

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF ARIZONA**

In re SKYMALL, LLC,
Debtor

Case No. 2:15-bk-00679-BKM

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

(1)	(2)	(3)	(4)	(5) ¹
<i>Name of creditor and complete mailing address including zip code</i>	<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>	<i>Nature of claim (trade debt, bank loan, government, contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
1.	(1) DELTA AIRLINES, INC. (2) 3585 Atlanta Avenue Hapeville, GA 30354	(3) Trade debt		(5) \$1,455,605.94
2.	(1) AMERICAN AIRLINES, INC. (2) 4255 Amon Carter Blvd. Fort Worth, TX 76155	(3) Trade debt		(5) \$1,022,443.05
3.	(1) US AIRWAYS (2) P.O. Box 29655 Phoenix, AZ 85038	(3) Trade debt		(5) \$613,837.01

¹ Debtor is in the process of reviewing claims, and reserves the right to amend this schedule to change the amount of any claim stated herein, and whether or not any claim is contingent, unliquidated, or disputed.

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4. (1) GEMMY INDUSTRIES CORP.
(2) P.O. Box 3588
Coppell, TX 75019
(3) Trade Debt
(4)
(5) \$549,538.51

5. (1) UNITED PARCEL SERVICE
(2) P.O. Box 505820
The Lakes, NV 88905
(3) Trade debt
(4)
(5) \$481,770.26

6. (1) HAMMACHER SCHLEMMER
(2) 9307 N. Milwaukee Avenue
Niles, IL 60714
(3) Trade debt
(4)
(5) \$431,832.46

7. (1) SOUTHWEST AIRLINES, INC.
(2) 14800 Frye Road
Fort Worth, TX 76115
(3) Trade debt
(4)
(5) \$387,660.44

8. (1) MIDLAND PAPER
(2) 1140 Paysphere Circle
Chicago, IL 60674
(3) Trade debt
(4)
(5) \$374,635.85

9. (1) AMERICAN EXPRESS
(2) P.O. Box 0001
Los Angeles, CA 90096-8000
(3) Trade debt
(4)
(5) \$327,107.33

10. (1) HSN IMPROVEMENTS, LLC
(2) 5201 Richmond Road
Bedford Heights, OH 44146
(3) Trade debt
(4)
(5) \$299,894.06

11. (1) UNITED AIRLINES, INC.
(2) 1200 E. Algonquin Road
Elk Grove, IL 60007
(3) Trade debt
(4)
(5) \$283,302.81

12. (1) CONSTANGY, BROOKS & SMITH LLP
 (2) 535 Boylston Street, Suite 902
 Boston, MA 02116
 (3) Trade debt
 (4)
 (5) \$242,251.67
13. (1) STEINER SPORTS MEMORABILIA
 (2) 145 Huguenot Street
 New Rochelle, NY 10801
 (3) Trade debt
 (4)
 (5) \$207,791.84
14. (1) DEMANDWARE INC.
 (2) 5 Wall Street
 Burlington, MA 01803
 (3) Trade debt
 (4)
 (5) \$202,683.68
15. (1) WHAT ON EARTH
 (2) 5581 Hudson Industrial Pkwy
 Hudson, OH 44236
 (3) Trade debt
 (4)
 (5) \$197,702.60
16. (1) WIRELESS
 (2) 5581 Hudson Industrial Pkwy
 Hudson, OH 44236
 (3) Trade debt
 (4)
 (5) \$181,425.54
17. (1) CINMAR
 (2) 5566 W. Chester Road
 West Chester, OH 45069
 (3) Trade debt
 (4)
 (5) \$168,220.40
18. (1) SOLUTIONS aka NORM THOMPSON OUTFITTERS
 (2) Attn: Karen Durling
 26 Alberigi Drive

- Jessup, PA 18434
 - (3) Trade debt
 - (4)
 - (5) \$164,584.32

- 19.
 - (1) RELIEF POD INT'L
 - (2) 1801 E. Carnegie Avenue
Santa Ana, CA 92705
 - (3) Trade debt
 - (4)
 - (5) \$154,871.17

- 20.
 - (1) SIGNALS
 - (2) 5581 Hudson Industrial Pkwy
Hudson, OH 44236
 - (3) Trade debt
 - (4)
 - (5) \$103,237.68

Date: January 22, 2015

SKY MALL, LLC

By Scott Wiley
Scott Wiley
Authorized Signatory

Debtor

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

I, Scott Wiley, Authorized Signatory of SKYMALL, LLC, named as the debtor in this case, declare under penalty of perjury that I have read the foregoing "List Of Creditors Holding 20 Largest Unsecured Claims" and that it is true and correct to the best of my information and belief.

DATED: January 22, 2015

Signature _____



Scott Wiley
Authorized Signatory