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United States Bankruptcy Court District of Arizona

IN RE: WVSV HOLDINGS, LLC			Case No Chapter 11			
	Debto	r(s)	•			
	DISCLOSURE OF	COMPENSATION OF ATTORNEY	Y FOR DEBTOR			
1.		y, or agreed to be paid to me, for services rendered or to	amed debtor(s) and that compensation paid to me within be rendered on behalf of the debtor(s) in contemplation			
	For legal services, I have agreed to accept					
	Prior to the filing of this statement I have received		s <u>25,000.00</u>			
	Balance Due		s <u>50,000.00</u>			
2.	The source of the compensation paid to me was:	Debtor Other (specify):				
3.	The source of compensation to be paid to me is:	Debtor Other (specify): West Valley Ventur	es, 75% member			
4.	I have not agreed to share the above-disclosed co	mpensation with any other person unless they are memb	pers and associates of my law firm.			
	l have agreed to share the above-disclosed comp together with a list of the names of the people sh		or associates of my law firm. A copy of the agreement,			
5.	In return for the above-disclosed fee, I have agreed to	render legal service for all aspects of the bankruptcy cas	e, including:			
	 b. Preparation and filing of any petition, schedules, c. Representation of the debtor at the meeting of cr d. Representation of the debtor in adversary proceed e. [Other provisions as needed] 	endering advice to the debtor in determining whether to statement of affairs and plan which may be required; editors and confirmation hearing, and any adjourned heatings and other contested bankruptoy matters; and prosecute confirmation of a Plan of Reference.	urings thereof;			
6.	By agreement with the debtor(s), the above disclosed	fee does not include the following services:				
	certify that the foregoing is a complete statement of any	CERTIFICATION agreement or arrangement for payment to me for repres	sentation of the debtor(s) in this bankruptcy			
	May 14, 2012	/s/ Michael W. Carmel, Esq.	j			
-	Date	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				

United States Bankruptcy Court District of Arizona								Vol	untary Petition
Name of Debtor (if individual, enter Last, First, Middle): WVSV HOLDINGS, LLC				Name of J	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):					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-Taxpaye (if more than one, state all): 46-0499258	er I.D. (ITIN) /Com	plete EIN	Last four d				axpayer I.I	D. (ITIN) /Complete EIN
Street Address of Debtor (No. & Street, City, State 1121 West Warner Road, Suite 109	e & Zip Cod	e):		Street Add	ress of Jo	oint Deb	tor (No. & Stree	et, City, Sta	ate & Zip Code):
Tempe, AZ	ZIPCOL	ZIPCODE 85284						Γ	ZIPCODE
County of Residence or of the Principal Place of B Maricopa	Business:			County of	Residenc	e or of the	he Principal Pla	ce of Busin	ness:
Mailing Address of Debtor (if different from street	t address)			Mailing A	dress of	Joint De	ebtor (if differen	it from stro	eet address):
	ZIPCOL)E		\dashv				٢	ZIPCODE
Location of Principal Assets of Business Debtor (i	f different fi	om str	eet addres	s above):				1	
	_								ZIPCODE
Type of Debtor	ł			of Business					Code Under Which
(Form of Organization) (Check one box.)	П на	alth Ca	Cneck) ire Busine	one box.)		□ сь	ine Petitio apter 7		(Check one box.) pter 15 Petition for
☐ Individual (includes Joint Debtors)	∏ Siı	igle As	set Real E	state as defined i	n 11	□_Ch	apter 9	Rec	ognition of a Foreign
See Exhibit D on page 2 of this form. Corporation (includes LLC and LLP)			101(51B)				apter 11 apter 12		n Proceeding pter 15 Petition for
Partnership	Su	Railroad Stockbroker				apter 13	Rec	ognition of a Foreign	
Other (If debtor is not one of the above entities,		☐ Commodity Broker ☐ Clearing Bank							main Proceeding
check this box and state type of entity below.)	_ 		Dalik					Nature of (Check on	
Chapter 15 Debtor Country of debtor's center of main interests:							bts are primaril	y consume	er Debts are primarily
	_	(C		mpt Entity if applicable.)			ots, defined in 1 01(8) as "incur		business debts.
Each country in which a foreign proceeding by, regarding, or against debtor is pending:		Debtor is a tax-exempt orga			organization under individual primaril			y for a	
regarding, or against debior is pending.			f the Unit evenue C	ed States Code (1 ode).					
Filing Fee (Check one box)	1						pter 11 Debtor:	3	
₩ Full Filing Fee attached			Check o						
Filing Fee to be paid in installments (Applicable only). Must attach signed application for the co		als	Check is	r is not a small business debtor as defined in 11 U.S.C. § 101(51D).					
consideration certifying that the debtor is unable	e to pay fee			tor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less \$2,343,300 (amount subject to adjustment on 4.01/13 and every three years thereafter).					
except in installments. Rule 1006(b). See Offici	ial Form 3A.		than S	2,343,300 (amount	subject to	adjustme	nt on 4/01/13 and	t every three	e years thereafter).
Filing Fee waiver requested (Applicable to chap		luals		• •	applicable boxes:				
only). Must attach signed application for the co- consideration. See Official Form 3B.	urt`s		A plan is being filed with this petition Acceptances of the plan were solicited prepetition from one or more classes of creditors, in				ore classes of creditors, in		
			accor	dance with 11 U.	S.C. § 1	126(b).			
Statistical/Administrative Information Debtor estimates that funds will be available for	or distributio	n to ur	secured c	reditors					THIS SPACE IS FOR COURT USE ONLY
Debtor estimates that, after any exempt proper					id, there	will be n	o funds availab	le for	
distribution to unsecured creditors.									_
Estimated Number of Creditors	.								
1-49 50-99 100-199 200-999 1	,000-	5,00		10,001-	25,001-	•	50,001-	Over	
Estimated Assets	,000_	10,00	10	25,000	50,000		100,000	100,000	-
	.				\mathbf{Z}				
\$0 to \$50,001 to \$100,001 to \$500,001 to \$ \$50,000 \$100,000 \$500,000 \$1 million \$	1,000,001 to			\$50,000,001 to \$100 million	\$100,00	100,001 million	\$500,000,001 to \$1 billion	More tha	
Estimated Liabilities	TO HILLION	10 33	y minion	2100 mmion	10 3300	muivil	10 91 UHIUH	ar ound	'
	_			\mathbf{Z}					
\$0 to \$50,001 to \$100,001 to \$500,001 to \$1,000,001 to \$10,000,001 \$350,000 \$100,000 \$500,000 \$1 million \$10 million to \$50 million \$1			\$50,000,001 to \$100 million	-		\$500,000,001 to \$1 billion			

