett	Harbor Board of Manager Fees	12/4/2012	5,000.00
James B. Hadden	James B. Hadden	Harbor Board of Manager Fees	9/4/2012	5,000.00
James B. Hadden	James B. Hadden	Harbor Board of Manager Fees	10/8/2012	5,000.00
James B. Hadden	James B. Hadden	Harbor Board of Manager Fees	11/9/2012	5,000.00
James B. Hadden	James B. Hadden	Harbor Board of Manager Fees	12/6/2012	5,000.00
Mark Finston	Mark Finston	Harbor Board of Manager Fees	10/27/2012	5,000.00
Mark Finston	Mark Finston	Harbor Board of Manager Fees	10/27/2012	5,000.00
Mark Finston	Mark Finston	Harbor Board of Manager Fees	11/9/2012	5,000.00
Mark Finston	Mark Finston	Harbor Board of Manager Fees	12/6/2012	5,000.00
Tripall Industrial	Global Track GPS, LLC	Intercompany Loan	9/10/2012	237.00
Cylink Technology (HK) Limited	Global Track GPS, LLC	Intercompany Loan	9/17/2012	273.00
V-Sun Electronics Co, Ltd	Global Track GPS, LLC	Intercompany Loan	9/17/2012	262.50
Oley Company Limited	Global Track GPS, LLC	Intercompany Loan	9/18/2012	269.00
Shenzhen Future Star Electronics	Global Track GPS, LLC	Intercompany Loan	9/18/2012	280.00

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 24 of 30

Shenzhen Security Group	Global Track GPS, LLC	Intercompany Loan	9/18/2012	288.00
ADP	Global Track GPS, LLC	Intercompany Loan	9/19/2013	2,939.02
Sierra Health Insurance	Global Track GPS, LLC	Intercompany Loan	10/2/2012	1,595.87
ADP	Global Track GPS, LLC	Intercompany Loan	10/4/2012	2,939.02
Neal Schaffran	Global Track GPS, LLC	Intercompany Loan	10/5/2012	2,000.00
ADP	Global Track GPS, LLC	Intercompany Loan	10/18/2012	2,939.02
Cornerstone Staffing	Global Track GPS, LLC	Intercompany Loan	10/22/2012	569.13
Ohio Bureau of Workers Comp	Global Track GPS, LLC	Intercompany Loan	10/29/2012	183.54
Sierra Health Insurance	Global Track GPS, LLC	Intercompany Loan	11/1/2012	1,332.76
ADP	Global Track GPS, LLC	Intercompany Loan	11/2/2012	2,939.02
Hewlett Packard Financial	Global Track GPS, LLC	Intercompany Loan	11/12/2012	2,029.31
ADP	Global Track GPS, LLC	Intercompany Loan	11/19/2012	2,939.02
ADP	Global Track GPS, LLC	Intercompany Loan	1/3/2013	2,939.02
Ohio Bureau of Workers Comp	Global Track GPS, LLC	Intercompany Loan	1/10/2013	179.98
ADP	Global Track GPS, LLC	Intercompany Loan	1/17/2013	2,939.02
Hewlett Packard Financial	Global Track GPS, LLC	Intercompany Loan	1/18/2013	2,029.31
Hewlett Packard Financial	Global Track GPS, LLC	Intercompany Loan	1/18/2013	2,029.31
Hewlett Packard Financial	Global Track GPS, LLC	Intercompany Loan	2/12/2013	2,029.31
Hewlett Packard Financial	Global Track GPS, LLC	Intercompany Loan	3/11/2013	2,029.31
Hewlett Packard Financial	Global Track GPS, LLC	Intercompany Loan	4/11/2013	2,029.31
Hewlett Packard Financial	Global Track GPS, LLC	Intercompany Loan	5/22/2013	2,029.31
Hewlett Packard Financial	Global Track GPS, LLC	Intercompany Loan	6/19/2013	2,029.31
Hewlett Packard Financial	Global Track GPS, LLC	Intercompany Loan	7/9/2013	2,029.31
Alpha Micro	Global Track GPS, LLC	Intercompany Loan	3/25/2013	5,408.00
Connected Development	Global Track GPS, LLC	Intercompany Loan	4/11/2013	7,625.00
CTIA	Global Track GPS, LLC	Intercompany Loan	4/11/2013	3,125.00
Alpha Micro	Global Track GPS, LLC	Intercompany Loan	4/17/2013	4,346.60
Fleischman Holmes Bozanic & Vuong, LLP	Global Track GPS, LLC	Intercompany Loan	5/17/2013	3,500.00
Alpha Micro	Global Track GPS, LLC	Intercompany Loan	5/29/2013	7,498.40
SHI International	Global Track GPS, LLC	Intercompany Loan	6/19/2013	2,598.72
Incorp Services	Global Track GPS, LLC	Intercompany Loan	8/28/2013	1,027.00
Neal Schaffran	Global Track GPS, LLC	Intercompany Loan	11/7/2012	2,000.00
Sierra Health Insurance	Global Track GPS, LLC	Intercompany Loan	12/3/2012	1,332.76
ADP	Global Track GPS, LLC	Intercompany Loan	12/4/2012	2,939.02
Neal Schaffran	Global Track GPS, LLC	Intercompany Loan	12/13/2012	1,784.88

