

United States Bankruptcy Court

District of Arizona

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Quail Hollow Inn 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 Best Western Plus Quail Hollow Inn	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) 45-2743811; 86-0555723	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. and Street, City, and State): 759 S. Haskell Willcox, AZ <div style="text-align: right; margin-top: 5px;">ZIP Code 85643</div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; margin-top: 5px;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Cochise	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">ZIP Code</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; margin-top: 5px;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: center;">699 N. Ocotillo Road Benson, AZ 85602</div>	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box) <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." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <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. <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.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <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).
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Statistical/Administrative Information *** John R. Clemency 009646 *** <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" 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.	THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <div style="display: flex; justify-content: space-between;"> <div><input checked="" type="checkbox"/> 1-49</div> <div><input type="checkbox"/> 50-99</div> <div><input type="checkbox"/> 100-199</div> <div><input type="checkbox"/> 200-999</div> <div><input type="checkbox"/> 1,000-5,000</div> <div><input type="checkbox"/> 5,001-10,000</div> <div><input type="checkbox"/> 10,001-25,000</div> <div><input type="checkbox"/> 25,001-50,000</div> <div><input type="checkbox"/> 50,001-100,000</div> <div><input type="checkbox"/> OVER 100,000</div> </div>	
Estimated Assets <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> \$0 to \$50,000</div> <div><input type="checkbox"/> \$50,001 to \$100,000</div> <div><input type="checkbox"/> \$100,001 to \$500,000</div> <div><input type="checkbox"/> \$500,001 to \$1 million</div> <div><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</div> <div><input type="checkbox"/> \$10,000,001 to \$50 million</div> <div><input type="checkbox"/> \$50,000,001 to \$100 million</div> <div><input type="checkbox"/> \$100,000,001 to \$500 million</div> <div><input type="checkbox"/> \$500,000,001 to \$1 billion</div> <div><input type="checkbox"/> More than \$1 billion</div> </div>	
Estimated Liabilities <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> \$0 to \$50,000</div> <div><input type="checkbox"/> \$50,001 to \$100,000</div> <div><input type="checkbox"/> \$100,001 to \$500,000</div> <div><input type="checkbox"/> \$500,001 to \$1 million</div> <div><input type="checkbox"/> \$1,000,001 to \$10 million</div> <div><input checked="" type="checkbox"/> \$10,000,001 to \$50 million</div> <div><input type="checkbox"/> \$50,000,001 to \$100 million</div> <div><input type="checkbox"/> \$100,000,001 to \$500 million</div> <div><input type="checkbox"/> \$500,000,001 to \$1 billion</div> <div><input type="checkbox"/> More than \$1 billion</div> </div>	

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Quail Hollow Inn LLC	
All Prior Bankruptcy Cases 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: Dunlap Oil Company, Inc.	Case Number: 4:12-bk-23252	Date Filed: 10/24/12	
District: Arizona - Tucson Division	Relationship: Affiliate	Judge: Unknown	
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.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (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 11 U.S.C. §342(b). 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 and 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 checked="" 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 that obtained judgment) _____ (Address of landlord)			
<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)).			

Voluntary Petition

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

Name of Debtor(s):

Quail Hollow Inn 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 Attorney*

X /s/ John R. Clemency
Signature of Attorney for Debtor(s)

John R. Clemency 009646
Printed Name of Attorney for Debtor(s)

Gallagher & Kennedy, P.A.
Firm Name
2575 E. Camelback Rd.
Phoenix, AZ 85016

Address

Email: john.clemency@gknet.com
602-530-8000 Fax: 602-530-8500

Telephone Number
October 24, 2012

Date

*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 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/ Theodore J. Dunlap
Signature of Authorized Individual

Theodore J. Dunlap
Printed Name of Authorized Individual

Attorney in Fact for Carol A. Dunlap, Trustee
Title of Authorized Individual

October 24, 2012

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 Non-Attorney Bankruptcy 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 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 _____

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.

United States Bankruptcy Court
District of Arizona

In re **Quail Hollow Inn LLC**

Debtor(s)

Case No.