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B1 (Official Form 1) (12/11)		rage 2				
Voluntary Petition (This page must be completed and filed in every case)	Name of Debtor(s): WVSV HOLDINGS, LLC					
All 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:				
Exhibit A (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.) Exhibit A is attached and made a part of this petition.	whose debts are primarily consumer debts.)					
Does the debtor own or have possession of any property that poses or is a or safety? Yes, and Exhibit C is attached and made a part of this petition.	bit C alleged to pose a threat of imminen	t and identifiable harm to public health				
Exhi (To be completed by every individual debtor. If a joint petition is filed, e Exhibit D completed and signed by the debtor is attached and ma If this is a joint petition: Exhibit D also completed and signed by the joint debtor is attached.	nde a part of this petition.	ch a separate Exhibit D.)				
Extinor B also completed and signed by the joint debtor is attach	— — — — — — — — — — — — — — — — — — —					
(Check any a Debtor has been domiciled or has had a residence, principal place preceding the date of this petition or for a longer part of such 180	days than in any other District.					
Debtor is a debtor in a foreign proceeding and has its principal ploor has no principal place of business or assets in the United States	☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. ☐ 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.) Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)						
(Name of landlord that obtained judgment)						
(Address o	of landlord)					
Debtor claims that under applicable nonbankruptcy law, there are the entire monetary default that gave rise to the judgment for pos						
Debtor has included in this petition the deposit with the court of filing of the petition.						
Debtor certifies that he/she has served the Landlord with this cer Case 2.12-bk-10598-RTB Doc 1 Filed Main Docume	05/14/12 Entered 05/1	4/12 15:34:17 Desc				

B1 (Official Form 1) (12/11) Name of Debtor(s): Voluntary Petition WVSV HOLDINGS, LLC (This page must be completed and filed in every case) Signatures Signature(s) of Debtor(s) (Individual/Joint) Signature of a Foreign Representative 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 (Check only one box.) 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. § I request relief in accordance with the chapter of title 11, United States Code, specified in this petition. > Signature of Debtor X Signature of Joint Debtor Telephone Number (If not represented by attorney) 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 section. Official Form 19 is attached. May 14, 2012 Address *In a case in which § 707(b)(4)(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 Signature petition is true and correct, and that I have been authorized to file this

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.

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.

/	
`	
	Signature of Foreign Representative

Printed Name of Foreign Representative

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); 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 in that

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.)

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.

/s/ Lee Allen Johnson				
Signature of Authorized Individual				
Lee Allen Johnson				
Printed Name of Authorized Individual				
Mgr. West Valley Ven., Mgr. Of WVSV				
Title of Authorized Individual				

May 14, 2012

Date

Date

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

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.

