

**United States Bankruptcy Court
District of Arizona**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Plaza, Verde Valley LLC		Name of Joint Debtor (Spouse) (Last, First, Middle):	
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): dba DH Verde, LLC		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):	
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 20-5804378		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):	
Street Address of Debtor (No. & Street, City, State & Zip Code): 139 S. Los Robles, #102 Pasadena, CA		Street Address of Joint Debtor (No. & Street, City, State & Zip Code):	
ZIPCODE 91101		ZIPCODE:	
County of Residence or of the Principal Place of Business: Yavapai		County of Residence or of the Principal Place of Business:	
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):	
ZIPCODE:		ZIPCODE:	
Location of Principal Assets of Business Debtor (if different from street address above): 1501 E. Highway 85A, Cottonwood, AZ		ZIPCODE 86326	

<p align="center">Type of Debtor (Form of Organization) (Check one box.)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p>	<p align="center">Nature of Business (Check one box.)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <p align="center">Tax-Exempt Entity (Check box, if applicable.)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p>	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <p align="center">Nature of Debts (Check one box.)</p> <p><input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p align="center">Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.</p> <p><input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.</p>	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts owed to non-insiders or affiliates are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).</p> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition</p> <p><input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).</p>
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<p>Statistical/Administrative Information</p> <p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.</p> <p>Estimated Number of Creditors</p> <p><input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000</p> <p>Estimated Assets</p> <p><input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1 million to \$10 million <input type="checkbox"/> \$10 million to \$50 million <input type="checkbox"/> \$50 million to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion</p> <p>Estimated Liabilities</p> <p><input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1 million to \$10 million <input type="checkbox"/> \$10 million to \$50 million <input type="checkbox"/> \$50 million to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion</p>	<p>THIS SPACE IS FOR COURT USE ONLY</p>
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Verde Valley Plaza, LLC	
Prior Bankruptcy Case Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: None	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: None	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</p> (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	<p style="text-align: center;">Exhibit B</p> (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by § 342(b) of the Bankruptcy Code. X _____ Signature of Attorney for Debtor(s) Date		
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached a made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) _____ (Name of landlord or lessor that obtained judgment) _____ (Address of landlord or lessor)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

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Voluntary Petition
(This page must be completed and filed in every case)

Name of Debtor(s):
Verde Valley Plaza, LLC

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under Chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Michael W. Carmel, Esq.
Signature of Attorney for Debtor(s)

Michael W. Carmel, Esq. 007356
Michael W. Carmel, Ltd.
80 East Columbus Avenue
Phoenix, AZ 85012-0000
(602) 264-4965 Fax: (602) 277-0117
michael@mcarmellaw.com

November 15, 2011
Date

*In a case in which § 707(b)(1)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Doug Huberman
Signature of Authorized Individual

Doug Huberman
Printed Name of Authorized Individual

Managing Member
Title of Authorized Individual

November 16, 2011
Date

Signature of Non-Attorney Petition Preparer

I declare under penalty of perjury that: 1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; 2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h) and 342(b); 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social Security Number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____
Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.

Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.

**United States Bankruptcy Court
District of Arizona**

IN RE: Case No. _____
Verde Valley Plaza, LLC Chapter 11

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
MidFirst Bank C/O Sean McElenney, BRYAN CAVE Two North Central Avenue, Suite 2200 Phoenix, AZ 85004	MidFirst Bank 501 NW Grand Boulevard Oklahoma City, OK 73118			6,500,000.00 Collateral: 6,000,000.00 Unsecured: 500,000.00
Yavapai County Treasurer 1015 Fair Street Prescott, AZ 86305				345,885.14 Collateral: 6,000,000.00 Unsecured: 345,885.14
Joel Leebove Joel Leebove Trust Dated 01/29/1997 5123 Wilbur Avenue Tarzana, CA 91356				127,942.91
American General Design 600 W. Broadway, Suite 200 Glendale, CA 91204	American General Design 139 S. Los Robles, Suite 106 Pasadena, CA 91101			100,667.45
RVM/Doug Huberman 139 S. Los Robles, #109 Pasadena, CA 91101				79,680.11
DeRito Partners, Inc. 3200 E. Camelback, #175 Phoenix, AZ 85018				46,222.00
American General Constructors 139 S. Los Robles, Suite 107 Pasadena, AZ 91101				41,599.67
Povac Investments, Inc. 139 S. Los Robles, Suite 107 Pasadena, CA 91101				32,486.22
Hovsep Adamian 1310 N. Pacific Avenue Glendale, CA 91202				5,617.98 Collateral: 6,000,000.00 Unsecured: 5,617.98
Hahn & Hahn, LLP 301 E. Colorado Blvd., 9th Floor Pasadena, CA 91101				4,155.00
Schreiber & Schreiber, Inc. 16501 Ventura Blvd., #401 ENCINO, CA 91436				3,910.50
Anderson Commercial Properties, Inc. 40 Soldiers, Suite 3 Sedona, AZ 86336				1,500.00

1,254.00

Lodgen Lacher Golditch, SS & H LP
16530 Ventura Blvd., #305
Encino, CA 91436

1,200.00

Tryton Enterprises, LLC
742 E. Mahala Drive
Camp Verde, AZ 86322

1,025.00

APS
PO Box 2906
Phoenix, AZ 85062-2906

800.00

Franchise Tax Board
PO Box 942857
Sacramento, CA 94257

750.00

Tom Waterfield
1346 S. Central
Covville, AZ 86325

750.00

Arizona Department Of Revenue
1800 West Monroe Street
Phoenix, AZ 85007-2850

607.15

S Taylor & Sons Hauling, Inc.
PO Box 4389
Cottonwood, AZ 86326

540.00

RVM Associates
139 S. Robles Ave., #1
Pasadena, CA 91101

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

I, [the president or other officer or an authorized agent of the corporation][or a member or an authorized agent of the partnership] named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: November 15, 2011

Signature: /s/ Doug Huberman

Doug Huberman, Managing Member

(Print Name and Title)

**United States Bankruptcy Court
District of Arizona**

IN RE: _____ Case No. _____

Verde Valley Plaza, LLC Chapter 11

Debtor(s)

SUMMARY OF SCHEDULES

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

NAME OF SCHEDULE	ATTACHED (YES/NO)	NUMBER OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$ 6,000,000.00		
B - Personal Property	Yes	3	\$ 33,767.88		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	1		\$ 6,851,503.12	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1		\$ 0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	5		\$ 446,283.62	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				\$
J - Current Expenditures of Individual Debtor(s)	No				\$
TOTAL		14	\$ 6,033,767.88	\$ 7,297,786.74	