Chapter

11

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; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Arizona Department of Revenue c/o Tax, Bankruptcy, and Collection 1275 W. Washington Avenue Phoenix, AZ 85007	Arizona Department of Revenue c/o Tax, Bankruptcy, and Collection 1275 W. Washington Avenue Phoenix, AZ 85007	Sales and Use Tax		12,917.96
BBVA Compass Bank P.O. Box 3018 Tucson, AZ 85701	BBVA Compass Bank P.O. Box 3018 Tucson, AZ 85701	Commerical property located at 699 N. Ocotillo Road, Benson, Arizona 85602.	Unliquidated Disputed	5,440,324.00
BBVA Compass Bank P.O. Box 3018 Tucson, AZ 85701	BBVA Compass Bank P.O. Box 3018 Tucson, AZ 85701	Real Property	Unliquidated Disputed	Unknown
Best Western International, Inc. PO Box 53505 Phoenix, AZ 85072	Best Western International, Inc. PO Box 53505 Phoenix, AZ 85072	Membership Agreement		18,806.71
Canyon Community Bank 7981 N. Oracle Road Tucson, AZ 85704	Canyon Community Bank 7981 N. Oracle Road Tucson, AZ 85704	Forebearance and Modification Agreement Dated August 17, 2011	Contingent Unliquidated Disputed	Unknown
Canyon Community Bank 7981 N. Oracle Road Tucson, AZ 85704	Canyon Community Bank 7981 N. Oracle Road Tucson, AZ 85704	Commerical property located at 699 N. Ocotillo Road, Benson, Arizona 85602.	Unliquidated Disputed	6,276,264.00
Century Link P.O. Box 29040 Phoenix, AZ 85038-9040	Century Link P.O. Box 29040 Phoenix, AZ 85038-9040	Vendor		914.87
Century Manufacturing Corporation P.O. Box 2208 Seaford, NY 11783	Century Manufacturing Corporation P.O. Box 2208 Seaford, NY 11783	Vendor	Disputed	199.60
Chase Card Member Service P.O. Box 94014 Palatine, IL 60094-4014	Chase Card Member Service P.O. Box 94014 Palatine, IL 60094-4014	Credit Card		22,634.57

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Cochise County Treasurer P.O. Box 1778 Bisbee, AZ 85603-2778	Cochise County Treasurer P.O. Box 1778 Bisbee, AZ 85603-2778	RE Taxes		217,665.00
Cochise County Treasurer P.O. Box 1778 Bisbee, AZ 85603-2778	Cochise County Treasurer P.O. Box 1778 Bisbee, AZ 85603-2778	Personal Property Taxes		2,124.62
Cochise County Treasurer P.O. Box 1778 Bisbee, AZ 85603-2778	Cochise County Treasurer P.O. Box 1778 Bisbee, AZ 85603-2778	Personal Property Taxes		2,124.62
Dunlap Oil Company 759 S. Haskell Willcox, AZ 85643	Dunlap Oil Company 759 S. Haskell Willcox, AZ 85643	Payroll		11,765.00
ECOLAB P.O. Box 100512 Pasadena, CA 91189	ECOLAB P.O. Box 100512 Pasadena, CA 91189	Vendor		648.97
Heartland Food Products 1900 W. 47TH Place, Suite 302	Heartland Food Products 1900 W. 47TH Place, Suite 302	Vendor		148.50
QBE Crest Insurance Group 5285 E. Williams Circle, Suite 4500 Tucson, AZ 85711	QBE Crest Insurance Group 5285 E. Williams Circle, Suite 4500 Tucson, AZ 85711	Insurance		1,296.00
Room Results Inc. 3378 Upper Pleasant Valley Road Cambridge, VT 05444	Room Results Inc. 3378 Upper Pleasant Valley Road Cambridge, VT 05444	Vendor		139.25
Safeway 20427 N. 27th Avenue Phoenix, AZ 85027	Safeway 20427 N. 27th Avenue Phoenix, AZ 85027	Vendor		113.35
Shamrock Foods PO Box 52438 Phoenix, AZ 85072	Shamrock Foods PO Box 52438 Phoenix, AZ 85072	Vendor		2,599.37
Sysco Guest Supply P.O. Box 910 Monmouth Junction, NJ 08852	Sysco Guest Supply P.O. Box 910 Monmouth Junction, NJ 08852	Vendor		550.95

In re **Quail Hollow Inn LLC**

Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

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

I, the Attorney in Fact for Carol A. Dunlap, Trustee of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **October 24, 2012**

Signature /s/ Theodore J. Dunlap

Theodore J. Dunlap

Attorney in Fact for Carol A. Dunlap, Trustee

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.