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United States Bankruptcy Court District of Arizona

IN RE:		Case No					
WVSV HOLDINGS, LLC		Chapter 11					
De	btor(s)	•					
LIST OF CREDI	TORS HOLDING 20 LARGEST UN	NSECURED (CLAIMS				
Following is the list of the debtor's creditors holding the chapter 11 [or chapter 9] case. The list does not include the value of the collateral is such that the unsecured defic holding the 20 largest unsecured claims, state the child guardian." Do not disclose the child's name. See, 11 U.S.	(1) persons who come within the definition of "inside ciency places the creditor among the holders of the 20 l 's initials and the name and address of the child's pa	er" set forth in 11 U. largest unsecured cla	S.C. § 101, or (2) sec ims. If a minor child i	ured creditors unless s one of the creditors			
(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)			
Bryan Cave, LLP PO Box 503089 Saint Louis, MO 63150				8,390.40			
Chalmers & Associates, LLC 616 Park Lane Billings, MT 59102				8,250.00			
Urban Engineering, Inc. 120 N. 44th St., #150 Phoenix, AZ 85034				5,564.00			
Superior Surveying Services 21415 N. 23rd Avenue Phoenix, AZ 85027				5,355.00			
Task Engineering 1904 East Medlock Drive Phoenix, AZ 85016				4,750.00			
Erie & Associates, Inc. 3120 N. 24th St. Phoenix, AZ 85016				4,472.50			
	ALTY OF PERJURY ON BEHALF OF A C	ORPORATION	OR PARTNERS	HIP			
l, [the president or other officer or an authorized in this case, declare under penalty of perjury that	agent of the corporation][or a member or an at I have read the foregoing list and that it is true	athorized agent of and correct to th	the partnership] nate best of my inform	amed as the debtor nation and belief.			
Date: May 14, 2012 Sig	gnature: /s/ Lee Allen Johnson						
	Lee Allen Johnson, Mgr. West \	/alley Ven., Mg	r. Of WVSV	(Print Name and Title)			

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United States Bankruptcy Court District of Arizona

IN RE:	Case No.
WVSV HOLDINGS, LLC	Chapter 11
Dehtor(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	\$ 120,038,250.00		
B - Personal Property	Yes	3	\$ 4,834.84		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	2		\$ 57,314,558.35	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1		\$ 0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	2		\$ 36,781.90	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				S
J - Current Expenditures of Individual Debtor(s)	No				\$
	TOTAL	12	\$ 120,043,084.84	\$ 57,351,340.25	

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	Case No.		
Pehtor(e)		(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
Tract A: 1,556.5 Acres of vacant land planned for future development in Buckeye, AZ	Fee Simple		18,678,000.00	511,793.80
Tract B: 1446.5 Acres of vacant land planned for future development in Buckeye, AZ	Equitable Title to Land Held in Trust 8435		17,358,000.00	11,388,304.49
Tract C: 9,957 Acres of vacant land planned for future development in Buckeye, AZ	Equitable Title to Land Held in Trust 8436		84,002,250.00	45,414,460.06

TOTAL 120,038,250.00

(Report also on Summary of Schedules)

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IN RE <u>WVSV HOLDINGS, LLC</u>	Case No.	
Debtor(s)		(If known)

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether 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 is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

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

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

	TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1.	Cash on hand.	X			
2.	Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Deposits in checking accounts with National Bank of Arizona		4,834.84
3.	Security deposits with public utilities, telephone companies, landlords, and others.	×			
4.	Household goods and furnishings, include audio, video, and computer equipment.	×			
5.	Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6.	Wearing apparel.	X			
7.	Furs and jewelry.	X			
8.	Firearms and sports, photographic, and other hobby equipment.	X			
9.	Interest in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10.	Annuities. Itemize and name each issue.	X			
11.	Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12.	Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	x			
13.	Stock and interests in incorporated and unincorporated businesses. Itemize.	×			
14.	Interests in partnerships or joint ventures. Itemize.	×		!	

Cace	No
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Debtor(s)

(lf 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
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			
	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.	Х			
26.	Boats, motors, and accessories.	Х			
27.	Aircraft and accessories.	X			
28.	Office equipment, furnishings, and supplies.	X			
29.	Machinery, fixtures, equipment, and supplies used in business.	×			
30.	Inventory.	X			
	Animals.	X		1	
	Crops - growing or harvested. Give particulars.	X			
	Farming equipment and implements.	X			
34.	Farm supplies, chemicals, and feed.	X			

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C	NI -
Case	NO.

Debtor(s)

(If known)

SCHEDULE B - PERSONAL PROPERTY (Continuation Sheet)

TYPE OF PROPERTY	2028	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			
not aiready listed. Hemize.				
		TO		4,834,84

_____ 0 continuation sheets attached

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

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	_ Case No.	
Debtor(s)		

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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)	

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

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 Case No.	
	(If known)

mary of Certain

Lisbilities and Related

Schedules)

Debtor(s)