IN RE Verde Valley Plaza, LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a 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 the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

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

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

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

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
105,958 Square Foot Shopping Center located at 11501 E. Highway 85A, Cottonwood, AZ			6,000,000.00	6,851,503.12

TOTAL

6,000,000.00

(Report also on Summary of Schedules)

**SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)**

TYPE OF PROPERTY	NONE	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
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.	X			
17. Alimony, maintenance, support, and property settlements in 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 interest, 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			
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.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	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.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			

IN RE Verde Valley Plaza, LLC

Debtor(s)

Case No. _____

(If known)

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	NONE	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			

TOTAL 33,767.88

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

_____ 0 continuation sheets attached

IN RE Verde Valley Plaza, LLC

Debtor(s)

Case No. _____

(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor elects the exemptions to which debtor is entitled under:
(Check one box)

Check if debtor claims a homestead exemption that exceeds \$146,450. *

- 11 U.S.C. § 522(b)(2)
- 11 U.S.C. § 522(b)(3)

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTIONS
Not Applicable			

* Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

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

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "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 Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. Hovsep Adamian 1310 N. Pacific Avenue Glendale, CA 91202		VALUE \$ 6,000,000.00				5,617.98	5,617.98
ACCOUNT NO. MidFirst Bank C/O Sean McElenney, BRYAN CAVE Two North Central Avenue, Suite 2200 Phoenix, AZ 85004	X	January 8, 2007 Deed of Trust VALUE \$ 6,000,000.00				6,500,000.00	500,000.00
ACCOUNT NO. MidFirst Bank 501 NW Grand Boulevard Oklahoma City, OK 73118		Assignee or other notification for: MidFirst Bank VALUE \$					
ACCOUNT NO. Yavapai County Treasurer 1015 Fair Street Prescott, AZ 86305		Taxes, Penalties & Interest VALUE \$ 6,000,000.00				345,885.14	345,885.14

0 continuation sheets attached

Subtotal
(Total of this page) \$ 6,851,503.12 \$ 851,503.12

Total
(Use only on last page) \$ 6,851,503.12 \$ 851,503.12

(Report also on
Summary of
Schedules)

(If applicable, report
also on Statistical
Summary of Certain
Liabilities and Related
Data)

IN RE Verde Valley Plaza, LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

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

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

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

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

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

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

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

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

- Domestic Support Obligations**
Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).
- Extensions of credit in an involuntary case**
Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).
- Wages, salaries, and commissions**
Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).
- Contributions to employee benefit plans**
Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).
- Certain farmers and fishermen**
Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).
- Deposits by individuals**
Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).
- Taxes and Certain Other Debts Owed to Governmental Units**
Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).
- Commitments to Maintain the Capital of an Insured Depository Institution**
Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).
- Claims for Death or Personal Injury While Debtor Was Intoxicated**
Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

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

0 continuation sheets attached

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 nonpriority claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. American General Constructors 139 S. Los Robles, Suite 107 Pasadena, AZ 91101						41,599.67
ACCOUNT NO. American General Design 600 W. Broadway, Suite 200 Glendale, CA 91204						unknown
ACCOUNT NO. American General Design 600 W. Broadway, Suite 200 Glendale, CA 91204						100,667.45
ACCOUNT NO. American General Design 139 S. Los Robles, Suite 106 Pasadena, CA 91101		Assignee or other notification for: American General Design				

4 continuation sheets attached

Subtotal
(Total of this page) \$ **142,267.12**

Total
(Use only on last page of the completed Schedule F. Report also on the Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.) \$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. Anderson Commercial Properties, Inc. 40 Soldiers, Suite 3 Sedona, AZ 86336					1,500.00
ACCOUNT NO. APS PO Box 2906 Phoenix, AZ 85062-2906					1,025.00
ACCOUNT NO. Arizona Department Of Revenue 1600 West Monroe Street Phoenix, AZ 85007-2650					750.00
ACCOUNT NO. Ballard Spahr Andrews & Ingersoll 3300 N. Central Avenue, #1800 Phoenix, AZ 85012					unknown
ACCOUNT NO. CenturyLink PO Box 29040 Phoenix, AZ 85038					42.25
ACCOUNT NO. Chip's Spraying Service PO Box 339 Clarkdale, AZ 86324					75.00
ACCOUNT NO. Cottonwood Sewer 111 N. Main Cottonwood, AZ 86326					150.00

Sheet no. 1 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **3,542.25**

(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.)

Total
\$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. Cottonwood Water 111 N. Main St. Cottonwood, AZ 86326					515.10
ACCOUNT NO. CT Corporation PO Box 4349 Carol Stream, IL 60197					284.00
ACCOUNT NO. DeRito Partners, Inc. 3200 E. Camelback, #175 Phoenix, AZ 85018					46,222.00
ACCOUNT NO. Eisner Frank & Kahan 9601 Wilshire Blvd, #700 Beverly Hills, CA 90210					unknown
ACCOUNT NO. Equity Hotel Supply 8400 Sunset Blvd., Suite 3A West Hollywood, CA 90069					unknown
ACCOUNT NO. Franchise Tax Board PO Box 942857 Sacramento, CA 94257					800.00
ACCOUNT NO. Hahn & Hahn, LLP 301 E. Colorado Blvd., 9th Floor Pasadena, CA 91101					4,155.00

Sheet no. 2 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **51,976.10**

(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.)

Total
\$

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Joel Leebove Joel Leebove Trust Dated 01/29/1997 5123 Wilbur Avenue Tarzana, CA 91356						127,942.91
ACCOUNT NO. Lake, Du & Associates 444 W. Ocean Blvd., Suite 800 Long BEach, CA 90802						unknown
ACCOUNT NO. Lodgen Lacher Golditch, SS & H LP 16530 Ventura Blvd., #305 Encino, CA 91436						1,254.00
ACCOUNT NO. Povac Investments, Inc. 139 S. Los Robles, Suite 107 Pasadena, CA 91101						32,486.22
ACCOUNT NO. RVM Assocaites 139 S. Robles Ave., #1 Pasadena, CA 91101						540.00
ACCOUNT NO. RVM/Doug Huberman 139 S. Los Robles, #109 Pasadena, CA 91101						79,680.11
ACCOUNT NO. S Taylor & Sons Hauling, Inc. PO Box 4389 Cottonwood, AZ 86326						607.15

Sheet no. 3 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **\$ 242,510.39**

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) **\$**

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODITOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Schreiber & Schreiber, Inc. 16501 Ventura Blvd., #401 ENcino, CA 91436						3,910.50
ACCOUNT NO. Sutton Pakfar & Courtney, LLP 9777 Wilshire Boulevard, Suite 810 Beverly Hills, CA 90212						unknown
ACCOUNT NO. Sylvania Lighting Services PO Box 2120 Carol Stream, IL 60132						127.26
ACCOUNT NO. Tom Waterfield 1345 S. Central Cornville, AZ 86325						750.00
ACCOUNT NO. Tryton Enterprises, LLC 742 E. Mahala Drive Camp Verde, AZ 86322						1,200.00
ACCOUNT NO.						
ACCOUNT NO.						