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 25 of 30

ADP	Global Track GPS, LLC	Intercompany Loan	12/19/2012	2,939.02
Alpha Micro	Global Track GPS, LLC	Intercompany Loan	2/27/2013	3,042.00
American Express	Global Track GPS, LLC	Intercompany Loan	10/3/2012	10,538.33
American Express	Global Track GPS, LLC	Intercompany Loan	10/11/2012	186.69
American Express	Global Track GPS, LLC	Intercompany Loan	11/1/2012	171.83
American Express	Global Track GPS, LLC	Intercompany Loan	11/8/2012	9,062.98
American Express	Global Track GPS, LLC	Intercompany Loan	11/26/2012	6,047.61
American Express	Global Track GPS, LLC	Intercompany Loan	12/3/2012	180.69
American Express	Global Track GPS, LLC	Intercompany Loan	12/13/2012	310.58
American Express	Global Track GPS, LLC	Intercompany Loan	12/17/2012	470.87
American Express	Global Track GPS, LLC	Intercompany Loan	1/8/2013	367.49
American Express	Global Track GPS, LLC	Intercompany Loan	2/5/2013	84.36
American Express	Global Track GPS, LLC	Intercompany Loan	2/7/2013	5,680.02
American Express	Global Track GPS, LLC	Intercompany Loan	2/11/2013	375.65
American Express	Global Track GPS, LLC	Intercompany Loan	3/6/2013	515.52
American Express	Global Track GPS, LLC	Intercompany Loan	3/13/2013	2,406.00
American Express	Global Track GPS, LLC	Intercompany Loan	4/10/2013	290.55
American Express	Global Track GPS, LLC	Intercompany Loan	5/13/2013	178.04
American Express	Global Track GPS, LLC	Intercompany Loan	6/10/2013	504.71
American Express	Global Track GPS, LLC	Intercompany Loan	7/11/2013	77.74
American Express	Global Track GPS, LLC	Intercompany Loan	7/29/2013	148.69
Humana Dental	Global Track GPS, LLC	Intercompany Loan	11/26/2012	167.09
Humana Dental	Global Track GPS, LLC	Intercompany Loan	12/27/2012	289.05
Humana Dental	Global Track GPS, LLC	Intercompany Loan	1/28/2013	228.07
Anthem BC & BS	Global Track GPS, LLC	Intercompany Loan	2/1/2013	140.46
Sierra Health Insurance	Global Track GPS, LLC	Intercompany Loan	2/1/2013	1,332.76
ADP	Global Track GPS, LLC	Intercompany Loan	2/4/2013	2,939.02
ADP	Global Track GPS, LLC	Intercompany Loan	2/19/2013	2,939.02
ADP	Global Track GPS, LLC	Intercompany Loan	3/4/2013	2,939.02
ADP	Global Track GPS, LLC	Intercompany Loan	3/19/2013	2,939.02
Anthem Dental	Global Track GPS, LLC	Intercompany Loan	3/26/2013	150.46
Anthem Dental	Global Track GPS, LLC	Intercompany Loan	3/26/2013	150.46
Lincoln Life	Global Track GPS, LLC	Intercompany Loan	3/29/2013	126.94
Anthem BC & BS	Global Track GPS, LLC	Intercompany Loan	4/4/2013	2,835.34
ADP	Global Track GPS, LLC	Intercompany Loan	4/4/2013	2,939.02