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 (See Instructions Above.)	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.	Ť		Judgment lien, 06/10/2009 encumbering	T		х	297,205.35	
10K, LLC C/O Dan Dowd, Esq. 2425 E. Camelback Road, Suite 1100 Phoenix, AZ 85016			Tract A					
,			VALUE \$ 18,678,000.00					
ACCOUNT NO.			Property taxes due on Tract A. See detail	Γ			1,107.73	
Maricopa County Treasurer PO Box 52133 Phoenix, AZ 85072			on attached Schedule D-1.					
			VALUE \$ 18,678,000.00	1				
ACCOUNT NO.			Property taxes due on Tract B. See detail				1,956.99	
Maricopa County Treasurer PO Box 52133 Phoenix, AZ 85072			on attached Schedule D-2					
			VALUE \$ 17,358,000.00	1				
ACCOUNT NO.	T		Property taxes due on Tract C. See detail	Γ			3,733.83	
Maricopa County Treasurer PO Box 52133 Phoenix, AZ 85072			on attached Schedule D-3					
			VALUE \$ 84,002,250.00	1				
1 continuation sheets attached			(Total of the		otot		s 304,003.90	\$
			(Use only on la		Totage		s	S
			,000 000	1	-9	•	(Report also on Summary of	(If applicable, report also on Statistical

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Case	No	

Debtor(s)

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS (Continuation Sheet)

			(Continuation Sheet)					
CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER (See Instructions Above.)	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.	T		Judgment Lien, 10/25/2007, encumbers	T	T	H	213,480.72	
Perkins Cole Brown & Bain C/O Brian Pollack, Esq., Lewis & Roca 40 N. Central Avenue Phoenix, AZ 85004			Tract A				·	
	╀		VALUE \$ 18,678,000.00	╀	╀	┞		-
ACCOUNT NO.	-		July 2003, Seller carry-back financing of Debtor's purchase of Tract B				11,386,347.50	
Trust 8435 C/O First American Title Trust Department PO Box 52023 Phoenix, AZ 85072								
	╄	_	VALUE \$ 17,358,000.00	╀-	╄	<u> </u>		
ACCOUNT NO.	1		Assignee or other notification for: Trust 8435 C/O First American Title					
Glen Spurlock PO Box 1877 Gilbert, AZ 85299			Trust 6435 C/O First American Title					
			VALUE \$	7				
ACCOUNT NO.			Assignee or other notification for:	Π				
Glen Spurlock C/O Michael Tiffany, Esq. 2525 E. Camelback Road, Third Floor Phoenix, AZ 85016			Trust 8435 C/O First American Title					
·			VALUE \$					
ACCOUNT NO.			July 2003, Seller carry-back financing of				45,410,726.23	
Trust 8436 C/O First American Title Trust Department PO Box 52023 Phoenix, AZ 85072			Debtor's purchase of Tract C					
	L		VALUE \$ 84,002,250.00	\perp	L	L		
ACCOUNT NO.			Assignee or other notification for:					
RRS & Company Attn: R. Randy Stolworthy 21 East 6th Street, Suite 706 Tempe, AZ 85281			Trust 8436 C/O First American Title					
	L	<u>L</u>	VALUE \$	L		L		
Sheet no1 of1 continuation sheets attack Schedule of Creditors Holding Secured Claims	ned	to	(Total of t	his _[otot page Tot	;)	\$ 57,010,654.45	\$
			(Use only on I				\$ 57,314,558.35	\$

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

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Schedule D-1 Property Taxes on Tract A

	Full Year	03/31/2012
Tax Parcel	<u>2011</u>	Balance Due
503-84-031C 4	284.64	142.32
503-84-032C 1	804.06	402.03
503-84-033A 1	1,126.76	563.38
Total:		1,107.73

Schedule D-2 Property Taxes on Tract B

	Full Year	03/31/2012
Tax Parcel	<u> 2011</u>	Balance Due
503-84-025M 5	4.40	0.00
503-84-026C 4	30.82	0.00
503-84-028C 9	111.62	55.81
503-84-029 9	218.16	109.08
503-84-030B 8	287.38	143.69
503-84-031D 3	108.24	54.12
503-84-032D 1	279.78	139.89
503-84-032E 0	66.68	0.00
503-84-033B 0	242.22	121.11
503-84-033C 9	1.34	0.00
503-84-034A 8	696.04	348.02
503-84-035 6	436.26	218.13
503-84-037 1	436.26	218.13
503-84-038 8	332.34	166.17
503-84-042 1	435.22	217.61
503-84-056 6	218.16	109.08
503-84-057 3	5.10	0.00
503-84-060 9	112.30	56.15
Total:		1,956.99