Sheet no. 4 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **\$ 5,987.76**

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) **\$ 446,283.62**

IN RE Verde Valley Plaza, LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

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

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

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

Verde Valley Plaza - Summary Rent Roll

1501 E. Highway 89A, Cottonwood, AZ 86326

Printed: 9/23/2011

Occupied Suites

<u>Unit</u>	<u>Tenant</u>	<u>Base Rent</u>	<u>Sq Ftg</u>	<u>Rent psf</u>	<u>Deposit</u>	<u>Lease Begins</u>	<u>Lease Expires</u>	<u>Percentage Rent</u>	<u>Rent Adjust Date</u>	<u>Rent Adjusts By</u>
1389	Cottonwood Big Show	\$2,041.77	2,520	\$0.81	\$1,944.08	7/1/1998	6/30/2008	<input type="checkbox"/>		Fixed %
1407	H&R Block (VVP)	\$1,719.50	1,500	\$1.15	\$0.00	8/1/2000	7/31/2015	<input type="checkbox"/>	8/1/2012	Fixed \$
1411	Hair & More	\$1,677.01	1,500	\$1.12	\$0.00	8/1/1993	7/31/2007	<input type="checkbox"/>		Fixed \$
1413	Central Barbershop	\$965.00	965	\$1.00	\$200.00	12/1/2007	11/30/2012	<input type="checkbox"/>	11/30/2008	Fixed \$
1417	Curves for Women	\$1,200.00	1,000	\$1.20	\$2,221.94	1/1/2010	2/28/2012	<input type="checkbox"/>	1/1/2012	Fixed \$
1425	Ralbertos Mexican Food	\$1,657.44	1,650	\$1.00	\$1,533.00	5/1/2009	4/30/2014	<input type="checkbox"/>	5/1/2012	Fixed \$
1427-A	Sears	\$8,500.00	10,427	\$0.82	\$4,202.10	2/1/2000	6/30/2012	<input type="checkbox"/>	7/1/2011	Fixed \$
1429	Sherwood Jewelers	\$769.18	840	\$0.92	\$420.00	4/1/2003		<input type="checkbox"/>		N/A
1433	My Styles Boutique	\$780.00	780	\$1.00	\$1,000.00	9/15/2011	10/31/2013	<input type="checkbox"/>	10/31/2012	Fixed \$
1439	Fashion Crossroads	\$1,910.00	2,400	\$0.80	\$360.00	10/1/1994		<input type="checkbox"/>		N/A
1501	Food City - Bashas 37	\$1,300.00	40,557	\$0.03	\$0.00	12/4/1983	12/31/2014	<input checked="" type="checkbox"/>	1/1/2012	Fixed \$
1525	Aaron Rents C1417	\$4,522.50	6,030	\$0.75	\$0.00	12/22/2010	12/31/2015	<input type="checkbox"/>	6/21/2014	See Lease
1543	Dollar Tree (4458)	\$6,670.67	10,006	\$0.67	\$0.00	9/13/2010	1/31/2016	<input type="checkbox"/>	4/1/2012	See Lease
650	Peanut Gallery	\$1,516.47	1,700	\$0.89	\$1,328.60	1/1/2009	12/31/2012	<input type="checkbox"/>		N/A
654	Masakis	\$1,430.40	1,200	\$1.19	\$1,150.00	9/1/2005	12/31/2012	<input type="checkbox"/>	1/1/2012	CPI
Totals:		\$36,659.94	83,075							

Total Rentable Sq. Ftg.:	105,958
Occupied Sq. Ftg.:	83,075
Unoccupied Sq. Ftg.:	22,883
Current Vacancy %:	21.60%
Current Occupancy %:	78.40%

Unoccupied and Transitioning Suites

<u>Unit</u>	<u>Sq Ftg</u>
1359	4,500
1419	1,000
1421	1,000
1423	1,000
656	2,613
1427-B	4,573
634	2,500
1400	1,000
1405	1,000
638	1,300
Total Sq Ftg:	20,486

Verde Valley Plaza - Detailed Rent Roll

1501 E. Highway 89A, Cottonwood, AZ 86326

Printed: 11/9/2011

Suite	Tenant/ Status	Sq Ftg	Lease Expiry/ Lease Type	Adjust Date/ Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1389	Cottonwood Big Show PM-MTM	2,520	6/30/2008 NN (Ptax+Insur)	Fixed %	<input type="checkbox"/>	\$1,944	Base Rent: \$2,041.77	\$0.81	\$9.72	NNN Calculations:
							P-Tax: \$174.39	\$0.07	\$0.83	\$206.10 Total NNN's
							Insur: \$31.71	\$0.01	\$0.15	\$0.08 Total/sf/mo.
							CAM: \$0.00	\$0.00	\$0.00	\$0.98 Total/sf/ann.
							Other: \$0.00	\$0.00	\$0.00	
							Rent Tax: \$67.44	\$0.03	\$0.32	
							<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	
							Total Mo. Rent: \$2,315.31	\$0.92	\$11.03	

Options:

Suite	Tenant/ Status	Sq Ftg	Lease Expiry/ Lease Type	Adjust Date/ Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1407	H&R Block (VVP) PM-TNT	1,500	7/31/2015 NNN	8/1/2012 Fixed \$	<input type="checkbox"/>	\$0	Base Rent: \$1,719.50	\$1.15	\$13.76	NNN Calculations:
							P-Tax: \$120.36	\$0.08	\$0.96	\$253.25 Total NNN's
							Insur: \$19.01	\$0.01	\$0.15	\$0.17 Total/sf/mo.
							CAM: \$113.88	\$0.08	\$0.08	\$2.03 Total/sf/ann.
							Other - sign rent: \$50.00	\$0.03	\$0.40	
							Rent Tax: \$60.68	\$0.04	\$0.49	
							<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	
							Total Mo. Rent: \$2,083.43	\$1.39	\$16.67	