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 26 of 30

ADP	Global Track GPS, LLC	Intercompany Loan	4/17/2013	5,784.02
Anthem BC & BS	Global Track GPS, LLC	Intercompany Loan	4/30/2013	1,417.67
Anthem Dental	Global Track GPS, LLC	Intercompany Loan	5/1/2013	150.46
Lincoln Life	Global Track GPS, LLC	Intercompany Loan	5/1/2013	63.47
ADP	Global Track GPS, LLC	Intercompany Loan	5/3/2013	2,939.02
ADP	Global Track GPS, LLC	Intercompany Loan	5/17/2013	7,560.02
Antehm Dental	Global Track GPS, LLC	Intercompany Loan	5/29/2013	150.46
Lincoln Life	Global Track GPS, LLC	Intercompany Loan	5/30/2013	63.47
Anthem BC & BS	Global Track GPS, LLC	Intercompany Loan	6/3/2013	1,417.67
American Express	Global Track GPS, LLC	Intercompany Loan	6/4/2013	7,388.81
ADP	Global Track GPS, LLC	Intercompany Loan	6/4/2013	2,939.02
ADP	Global Track GPS, LLC	Intercompany Loan	6/19/2013	4,572.55
Anthem Dental	Global Track GPS, LLC	Intercompany Loan	6/27/2013	222.33
Lincoln Life	Global Track GPS, LLC	Intercompany Loan	6/28/2013	63.47
Anthem Dental	Global Track GPS, LLC	Intercompany Loan	7/1/2013	150.46
ADP	Global Track GPS, LLC	Intercompany Loan	7/3/2013	2,939.02
American Express	Global Track GPS, LLC	Intercompany Loan	7/11/2013	8,176.64
ADP	Global Track GPS, LLC	Intercompany Loan	7/18/2013	3,918.02
Anthem BC & BS	Global Track GPS, LLC	Intercompany Loan	7/31/2013	1,820.00
Anthem Dental	Global Track GPS, LLC	Intercompany Loan	8/1/2013	150.46
Lincoln Life	Global Track GPS, LLC	Intercompany Loan	8/1/2013	63.47
Procopio	Global Track GPS, LLC	Intercompany Loan	8/1/2013	165.00
ADP	Global Track GPS, LLC	Intercompany Loan	8/2/2013	2,939.02
Anthem Dental	Global Track GPS, LLC	Intercompany Loan	8/12/2013	150.46
Lincoln Life	Global Track GPS, LLC	Intercompany Loan	8/12/2013	63.47
Anthem BC & BS	Global Track GPS, LLC	Intercompany Loan	8/13/2013	1,820.00
ADP	Global Track GPS, LLC	Intercompany Loan	8/14/2013	2,939.02
ADP	Global Track GPS, LLC	Intercompany Loan	9/3/2013	2,939.02
Frederick and Katherine Cooper	Frederick and Katherine Cooper	Legal Indemnification	9/13/2012	15,000.00
Gordon Silver	Frederick and Katherine Cooper	Legal Indemnification	12/20/2012	26,975.59
Gordon Silver	Frederick and Katherine Cooper	Legal Indemnification	4/18/2013	50,000.00
Frederick and Katherine Cooper	Frederick and Katherine Cooper	Legal Indemnification	6/1/2013	88,343.39
Frederick and Katherine Cooper	Frederick and Katherine Cooper	Legal Indemnification	7/17/2013	50,000.00
Frederick and Katherine Cooper	Frederick and Katherine Cooper	Legal Indemnification	8/6/2013	15,000.00
Frederick and Katherine Cooper	Frederick and Katherine Cooper	Legal Indemnification	8/13/2013	50,000.00