Schedule D-3 Property Taxes on Tract C

	Full Year	03/31/2012
Tax Parcel	<u>2011</u>	Balance Due
504-72-001A 7	387.30	193.65
504-72-001B 6	387.42	193.71
504-72-002A 4	389.18	194.59
504-72-003A 1	369.54	184.77
504-72-004A 9	807.62	403.81
504-72-007B 0	291.00	145.50
504-72-007C 9	366.16	183.08
504-72-008A 8	290.84	145.42
504-72-011C 1	541.44	270.72
504-72-013D 5	145.40	72.70
504-72-013E 4	145.40	72.70
504-72-013F 3	145.40	72.70
504-72-013H 1	71.64	0.00
504-72-013J 7	72.36	0.00
504-72-013K 6	147.20	73.60
504-72-013L 5	143.02	71.51
504-72-014C 3	104.16	52.08
504-72-014D 2	333.24	166.62
504-72-015A 2	911.66	455.83
504-72-016C 8	37.18	0.00
504-72-016D 7	36.96	0.00
504-72-016E 6	37.18	0.00
504-72-016F 5	36.42	0.00
504-72-016G 4	36.96	0.00
504-72-016H 3	18.24	0.00
504-72-016J 9	23.16	0.00
504-72-016K 8	27.76	0.00
504-72-016L 7	329.44	164.72
504-72-016M 6	319.78	159.89
504-72-016N 5	78.58	0.00
504-72-017B 6	375.62	187.81
504-72-017C 5	354.66	177.33
504-72-017D 4	182.18	91.09
Total:		\$3,733.83

Debtor(s)

Case No.	
	(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. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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

	Stat	istical Summary of Certain Liabilities and Related Data.							
Only	liste	eport 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 d 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 Statistical Summary of Certain Liabilities and Related Data.							
Software		Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.							
Forms	TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)								
© 1993-2011 EZ-Filing, Inc. [1-800-998-2424] - Forms Saftware		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).							
2-Filing, Inc. [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).							
Ф 1993-2011 E		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							

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Debtor(s)

(Case No.	
		(lf known)

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. (See Instructions Above.)	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.					T		
Bryan Cave, LLP PO Box 503089 Saint Louis, MO 63150							8,390.40
ACCOUNT NO.	T			\neg	7	\exists	
Chalmers & Associates, LLC 616 Park Lane Billings, MT 59102							8,250.00
ACCOUNT NO.		İ		\neg	7	٦	
Erie & Associates, Inc. 3120 N. 24th St. Phoenix, AZ 85016							4,472.50
ACCOUNT NO.				┪			· · · · · · · · · · · · · · · · · · ·
McGladrey & Pullen, LLP 501 N. 44th St., #300 Phoenix, AZ 85008							0.00
1 continuation sheets attached			S (Total of thi		lota		s 21,112.90
- communication streets unabled			(Use only on last page of the completed Schedule F. Report the Summary of Schedules and, if applicable, on the Sta	T also	ota o ot tica	ıl n ıl	

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

			Lontinuation Sneet)				
CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See Instructions Above.)	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.	┢			П			
Superior Surveying Services 21415 N. 23rd Avenue Phoenix, AZ 85027	1						5,355.00
ACCOUNT NO.			-			Т	
Task Engineering 1904 East Medlock Drive Phoenix, AZ 85016							4,750.00
ACCOUNT NO.	Т					Г	
Urban Engineering, Inc. 120 N. 44th St., #150 Phoenix, AZ 85034		:					5,564.00
ACCOUNT NO.	┝	_		Н		H	3,364.00
ACCOUNT NO.							
ACCOUNT NO.	_	 					
ACCOUNT NO.							
Sheet no. 1 of 1 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims	I—		(Total of th		age	;)	s 15,669.00
			(Use only on last page of the completed Schedule F. Report the Summary of Schedules, and if applicable, on the St Summary of Certain Liabilities and Related	als: atis	tica	n al	s 36,781.90

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SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

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

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

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT
Ted Hazen dba Hazen Farm South 26951 W. Hazen Road Buckeye, AZ 85326	Grazing Lease in which Debtor is Lessor
AGS, LLC C/O Sunbelt Holdings 6720 N. Scottsdale Rd., #160 Scottsdale, AZ 85253	Purchase and Option Agreement in which Debtor is seller/optionor as to a portion of Tract A.

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B6H (Official For	rm 6H) (12/07)
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IN RE WVSV HOLDINGS, LLC		Case No.
	Debtor(c)	(If known)

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

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Debtor(s)

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(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

	perjury that I have read the foregoing summary and schedules, consisting of sheets, and that they are of my knowledge, information, and belief.
Date:	Signature:
Date:	Signature:
	(Joint Debtor, if any) [If joint case, both spouses must sign.]
DECLARATION A	AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)
compensation and have provide and 342 (b); and, (3) if rules	erjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for fied the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting quired by that section.
- ·	if any, of Bankruptcy Petition Preparer Social Security No. (Required by 11 U.S.C. § 110.) parer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, r who signs the document.
Address	
Signature of Bankruptcy Petition F	Preparer Date
Names and Social Security nur is not an individual:	mbers of all other individuals who prepared or assisted in preparing this document, unless the bankruptcy petition preparer
	ared this document, attach additional signed sheets conforming to the appropriate Official Form for each person. r's failure to comply with the provision of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or S.C. § 110; 18 U.S.C. § 156.
DECLARATIO	N UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP
I, the Mgr. West Valley Ve	n., Mgr. Of WVSV (the president or other officer or an authorized agent of the corporation or a
(corporation or partnership	gent of the partnership) of the <u>WVSV HOLDINGS</u> , <u>LLC</u>) named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and 13 sheets (total shown on summary page plus 1), and that they are true and correct to the best of my ad belief.
Date: May 14, 2012	Signature: /s/ Lee Allen Johnson
	Lee Allen Johnson (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.