Options:

Suite	Tenant/ Status	Sq Ftg	Lease Expiry/ Lease Type	Adjust Date/ Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1411	Hair & More PM-MTM	1,500	7/31/2007 NN (Ptax+Insur)	Fixed \$	<input type="checkbox"/>	\$0	Base Rent: \$1,677.01	\$1.12	\$13.42	NNN Calculations:
							P-Tax: \$120.36	\$0.08	\$0.96	\$139.37 Total NNN's
							Insur: \$19.01	\$0.01	\$0.15	\$0.09 Total/sf/mo.
							CAM: \$0.00	\$0.00	\$0.00	\$1.11 Total/sf/ann.
							Other - sign rent: \$50.00	\$0.03	\$0.40	
							Rent Tax: \$55.99	\$0.04	\$0.45	
							<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	
							Total Mo. Rent: \$1,922.37	\$1.28	\$15.38	

Options:

Suite	Tenant/ Status	Sq Ftg	Lease Expiry/ Lease Type	Adjust Date/ Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1413	Central Barbershop PM-TNT	965	11/30/2012 NNN	11/30/2008 Fixed \$	<input type="checkbox"/>	\$200	Base Rent: \$965.00	\$1.00	\$12.00	NNN Calculations:
							P-Tax: \$77.34	\$0.08	\$0.96	\$162.77 Total NNN's
							Insur: \$12.22	\$0.01	\$0.15	\$0.17 Total/sf/mo.
							CAM: \$73.21	\$0.08	\$0.08	\$2.02 Total/sf/ann.
							Other - sign rent: \$50.00	\$0.05	\$0.62	
							Rent Tax: \$35.33	\$0.04	\$0.44	
							<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	
							Total Mo. Rent: \$1,213.10	\$1.26	\$15.09	

Options:

Suite	Tenant / Status	Sq Ftg	Lease Expiry / Lease Type	Adjust Date / Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1417	Curves for Women PM-TNT	1,000	2/28/2012 NNN	1/1/2012 Fixed \$	<input type="checkbox"/>	\$2,222	Base Rent: \$1,200.00	\$1.20	\$14.40	<u>NNN Calculations:</u>
							P-Tax: \$79.90	\$0.08	\$0.96	\$168.19 Total NNN's
							Insur: \$12.62	\$0.01	\$0.15	\$0.17 Total/sf/mo.
							CAM: \$75.67	\$0.08	\$0.08	\$2.02 Total/sf/ann.
							Other - sign rent \$60.00	\$0.06	\$0.72	
							Rent Tax: \$42.85	\$0.04	\$0.51	
							<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	
							Total Mo. Rent: \$1,471.04	\$1.47	\$17.65	

Options:

Suite	Tenant / Status	Sq Ftg	Lease Expiry / Lease Type	Adjust Date / Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1425	Ralbertos Mexican Food PM-TNT	1,650	4/30/2014 NNN	5/1/2012 Fixed \$	<input type="checkbox"/>	\$1,533	Base Rent: \$1,657.44	\$1.00	\$12.05	<u>NNN Calculations:</u>
							P-Tax: \$132.61	\$0.08	\$0.96	\$278.94 Total NNN's
							Insur: \$20.94	\$0.01	\$0.15	\$0.17 Total/sf/mo.
							CAM: \$125.39	\$0.08	\$0.08	\$2.03 Total/sf/ann.
							Other \$0.00	\$0.00	\$0.00	
							Rent Tax: \$58.09	\$0.04	\$0.42	
							<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	
							Total Mo. Rent: \$1,994.47	\$1.21	\$14.51	

Options:

Suite	Tenant / Status	Sq Ftg	Lease Expiry / Lease Type	Adjust Date / Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1427-A	Sears PM-TNT	10,427	6/30/2012 NN (Ptax+Insur)	7/1/2011 Fixed \$	<input type="checkbox"/>	\$4,202	Base Rent: \$8,500.00	\$0.82	\$9.78	<u>NNN Calculations:</u>
							P-Tax: \$0.00	\$0.00	\$0.00	\$0.00 Total NNN's
							Insur: \$0.00	\$0.00	\$0.00	\$0.00 Total/sf/mo.
							CAM: \$0.00	\$0.00	\$0.00	\$0.00 Total/sf/ann.
							Sign Rent \$100.00	\$0.01	\$0.12	
							Rent Tax: \$258.00	\$0.02	\$0.30	
							<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	
							Total Mo. Rent: \$8,858.00	\$0.85	\$10.19	

Options:

Term (mo.):	X Days Prior:	GivenInDoc:	Used:
36	1/1/2009	1st Amend	<input type="checkbox"/>
36	1/1/2012	1st Amend	<input type="checkbox"/>

Suite	Tenant / Status	Sq Ftg	Lease Expiry / Lease Type	Adjust Date / Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1429	Sherwood Jewelers PM-MTM	840	NNN MTM	N/A	<input type="checkbox"/>	\$420	Base Rent: \$769.18	\$0.92	\$10.99	<u>NNN Calculations:</u>
							P-Tax: \$67.40	\$0.08	\$0.96	\$141.81 Total NNN's
							Insur: \$10.65	\$0.01	\$0.15	\$0.17 Total/sf/mo.
							CAM: \$63.76	\$0.08	\$0.08	\$2.03 Total/sf/ann.
							Other - sign \$50.00	\$0.06	\$0.71	
							Rent Tax: \$28.83	\$0.03	\$0.41	
							<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	
							Total Mo. Rent: \$989.82	\$1.18	\$14.14	

Options:

Suite	Tenant / Status	Sq Ftg	Lease Expiry / Lease Type	Adjust Date / Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1433	My Styles Boutique Transitioning	780	10/31/2013 NNN	10/31/2012 Fixed \$	<input type="checkbox"/>	\$1,000	Base Rent: \$780.00	\$1.00	\$12.00	<u>NNN Calculations:</u>
							P-Tax: \$0.00	\$0.00	\$0.00	\$0.00 Total NNN's
							Insur: \$0.00	\$0.00	\$0.00	\$0.00 Total/sf/mo.
							CAM: \$0.00	\$0.00	\$0.00	\$0.00 Total/sf/ann.
							Other: \$0.00	\$0.00	\$0.00	
							Rent Tax: \$23.40	\$0.03	\$0.36	
							<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	
							Total Mo. Rent: \$803.40	\$1.03	\$12.36	

Options:

Term (mo.):	X Days Prior:	GivenInDoc:	Used:
36	10/31/2012	Lease	<input type="checkbox"/>

Suite	Tenant/ Status	Sq Ftg	Lease Expiry/ Lease Type	Adjust Date/ Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1439	Fashion Crossroads PM-MTM	2,400	NNN - MTM	N/A	<input type="checkbox"/>	\$360	Base Rent: \$1,910.00 P-Tax: \$166.10 Insur: \$30.20 CAM: \$152.43 Other: \$0.00 Rent Tax: \$67.76 Total Mo. Rent: \$2,326.49	\$0.80 \$0.07 \$0.01 \$0.06 \$0.00 \$0.03 \$0.97	\$9.55 \$0.83 \$0.15 \$0.06 \$0.00 \$0.34 \$11.63	NNN Calculations: \$348.73 Total NNN's \$0.15 Total/sf/mo. \$1.74 Total/sf/ann.
Options:										

Suite	Tenant/ Status	Sq Ftg	Lease Expiry/ Lease Type	Adjust Date/ Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1501	Food City - Bashas 37 PM-TNT	40,557	12/31/2014 NNN	1/1/2012 Fixed \$	<input checked="" type="checkbox"/>	\$0	Base Rent: \$1,300.00 P-Tax: \$0.00 Insur: \$0.00 CAM: \$0.00 Other: \$0.00 Rent Tax: \$39.00 Total Mo. Rent: \$1,339.00	\$0.03 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.03	\$0.38 \$0.00 \$0.00 \$0.00 \$0.00 \$0.01 \$0.40	NNN Calculations: \$0.00 Total NNN's \$0.00 Total/sf/mo. \$0.00 Total/sf/ann.
Options:	Term (mo.):	X Days Prior:	GivenInDoc:	Used:						
	60	9/3/2003	Lease	<input checked="" type="checkbox"/>						
	60	9/4/2008	Lease	<input checked="" type="checkbox"/>						
	60	9/4/2012	Lease	<input checked="" type="checkbox"/>						
	60	9/4/2017	1st Amend	<input type="checkbox"/>						
	60	9/4/2022	1st Amend	<input type="checkbox"/>						
	60	9/4/2027	2nd Amend	<input type="checkbox"/>						
	60	9/4/2032	2nd Amend	<input type="checkbox"/>						

Suite	Tenant/ Status	Sq Ftg	Lease Expiry/ Lease Type	Adjust Date/ Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1525	Aaron Rents C1417 PM-TNT	6,030	12/31/2015 NNN	6/21/2014 See Lease	<input type="checkbox"/>	\$0	Base Rent: \$4,522.50 P-Tax: \$0.00 Insur: \$0.00 CAM: \$1,884.38 TI Reimb. To TNT: (\$4,522.50) Rent Tax: \$56.53 Other: \$0.00 Total Mo. Rent: \$1,940.91	\$0.75 \$0.00 \$0.00 \$0.31 (\$0.75) \$0.01 \$0.00 \$0.32	\$9.00 \$0.00 \$0.00 \$0.31 (\$9.00) \$0.11 \$0.00 \$3.86	NNN Calculations: \$1,884.38 Total NNN's \$0.31 Total/sf/mo. \$3.75 Total/sf/ann.
Options:	Term (mo.):	X Days Prior:	GivenInDoc:	Used:						
	60		Lease	<input type="checkbox"/>						
	60		Lease	<input type="checkbox"/>						

Suite	Tenant/ Status	Sq Ftg	Lease Expiry/ Lease Type	Adjust Date/ Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
1543	Dollar Tree (4458) PM-TNT	10,006	1/31/2016 NNN	4/1/2012 See Lease	<input type="checkbox"/>	\$0	Base Rent: \$6,670.67 P-Tax: \$0.00 Insur: \$0.00 CAM: \$2,268.03 TI Reimburs.: (\$6,670.67) Rent Tax: \$68.04 Other: \$0.00 Total Mo. Rent: \$2,336.07	\$0.67 \$0.00 \$0.00 \$0.23 (\$0.67) \$0.01 \$0.00 \$0.23	\$8.00 \$0.00 \$0.00 \$0.23 (\$8.00) \$0.08 \$0.00 \$2.80	NNN Calculations: \$2,268.03 Total NNN's \$0.23 Total/sf/mo. \$2.72 Total/sf/ann.
Options:	Term (mo.):	X Days Prior:	GivenInDoc:	Used:						
	48		Lease	<input type="checkbox"/>						
	48		Lease	<input type="checkbox"/>						
	48		Lease	<input type="checkbox"/>						

Suite	Tenant / Status	Sq Ftg	Lease Expiry / Lease Type	Adjust Date / Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
650	Peanut Gallery PM-TNT	1,700	12/31/2012 NNN	N/A	<input type="checkbox"/>	\$1,329	Base Rent: \$1,516.47	\$0.89	\$10.70	NNN Calculations: \$286.21 Total NNN's \$0.17 Total/sf/mo. \$2.02 Total/sf/ann.
Options:	Term (mo.):	X Days Prior:	GivenInDoc:	Used:		P-Tax: \$136.00	\$0.08	\$0.96		
	24	10/2/2012	2nd Amend	<input type="checkbox"/>		Insur: \$21.48	\$0.01	\$0.15		
						CAM: \$128.73	\$0.08	\$0.08		
						Other - sign	\$50.00	\$0.03	\$0.35	
						Rent Tax: \$55.58	\$0.03	\$0.39		
						Other	\$0.00	\$0.00	\$0.00	
						Total Mo. Rent:	\$1,908.26	\$1.12	\$13.47	

Suite	Tenant / Status	Sq Ftg	Lease Expiry / Lease Type	Adjust Date / Adjust Type	Pays % Rent	Security Deposit	Mo. Rent	\$/sf/mo	\$/psf/ann	
654	Masakis PM-TNT	1,200	12/31/2012 NNN	1/1/2012 CPI	<input type="checkbox"/>	\$1,150	Base Rent: \$1,430.40	\$1.19	\$14.30	NNN Calculations: \$202.61 Total NNN's \$0.17 Total/sf/mo. \$2.03 Total/sf/ann.
Options:	Term (mo.):	X Days Prior:	GivenInDoc:	Used:		P-Tax: \$96.30	\$0.08	\$0.96		
	24	12/31/2008	Lease	<input checked="" type="checkbox"/>		Insur: \$15.21	\$0.01	\$0.15		
						CAM: \$91.10	\$0.08	\$0.08		
						Other - sign	\$50.00	\$0.04	\$0.50	
						Rent Tax: \$50.49	\$0.04	\$0.50		
						Other	\$0.00	\$0.00	\$0.00	
						Total Mo. Rent:	\$1,733.50	\$1.44	\$17.34	