Quail Hollow Inn LLC -

ARIZONA DEPARTMENT OF REVENUE
C/O TAX, BANKRUPTCY, AND COLLECTION
1275 W. WASHINGTON AVENUE
PHOENIX AZ 85007

BBVA COMPASS BANK
P.O. BOX 3018
TUCSON AZ 85701

BBVA COMPASS BANK
P.O. BOX 3018
TUCSON AZ 85701

BEST WESTERN INTERNATIONAL, INC.
PO BOX 53505
PHOENIX AZ 85072

BEST WESTERN INTERNATIONAL, INC.
6201 N. 24TH PARKWAY
PHOENIX AZ 85016-2023

BOOKING.COM B.V.
1017 SG WETERINGSCHANS 28
AMSTERDAM, NETHERLANDS

CANYON COMMUNITY BANK
7981 N. ORACLE ROAD
TUCSON AZ 85704

CANYON COMMUNITY BANK
7981 N. ORACLE ROAD
TUCSON AZ 85704

CENTURY LINK
P.O. BOX 29040
PHOENIX AZ 85038-9040

CENTURY MANUFACTURING CORPORATION
P.O. BOX 2208
SEAFORD NY 11783

CHASE CARD MEMBER SERVICE
P.O. BOX 94014
PALATINE IL 60094-4014

Quail Hollow Inn LLC -

COCHISE COUNTY TREASURER
P.O. BOX 1778
BISBEE AZ 85603-2778

COCHISE COUNTY TREASURER
P.O. BOX 1778
BISBEE AZ 85603-2778

COCHISE COUNTY TREASURER
P.O. BOX 1778
BISBEE AZ 85603-2778

CORPORATE LODGING CONSULTANTS INC.
8111 E. 32ND STREET NORTH, SUITE 300
WICHITA KS 67226-2614

COX CABLE
1440 E. 15TH STREET
TUCSON AZ 85719

DUNLAP OIL COMPANY
759 S. HASKELL
WILLCOX AZ 85643

ECOLAB
P.O. BOX 100512
PASADENA CA 91189

EXPEDIA MARKET MANAGEMENT

HEARTLAND FOOD PRODUCTS
1900 W. 47TH PLACE, SUITE 302

LIGGETT VECTOR BRANDS INC.

QBE CREST INSURANCE GROUP
5285 E. WILLIAMS CIRCLE, SUITE 4500
TUCSON AZ 85711

ROOM RESULTS INC.
3378 UPPER PLEASANT VALLEY ROAD
CAMBRIDGE VT 05444

Quail Hollow Inn LLC -

ROOM RESULTS INC.
312 LAKE VISTA SOUTH
LEWISVILLE TX 75077

SAFEWAY
20427 N. 27TH AVENUE
PHOENIX AZ 85027

SHAMROCK FOODS
PO BOX 52438
PHOENIX AZ 85072

SYSCO GUEST SUPPLY
P.O. BOX 910
MONMOUTH JUNCTION NJ 08852

**United States Bankruptcy Court
District of Arizona**

In re **Quail Hollow Inn LLC**

Debtor(s)

Case No.
Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Quail Hollow Inn LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [*Check if applicable*]

October 24, 2012
Date

/s/ John R. Clemency
John R. Clemency

Signature of Attorney or Litigant
Counsel for **Quail Hollow Inn LLC**
Gallagher & Kennedy, P.A.
2575 E. Camelback Rd.
Phoenix, AZ 85016
602-530-8000 Fax:602-530-8500
john.clemency@gknet.com