Case 2:12-bk-10598-RTB

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United States Bankruptcy Court District of Arizona

IN RE:	Case No
WVSV HOLDINGS, LLC	Chapter 11
Debtor(s)	
STATEMENT OF FINANCIAL A	FFAIRS
This statement is to be completed by every debtor. Spouses filing a joint petition may file a is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish is filed, unless the spouses are separated and a joint petition is not filed. An individual debto farmer, or self-employed professional, should provide the information requested on this staten personal affairs. To indicate payments, transfers and the like to minor children, state the chi or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's	information for both spouses whether or not a joint petition or engaged in business as a sole proprietor, partner, family ment concerning all such activities as well as the individual's ild's initials and the name and address of the child's parent
Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in busin 25. If the answer to an applicable question is "None," mark the box labeled "None." If use and attach a separate sheet properly identified with the case name, case number (if known	additional space is needed for the answer to any question,
DEFINITIONS	
"In business." A debtor is "in business" for the purpose of this form if the debtor is a corpor for the purpose of this form if the debtor is or has been, within six years immediately precedi an officer, director, managing executive, or owner of 5 percent or more of the voting or equit partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individ form if the debtor engages in a trade, business, or other activity, other than as an employee, to substitute. "Insider." The term "insider" includes but is not limited to: relatives of the debtor; general which the debtor is an officer, director, or person in control; officers, directors, and any own a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; affiliates.	ing the filing of this bankruptcy case, any of the following: ty securities of a corporation; a partner, other than a limited lual debtor also may be "in business" for the purpose of this supplement income from the debtor's primary employment. If partners of the debtor and their relatives; corporations of the of 5 percent or more of the voting or equity securities of
1. Income from employment or operation of business	
None State the gross amount of income the debtor has received from employment, trade, including part-time activities either as an employee or in independent trade or business case was commenced. State also the gross amounts received during the two years maintains, or has maintained, financial records on the basis of a fiscal rather than a beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is not filed.)	ess, from the beginning of this calendar year to the date this immediately preceding this calendar year. (A debtor that a calendar year may report fiscal year income. Identify the income for each spouse separately. (Married debtors filing
AMOUNT SOURCE 0.00 2012	
0.00 2011	
450,000.00 2010	
2. Income other than from employment or operation of business	
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 two years immediately preceding the commencement of this case. Give particulars separately. (Married debtors filing under chapter 12 or chapter 13 must state income for the spouses are separated and a joint petition is not filed.)	s. If a joint petition is filed, state income for each spouse

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 conspreceding the commencement of the case unless,850.* If the debtor is an individual, indicate obligation or as part of an alternative repayment debtors filing under chapter 12 or chapter 13 r is filed, unless the spouses are separated and a	ess the aggregate value of the with an asterisk (*) any at schedule under a plan b must include payments at	of all property that constitutes or is y payments that were made to a crec y an approved nonprofit budgeting a nd other transfers by either or both a	affected by such litor on account ound credit counsel	transfer is less than of a domestic support ing agency. (Married
	* Amount subject to adjustment on 4/01/13, an	nd every three years there	eafter with respect to cases commen	ced on or after th	e date of adjustment.
			•	MOUNT PAID	4140187
	E AND ADDRESS OF CREDITOR ATTACHED SCHEDULE 3(B)	DATE OF PAY	MENTS/TRANSFERS	OR VALUE OF TRANSFERS 0.00	AMOUNT STILL OWING 0.00
None	c. All debtors: List all payments made within who are or were insiders. (Married debtors filia joint petition is filed, unless the spouses are	ing under chapter 12 or c	hapter 13 must include payments by	s case to or for the veither or both sp	e benefit of creditors ouses whether or not
4. Sui	ts and administrative proceedings, execution	ns, garnishments and at	tachments		
None	a. List all suits and administrative proceeding bankruptcy case. (Married debtors filing unde not a joint petition is filed, unless the spouses	r chapter 12 or chapter 1	3 must include information concern	mediately preced ning either or bot	ling the filing of this h spouses whether or
	TION OF SUIT		COURT OR AGENCY	STATU	
	CASE NUMBER NATURE C X-TRA, et al., v. WVSV	F PROCEEDING	AND LOCATION Court of Appeals, State of	DISPOS Opinio	SITION n Rendered
HOL	DINGS, LLC, et al., 1-CA-CV 567 and 1-CA-CV 09-0445		Arizona	Opinio	n nonacica
LLC	swestern Pipeline Company, Appeal v. W.V.S.V. Holdings, LLC, et ocket No. 11-15558		United States Court of App for the Ninth Circuit	peals Pendin	g
None	b. Describe all property that has been attached the commencement of this case. (Married deb or both spouses whether or not a joint petition	otors filing under chapter	12 or chapter 13 must include info	rmation concern	nmediately preceding ing property of either
5. Re	possessions, foreclosures and returns				
None	List all property that has been repossessed by the seller, within one year immediately prece include information concerning property of ei joint petition is not filed.)	ding the commencement	t of this case. (Married debtors filin	g under chapter 1	2 or chapter 13 must
6. As	signments and receiverships				
None	a. Describe any assignment of property for the (Married debtors filing under chapter 12 or chaunless the spouses are separated and joint pet	apter 13 must include any			
	b. List all property which has been in the han- commencement of this case. (Married debtors spouses whether or not a joint petition is filed	filing under chapter 12 or	r chapter 13 must include informatio	n concerning pro	
7. Gi	<u>Fts</u>				
None	List all gifts or charitable contributions made gifts to family members aggregating less than to per recipient. (Married debtors filing under charion petition is filed, unless the spouses are	\$200 in value per individ napter 12 or chapter 13 m	ual family member and charitable co oust include gifts or contributions by	entributions aggre	gating less than \$100
8. Lo	sses				
	List all losses from fire, theft, other casualty	or gambling within one	year immediately preceding the co	mmencement of	this case or since the
\square	commencement of this case. (Married debtor	s filing under chapter 12	or chapter 13 must include losses b		