Total Rentable Sq. Ftg.: 105,958
 Occupied Sq. Ftg.: 83,075
 Unoccupied Sq. Ftg.: 22,883
 Current Vacancy %: 21.60%
 Current Occupancy %: 78.40%

Totals
 Base Rent: \$36,659.94
 P-Tax: \$1,170.76
 Insur: \$193.05
 CAM: \$4,976.58
 Other (\$10,733.17)
 Rent Tax: \$968.01
 Other \$0.00
 Total Mo. Rent: \$33,235.17

Unoccupied and Transitioning Suites

Unit	Sq Ftg
1359	4,500
1419	1,000
1421	1,000
1423	1,000
656	2,613
1427-B	4,573
634	2,500
1400	1,000
1405	1,000
638	1,300
Total Sq Ftg:	20,486

Tenant 'Status' key:
 'PM-TNT' = a current tenant on a lease w/ a fixed term
 'PM-MTM' = a current tenant on a month-to-month lease
 'Transitioning' = in transition - moving into or out of property
 'Renegotiating' = renegotiating or renewing the terms of its lease

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-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
<p>Diane Leebove 5123 Wilbur Avenue Tarzana, CA 91356</p>	<p>MidFirst Bank C/O Sean McElenney, BRYAN CAVE Two North Central Avenue, Suite 2200 Phoenix, AZ 85004</p>
<p>Doug Huberman 139 S. Los Robles, Unit 109 Pasadena, CA 91101</p>	<p>MidFirst Bank C/O Sean McElenney, BRYAN CAVE Two North Central Avenue, Suite 2200 Phoenix, AZ 85004</p>
<p>Joel Leebove 5123 Wilbur Avenue Tarzana, CA 91356</p>	<p>MidFirst Bank C/O Sean McElenney, BRYAN CAVE Two North Central Avenue, Suite 2200 Phoenix, AZ 85004</p>
<p>Patrick Chraghcian 139 S. Los Robles, Unit 108 Pasadena, CA 91101</p>	<p>MidFirst Bank C/O Sean McElenney, BRYAN CAVE Two North Central Avenue, Suite 2200 Phoenix, AZ 85004</p>

IN RE Verde Valley Plaza, LLC

Debtor(s)

Case No. _____

(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: _____ Signature: _____ Debtor

Date: _____ Signature: _____ (Joint Debtor, if any)

(If joint case, both spouses must sign.)

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342 (b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer

Social Security No. (Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs the document.

Address

Date

Signature of Bankruptcy Petition Preparer

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provision of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Managing Member (the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership) of the Verde Valley Plaza, LLC (corporation or partnership) named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 15 sheets (total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date: November 16, 2011

Signature: /s/ Doug Huberman

Doug Huberman

(Print or type name of individual signing on behalf of debtor)

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

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.

United States Bankruptcy Court
District of Arizona

IN RE: Case No. _____

Verde Valley Plaza, LLC Chapter 11

Debtor(s)

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.

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 owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

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.)

Table with 2 columns: AMOUNT, SOURCE. Rows: 404,170.00 2009; 366,602.00 2010; 200,587.00 2011 - January - August

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, 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.)

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None 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.)

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 \$5,850.* 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.)

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

NAME AND ADDRESS OF CREDITOR SEE ATTACHED	DATE OF PAYMENTS/TRANSFERS SEE ATTACHED	AMOUNT PAID OR VALUE OF TRANSFERS 0.00	AMOUNT STILL OWING 0.00
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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.)

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.)

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.)

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.)

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 joint petition is not filed.)

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.)

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.)

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.)

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 bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Michael W. Carmel 80 E. Columbus Avenue Phoenix, AZ 85012 Sutton Pakfar & Courtney, LLP	11/07/2011 Unknown	51,046.00

Verde Valley Plaza LLC Trust
Transaction List by Vendor
August 8 through November 9, 2011

Type	Date	Num	Memo	Clr	Amount
ABreeze Fire Protection					
Check	10/4/2011	9159	Inv# 2232 - Fire Rise Flow Switch		-580.00
ADOR-TPT Tax					
Check	8/19/2011	EFT	EIN 20-5804978, St License # 20157747	X	-618.44
Check	9/20/2011	EFT	EIN 20-5804978, St License # 20157747	X	-694.29
Check	10/18/2011	EFT	EIN 20-5804978, St License # 20157747		-732.78
Anderson Commercial Properties Inc.					
Check	8/12/2011	EFT	previous month's PM fee	X	-768.43
Check	9/14/2011	EFT	previous month's PM fee	X	-835.26
Check	10/3/2011	EFT	Permit Fee Reimbursement		-49.25
Check	10/10/2011	EFT	previous month's PM fee		-877.96
Check	11/8/2011	EFT	previous month's PM fee		-1,145.13
Check	11/8/2011	EFT	Back PM fees - DTree + Aarons calc error		-4,036.04
APS					
Check	9/7/2011	9145	#118421288	X	-107.93
Check	9/7/2011	9146	#977421282	X	-815.60
Check	10/4/2011	9163	#118421288		-126.18
Check	10/4/2011	9164	#977421282		-958.96
Check	11/7/2011	5293	#977421282 HS Lts		-838.64
Bell Rock Glass & Window					
Check	8/16/2011	9137	Inv# 1603	X	-214.70
CenturyLink					
Check	9/7/2011	9147	Acct# 928-634-0944 984B	X	-42.19
Check	10/4/2011		Acct# 928-634-0944 984B		-42.19
Check	11/7/2011	5289	Acct# 928-634-0944 984B		-42.25
Chip's Spraying Service					
Check	8/16/2011	9136	monthly weed control	X	-75.00
Check	9/15/2011	9148	monthly weed control	X	-75.00
Check	10/4/2011	9165	monthly weed control		-75.00
Check	11/7/2011	5290	monthly weed control		-75.00
Cottonwood Sewer					
Check	8/16/2011	9138	5301,5302,5303,5304,5305,5307,5308,5309,5...	X	-200.15
Check	9/15/2011	9149	5301,5302,5303,5304,5305,5307,5308,5309,5...	X	-155.95
Check	10/11/2011	9169	5301,5302,5303,5304,5305,5307,5308,5309,5...		-155.95
Cottonwood Water					
Check	8/10/2011	5276	Verde Valley Plaza	X	-557.62
Check	9/9/2011	5280	Verde Valley Plaza	X	-520.72
Check	10/10/2011	5282	Verde Valley Plaza		-492.35
Check	11/9/2011	5298	Verde Valley Plaza		-471.12
CT Corporation					
Check	10/3/2011	9157	Acct # 9400451912		-284.00
Eisner, Frank & Kahan					
Check	9/2/2011	9141	Inv# 23669	X	-1,000.00
Hovsep Adamian					
Check	9/8/2011	9144	HVAC pmt - Curves Ste#1417		-244.26
Check	10/4/2011	9158	HVAC pmt - Curves Ste#1417		-244.26
Check	11/8/2011	9170	HVAC pmt - Curves Ste#1417		-244.26
Ivy Funding Group, LLC					
Check	9/15/2011	5281	Inv# 1001 0 accounting fees	X	-4,515.00
Mccoys Window Cleaning					
Check	8/16/2011	9134	Inv# 13985	X	-295.00
Michael W. Carmel, Ltd					
Check	11/1/2011	5286	VerdeValleyPlazaLLC		-51,046.00
Mick's Tree Service					
Check	8/16/2011	9135	Inv# 2389	X	-650.00
National Bank of Arizona					
Check	9/5/2011	EFT	Service Charge	X	-5.00
Check	9/5/2011	EFT	Service Charge	X	-4.95
Check	10/5/2011	EFT	Service Charge		-5.00
Check	10/5/2011	EFT	Service Charge		-4.95
Check	11/5/2011	EFT	Service Charge		-5.00
Check	11/5/2011	EFT	Service Charge		-4.95
Nite Vision Security					
Check	11/7/2011	5287	inv.4804 Fire alarm panel installed - sears		-687.55
Ralston Construction					
Check	9/2/2011	9140	Inv#702 - Fashion Xroads	X	-414.18
Check	9/22/2011	9152	Inv#707 - Parking Lot	X	-257.68
Check	9/22/2011	9156	Est #271 - 50% down	X	-966.15