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 27 of 30

Frederick and Katherine Cooper	Frederick and Katherine Cooper	Legal Indemnification	8/14/2013	50,000.00
Frederick and Katherine Cooper	Frederick and Katherine Cooper	Legal Indemnification	8/21/2013	50,000.00
Frederick and Katherine Cooper	Frederick and Katherine Cooper	Legal Indemnification	9/30/2012	3,392.00

Out of an abundance of caution and erring on the side of over-inclusion, Debtor has disclosed each payment tendered to an insider in the one year immediately preceding the Petition Date irrespective of the fact that the non-employment-related payments to insiders are: (i) reimbursements by Debtor to the insiders for the Debtor's ordinary course operating expenses that had been paid by such insiders; (ii) payments to credit card companies for the Debtor's ordinary course operating expenses that had been charged to the insider's personal credit cards; and (iii) other reimbursements for short term loans tendered by the insiders to Debtor in the ordinary course of Debtor's operations.

Halina and Alon Pnini	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	9/4/2012	8,500.00
Halina and Alon Pnini	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	10/2/2012	8,500.00
Halina and Alon Pnini	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	11/1/2012	8,500.00
Halina and Alon Pnini	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	12/3/2012	8,500.00
Halina and Alon Pnini	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	1/2/2013	8,500.00
Halina and Alon Pnini	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	2/4/2013	8,500.00
Michael Mathis	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	3/1/2013	10,000.00
Michael Mathis	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	4/1/2013	4,000.00
Michael Mathis	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	5/1/2013	4,000.00
Michael Mathis	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	6/3/2013	4,000.00
CCF Partners II, LLC	Taryn Cooper	Wire Sent on behalf of/reimbursed	9/4/2012	5,800.00
CCF Partners II, LLC	Taryn Cooper	Wire Sent on behalf of/reimbursed	10/2/2012	5,800.00
CCF Partners II, LLC	Taryn Cooper	Wire Sent on behalf of/reimbursed	11/1/2012	7,147.91
CCF Partners II, LLC	Taryn Cooper	Wire Sent on behalf of/reimbursed	11/28/2012	846.89
CCF Partners II, LLC	Taryn Cooper	Wire Sent on behalf of/reimbursed	12/3/2012	5,988.66
CCF Partners II, LLC	Taryn Cooper	Wire Sent on behalf of/reimbursed	1/2/2013	5,943.54
CCF Partners II, LLC	Taryn Cooper	Wire Sent on behalf of/reimbursed	2/4/2013	5,945.74
CCF Partners II, LLC	Taryn Cooper	Wire Sent on behalf of/reimbursed	3/5/2013	3,400.00
CCF Partners II, LLC	Taryn Cooper	Wire Sent on behalf of/reimbursed	3/28/2013	773.32
Chris Darius	Taryn Cooper	Wire Sent on behalf of/reimbursed	4/1/2013	2,986.00
Chris Darius	Taryn Cooper	Wire Sent on behalf of/reimbursed	4/30/2013	3,200.00
Chris Darius	Taryn Cooper	Wire Sent on behalf of/reimbursed	5/31/2013	3,200.00
Chris Darius	Taryn Cooper	Wire Sent on behalf of/reimbursed	6/27/2013	3,393.11
Will Coleman Equestrian	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	9/19/2012	2,883.50