SCHEDULE 3(B)

WVSV HOLDINGS, LLC Vendor Payments last 90 days

DATE PAYEE		CHECK AMT.
02/13/2012	Wright & Associates	\$1,340.00
02/21/2012	Maes Marketing	\$2,500.00
03/01/2012	Maes Marketing	\$1,250.00
03/07/2012	Erie & Associates	\$3,500.00
03/07/2012	lan R Dowdy, AICP	\$2,000.00
03/14/2012	Wright & Associates	\$200.00
03/14/2012	B & J Cattle Company	\$7,235.00
03/16/2012	Maes Marketing	\$1,250.00
03/19/2012	Sage Tax Group II	\$3,677.73
04/02/2012	Maes Marketing	\$1,250.00
04/16/2012	Maes Marketing	\$1,250.00
05/01/2012	Maes Marketing	\$1,250.00
5/11/2012	Bryan Cave	\$5,619.29

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J-Forn
8-2424
800-936
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EZ-Filmg.
1993-2011
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9. Pa	yments related to debt counseling or bankrupt	tey			
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.				
Mich 80 Ea	IE AND ADDRESS OF PAYEE lael W. Carmel ast Columbus Avenue enix, AZ 85012	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR May 9, 2012	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY 25,000.00		
10. O	ther transfers				
None	absolutely or as security within two years imm	ansferred in the ordinary course of the business or fin nediately preceding the commencement of this case, both spouses whether or not a joint petition is filed,	(Married debtors filing under chapter 12 or		
None	b. List all property transferred by the debtor with device of which the debtor is a beneficiary.	tin ten years immediately preceding the commencem	ent of this case to a self-settled trust or similar		
11. C	losed financial accounts				
None	transferred within one year immediately precedertificates of deposit, or other instruments; she brokerage houses and other financial institution	I in the name of the debtor or for the benefit of the deding the commencement of this case. Include che ares and share accounts held in banks, credit unions ns. (Married debtors filing under chapter 12 or chap both spouses whether or not a joint petition is filed	ecking, savings, or other financial accounts, s, pension funds, cooperatives, associations, oter 13 must include information concerning		
12. S	afe deposit boxes				
None	preceding the commencement of this case. (Mai	y in which the debtor has or had securities, cash, or a cried debtors filing under chapter 12 or chapter 13 males, unless the spouses are separated and a joint pe	ust include boxes or depositories of either or		
13. Se	etoffs				
None		a bank, against a debt or deposit of the debtor within or chapter 13 must include information concerning and a joint petition is not filed.)			
14. P	roperty held for another person				
None	List all property owned by another person that	the debtor holds or controls.			
Brey C/O I 515 S	IE AND ADDRESS OF OWNER cliffe, LLC Harold R. Collins, Blecher & Collins S. Figueroa St., #1750 Angeles, CA 90071	DESCRIPTION AND VALUE OF PROPEI 153 acres fee title land held for Breyc			
C/O 1 515 S	cliffe, LLC Harold R. Collins, Blecher & Collins S. Figueroa St., #1750 Angeles, CA 90071	147 acres equitable title land held for Breycliffe			
15. P	rior address of debtor				
None	If debtor has moved within three years immedia	ately preceding the commencement of this case. Jist a	II premises which the debtor accupied during		

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.

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.

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.

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.

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

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.

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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 Judy D. Windisch, CPA 1121 W. Warner Road Suite 109 Tempe, AZ 85284

DATES SERVICES RENDERED

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.

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.