12:44 PM

11/09/11

Verde Valley Plaza LLC Trust
Transaction List by Vendor
August 8 through November 9, 2011

Type	Date	Num	Memo	Clr	Amount
Check	11/7/2011	5295	Est #271 - remaining 50% - paid in full		-966.15
Red Rock Lock					
Check	9/22/2011	9153	Inv# 109913 Rekey Hanas		-82.18
S. Taylor & Sons Hauling Inc.					
Check	9/15/2011	9150	Acct# 100132	X	-607.15
Check	10/4/2011	9166	Acct# 100132		-607.15
Check	11/7/2011	5291	Acct# 100132		-607.15
Signs928 LLC					
Check	8/29/2011	5278	PLS SEE ATTACHED MEMO	X	-499.56
Check	10/4/2011	9160	New Acrylic Signs - Payment 2 of 2		-499.56
Slender and Sons					
Check	9/22/2011	X	P-Lot stripe and crackfill	X	-5,500.00
Sutton, Pakfar & Courtney, LLP					
Check	9/2/2011	9142	Inv# 1051	X	-2,000.00
Sylvania Lighting Services					
Check	9/22/2011	9154	Customer #60927	X	-812.33
Check	11/7/2011	5292	Customer #60927		-127.26
T&T Refrigeration, Inc.					
Check	8/29/2011	5279	Inv# 2665 - Fashion Xroads	X	-112.07
Tom Waterfield					
Check	9/7/2011	9143	Inv#171783	X	-750.00
Check	10/4/2011	9161	Inv#171785		-750.00
Check	11/7/2011	5288	Inv# 171787		-750.00
Tryton Enterprises LLC					
Check	8/29/2011	5277	Inv#197885	X	-1,390.00
Check	9/15/2011	9151	Inv#197921	X	-945.00
Check	10/26/2011	5284	Inv#197959		-1,390.00
Check	11/7/2011	5294	Inv# 197967		-945.00
Village Electric					
Check	10/4/2011	9162	Inv#1413 - New breaker		-523.48
Check	10/26/2011	5285	Inv#1413 - New breaker - FINAL		-129.28
Yavapai Co Treasurer					
Check	10/21/2011	void	VOID: parcel APN# 406-00-062 PHut bldg only	X	0.00

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.)

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.

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.)

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.)

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.)

14. Property held for another person

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

15. Prior address of debtor

None If 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
35 No. Raymond, #213, Pasadena, CA 91103		

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.

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.

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.

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.

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.

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.

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 the 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 the 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
Bud Golditch 16530 Ventura Blvd. #305 Encino, CA 91436	
Scott Anderson PO Box 4208 Sedona, AZ 86340	

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 AND ADDRESS	DATES SERVICES RENDERED
Bud Golditch 16530 Ventura Blvd. #305 Encino, CA 91436	
Scott Anderson PO Box 4208 Sedona, AZ 86340	

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 AND ADDRESS
Bud Golditch
16530 Ventura Blvd.
#305

Encino, CA 91436

Scott Anderson

PO Box 4208

Sedona, AZ 86340

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

NAME AND ADDRESS

DATE ISSUED

MidFirst Bank

C/O Sean McElenney, BRYAN CAVE

Two North Central Avenue, Suite 2200

Phoenix, AZ 85004

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.

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

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.

- 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
Lee & Shirley Ambers Ambers Family Trust DTD 10/06/88 6221 Hesperia Avenue Encino, CA 91318		2.381%
Marc Abramowitz 300 University Cottonwood L 9 Willow Hill Road Ross, CA 94947		35.714%
Patrick Chraghcian 139 S. Los Robles, Unit 108 Pasadena, CA 91101		2.381%
Cottonwood Retail Center 921 Kagawa St Pacific Palisades, CA 90272		14.286%
Barry & Robin Freeman Barry & Robin Itkin Freeman Family Trust 15576 Meadowgate Road Encino, CA 91436		2.381%
Dr. Richard B. Gilmore Custodian FBO Richard B. Gilmore, MD IRA 2116 Wembly Place Rockford, IL 61114		2.381%
Doug Huberman 139 S. Los Robles, Unit 108 Pasadena, CA 91101		2.381%
Russell L. Hanlin 1043 Pine Oak Lane Pasadena, CA 91103		4.762%
Elizabeth Hirsch 9951 Kip Drive Beverly Hills, CA 90210		1.190%
Joel Leebove		2.381%