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 28 of 30

The Dutta Corporation	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	9/19/2012	5,000.00
Will Coleman Equestrian	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	10/1/2012	2,950.00
Land Rover Las Vegas	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	11/26/2012	25,000.00
PayPal Credit Svs	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	11/28/2012	1,607.17
Will Coleman Equestrian	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	12/7/2012	6,141.00
Jesus Piris	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	12/10/2012	2,200.00
Will Coleman Equestrian	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	12/12/2012	1,200.00
Cole Cooper	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	12/28/2012	9,000.00
Jesus Piris	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	1/2/2013	2,200.00
Will Coleman Equestrian	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	1/7/2013	6,500.00
Pay Pal ?	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	1/8/2013	1,888.63
Jesus Piris	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	2/4/2013	2,200.00
Will Coleman Equestrian	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	2/6/2013	6,751.00
The Dutta Corporation	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	2/6/2013	2,500.00
Cornerstone Horse Farm	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	2/28/2013	2,550.00
Jesus Piris	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	3/1/2013	2,200.00
Cornerstone Horse Farm	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	3/6/2013	363.20
Jesus Piris	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	4/1/2013	1,100.00
Cornerstone Horse Farm	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	4/1/2013	3,103.60
Will Coleman Equestrian	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	4/1/2013	5,560.00
Jesus Piris	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	4/29/2013	1,100.00
Cornerstone Horse Farm	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	5/1/2013	4,393.00
Peden Bloodstock	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	5/6/2013	6,364.31
Hunters Edge	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	5/7/2013	1,324.00
Will Coleman Equestrian	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	5/24/2013	3,500.00
Jesus Piris	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	5/29/2013	1,100.00
Katherine Cooper	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	5/29/2013	1,000.00
Cornerstone Horse Farm	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	6/7/2013	4,500.00
Will Coleman Equestrian	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	6/7/2013	4,000.00
Paskenta Building Systems	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	6/20/2013	21,848.40
Kimara Soffee	Frederick and Katherine Cooper	Wire Sent on behalf of/reimbursed	6/24/2013	1,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	9/6/2012	12,750.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	9/7/2012	12,750.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	9/10/2012	12,750.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	9/11/2012	7,334.25

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 29 of 30

Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	10/8/2012	20,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	10/9/2012	20,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	10/10/2012	20,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	10/11/2012	20,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	10/12/2012	16,960.85
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	11/6/2012	26,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	11/7/2012	10,300.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	11/8/2012	10,300.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	11/9/2012	10,270.34
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	12/7/2012	8,650.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	12/10/2012	8,650.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	12/11/2012	8,650.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	12/12/2012	8,628.83
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	1/7/2013	17,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	1/8/2013	17,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	1/9/2013	17,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	1/10/2013	17,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	1/11/2013	16,321.37
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	2/6/2013	30,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	2/7/2013	15,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	2/8/2013	15,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	2/11/2013	15,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	2/12/2013	26,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	2/13/2013	24,534.97
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	3/11/2013	30,550.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	3/12/2013	30,550.72
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	4/8/2013	7,300.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	4/9/2013	7,300.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	4/10/2013	5,600.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	4/11/2013	5,600.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	4/12/2013	5,454.66
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	5/10/2013	17,242.13
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	5/30/2013	20,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	6/3/2013	20,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	6/7/2013	25,000.00

Case 13-17588-led Doc 349 Entered 11/20/13 18:06:13 Page 30 of 30

Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	6/12/2013	25,000.00
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	6/12/2013	74,346.96
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	6/18/2013	20,729.42
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	7/8/2013	24,164.77
Amex Centurion	Frederick and Katherine Cooper	Personal Credit Card used for Company	8/13/2013	54,588.76