None	a. Dist air imancial institutions, creations, and other parties, including mercanine and trade agencies, to whom a maneral statement was issued			
20. lı	ventories			
None	a. List the dates of the last two inventor dollar amount and basis of each inventor	ries taken of your property, the name of the person who su ory.	pervised the taking of each inventory, and the	
None	b. List the name and address of the personal beautiful to the personal beautiful to the personal beautiful to the persona	son having possession of the records of each of the two inv	rentories reported in a., above.	
21. C	urrent Partners, Officers, Directors as	nd Shareholders		
None	a. If the debtor is a partnership, list the	nature and percentage of partnership interest of each mem	ber of the partnership.	
	E AND ADDRESS : Valley Ventures, LLC	NATURE OF INTEREST Membership Interest	PERCENTAGE OF INTEREST 75.000000	
Вгеу	cliffe, LLC	Membership Interest	25.000000	
None	b. If the debtor is a corporation, list all or holds 5 percent or more of the voting	officers and directors of the corporation, and each stockhog or equity securities of the corporation.	lder who directly or indirectly owns, controls,	
22. F	ormer partners, officers, directors and	shareholders		
None	a. If the debtor is a partnership, list each of this case.	member who withdrew from the partnership within one ye	ar immediately preceding the commencement	
None	b. If the debtor is a corporation, list all preceding the commencement of this ca	l officers, or directors whose relationship with the corporase.	tion terminated within one year immediately	
23. W	ithdrawals from a partnership or dist	ributions by a corporation		
None		on, list all withdrawals or distributions credited or given to a ons exercised and any other perquisite during one year imn		
24. T	ax Consolidation Group			
None		me and federal taxpayer identification number of the parent a member at any time within six years immediately preced		
25. Pc	ension Funds.			
None		name and federal taxpayer identification number of any per t any time within six years immediately preceding the com		
[If co	mpleted on behalf of a partnership of	or corporation]		
		ve read the answers contained in the foregoing stateme to the best of my knowledge, information, and belief.		
Date:	May 14, 2012	Signature: /s/ Lee Allen Johnson		
		Lee Allen Johnson, Mgr. West Valley V	en., Mgr. Of WVSV Print Name and Title	
	(An individual sign	ning on behalf of a partnership or corporation must in	dicate position or relationship to debtor.]	
		ocntinuation 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.

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United States Bankruptcy Court District of Arizona

IN RE:		Case N	lo
WVSV HOLDINGS, LLC		Chapte	er 11
	Debtor(s)	•	
		DECLARATION	
• • •		he Master Mailing List, consisting ofsuant to Local Bankruptcy Rule 1007.	_2 sheet(s), is complete, correct
Date: May 14, 2012	Signature	: <u>/s/ Lee Allen Johnson</u> Lee Allen Johnson, Mgr. West Valley Ven., N	Agr. Of WVSV Debtor
Date:	Signature	:	Joint Debtor, if any
Date: May 14, 2012	Signature	: <i>/s/ Michael W. Carmel, Esq.</i> Michael W. Carmel, Esq. 007356	Attorney (if applicable)

10K LLC C/O DAN DOWD ESQ 2425 E CAMELBACK ROAD SUITE 1100 PHOENIX AZ 85016

AGS LLC C/O SUNBELT HOLDINGS 6720 N SCOTTSDALE RD #160 SCOTTSDALE AZ 85253

BRYAN CAVE LLP PO BOX 503089 SAINT LOUIS MO 63150

CHALMERS & ASSOCIATES LLC 616 PARK LANE BILLINGS MT 59102

ERIE & ASSOCIATES INC 3120 N 24TH ST PHOENIX AZ 85016

GLEN SPURLOCK PO BOX 1877 GILBERT AZ 85299

GLEN SPURLOCK C/O MICHAEL TIFFANY ESQ 2525 E CAMELBACK ROAD THIRD FLOOR PHOENIX AZ 85016

MARICOPA COUNTY TREASURER PO BOX 52133 PHOENIX AZ 85072

MCGLADREY & PULLEN LLP 501 N 44TH ST #300 PHOENIX AZ 85008 PERKINS COIE BROWN & BAIN C/O BRIAN POLLACK ESQ LEWIS & ROCA 40 N CENTRAL AVENUE PHOENIX AZ 85004

RRS & COMPANY ATTN: R RANDY STOLWORTHY 21 EAST 6TH STREET SUITE 706 TEMPE AZ 85281

SUPERIOR SURVEYING SERVICES 21415 N 23RD AVENUE PHOENIX AZ 85027

TASK ENGINEERING 1904 EAST MEDLOCK DRIVE PHOENIX AZ 85016

TED HAZEN DBA HAZEN FARM SOUTH 26951 W HAZEN ROAD BUCKEYE AZ 85326

TRUST 8435 C/O FIRST AMERICAN TITLE TRUST DEPARTMENT PO BOX 52023 PHOENIX AZ 85072

TRUST 8436 C/O FIRST AMERICAN TITLE TRUST DEPARTMENT PO BOX 52023 PHOENIX AZ 85072

URBAN ENGINEERING INC 120 N 44TH ST #150 PHOENIX AZ 85034