Joel Leebove Trust Dated 01/29/1997

5123 Wilbur Avenue
Tarzana, CA 91356

Chuck & Fae Lipeles 2.381%
Lipeles Family Trust Of 7-24-87
20515 Chatsboro Drive
Woodland Hills, CA 91364

Greg McLemore 4.762%
87 N. Raymond Ave, #850
Pasadena, CA 91103

Lonnie & Betty Sclar 2.381%
Trustees Of The Leon & Bettie Sclar RT
12218 Montana Avenue, #202
Los Angeles, CA 90049

Randall Sclar 2.381%
Trustee Of The 1994 Sclar Irrevocable T
4231 23rd St.
San Francisco, CA 94114

Ed Schreiber 1.333%
116501 Ventura Blvd., #401
Encino, CA 91436

Eric Schreiber .714%
16501 Ventura Blvd., #401
Encino, CA 91436

Ethan Schreiber .167%
16501 Ventura Blvd., #401
Encino, CA 91436

Ean Schreiber .167%
16501 Ventura Blvd., #401
Encino, CA 91436

Linda Stern 1.190%
Trustee Of The Linda Stern Living Trust
4 Mira
Irvine, CA 92603

Karl & Deanne Sussman 2.381%
19346 Olivos Drive
Tarzana, CA 91356

Harold & Sandra Slan 2.381%
Trustees Of The Slan Family Trust
11645 Morgan Lane
Los Angeles, CA 90049

Nancy Weingarten 1.190%
20 Royal Road
Belmont, MA 02478

Yale & Jean Weiser 1.190%
17547 Ventura Blvd., #206
Encino, CA 91316

Ivy Fund Group, LLC 7.143%
139 S. Los Robles, #108
Pasadena, CA 91101

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.

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.

23. Withdrawals from a partnership or distributions by a corporation

Name 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.

24. Tax Consolidation Group

Name 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.

25. Pension Funds.

Name 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.

(If completed on behalf of a partnership or corporation)

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: November 15, 2011

Signature: /s/ Doug Huberman

Doug Huberman, Managing Member

Print Name and Title

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

0 continuation pages attached

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.

United States Bankruptcy Court
District of Arizona

IN RE:

Case No. _____

Verde Valley Plaza, LLC

Debtor(s)

Chapter 11

DECLARATION

I hereby certify, under penalty of perjury, that the Master Mailing List, consisting of 4 sheet(s), is complete, correct and consistent with the debtor(s)' schedules pursuant to Local Bankruptcy Rule 1007.

Date: November 15, 2011

Signature: /s/ Doug Huberman

Doug Huberman, Managing Member

Debtor

Date: _____

Signature: _____

Joint Debtor, if any

Date: November 15, 2011

Signature: /s/ Michael W. Carmel, Esq.

Michael W. Carmel, Esq. 007356

Attorney (if applicable)

Verde Valley Plaza, LLC

AMERICAN GENERAL CONSTRUCTORS
139 S LOS ROBLES SUITE 107
PASADENA AZ 91101

AMERICAN GENERAL DESIGN
600 W BROADWAY SUITE 200
GLENDALE CA 91204

AMERICAN GENERAL DESIGN
139 S LOS ROBLES SUITE 106
PASADENA CA 91101

ANDERSON COMMERCIAL PROPERTIES INC
40 SOLDIERS SUITE 3
SEDONA AZ 86336

APS
PO BOX 2906
PHOENIX AZ 85062-2906

ARIZONA DEPARTMENT OF REVENUE
1600 WEST MONROE STREET
PHOENIX AZ 85007-2650

BALLARD SPAHR ANDREWS & INGERSOLL
3300 N CENTRAL AVENUE #1800
PHOENIX AZ 85012

CENTURYLINK
PO BOX 29040
PHOENIX AZ 85038

CHIP'S SPRAYING SERVICE
PO BOX 339
CLARKDALE AZ 86324

COTTONWOOD SEWER
111 N MAIN
COTTONWOOD AZ 86326

Verde Valley Plaza, LLC

COTTONWOOD WATER
111 N MAIN ST
COTTONWOOD AZ 86326

CT CORPORATION
PO BOX 4349
CAROL STREAM IL 60197

DERITO PARTNERS INC
3200 E CAMELBACK #175
PHOENIX AZ 85018

EISNER FRANK & KAHAN
9601 WILSHIRE BLVD #700
BEVERLY HILLS CA 90210

EQUITY HOTEL SUPPLY
8400 SUNSET BLVD SUITE 3A
WEST HOLLYWOOD CA 90069

FRANCHISE TAX BOARD
PO BOX 942857
SACRAMENTO CA 94257

HAHN & HAHN LLP
301 E COLORADO BLVD 9TH FLOOR
PASADENA CA 91101

HOVSEP ADAMIAN
1310 N PACIFIC AVENUE
GLENDALE CA 91202

JOEL LEEBOVE
JOEL LEEBOVE TRUST DATED 01/29/1997
5123 WILBUR AVENUE
TARZANA CA 91356

LAKE DU & ASSOCIATES
444 W OCEAN BLVD SUITE 800
LONG BEACH CA 90802

Verde Valley Plaza, LLC

LODGEN LACHER GOLDITCH SS & H LP
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ENCINO CA 91436

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C/O SEAN MCELENNEY BRYAN CAVE
TWO NORTH CENTRAL AVENUE SUITE 2200
PHOENIX AZ 85004

MIDFIRST BANK
501 NW GRAND BOULEVARD
OKLAHOMA CITY OK 73118

POVAC INVESTMENTS INC
139 S LOS ROBLES SUITE 107
PASADENA CA 91101

RVM ASSOCAITES
139 S ROBLES AVE #1
PASADENA CA 91101

RVM/DOUG HUBERMAN
139 S LOS ROBLES #109
PASADENA CA 91101

S TAYLOR & SONS HAULING INC
PO BOX 4389
COTTONWOOD AZ 86326

SCHREIBER & SCHREIBER INC
16501 VENTURA BLVD #401
ENCINO CA 91436

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9777 WILSHIRE BOULEVARD SUITE 810
BEVERLY HILLS CA 90212

SYLVANIA LIGHTING SERVICES
PO BOX 2120
CAROL STREAM IL 60132

Verde Valley Plaza, LLC

COM WATERFIELD
1345 S CENTRAL
CORNVILLE AZ 86325

FRYTON ENTERPRISES LLC
742 E MAHALA DRIVE
CAMP VERDE AZ 86322

YAVAPAI COUNTY TREASURER
1015 FAIR STREET
PRESCOTT AZ 86305