

B1 (Official Form 1) (4/10)

United States Bankruptcy Court Central District of California		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): MCP Ontario Festival, 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): None		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): ITIN: 9506 68-0579506		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) 4100 Newport Place Suite 770 Newport Beach, CA		Street Address of Joint Debtor (No. and Street, City, and State)
ZIPCODE 92660		ZIPCODE
County of Residence or of the Principal Place of Business: Orange		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):
ZIPCODE		ZIPCODE
Location of Principal Assets of Business Debtor (if different from street address above):		ZIPCODE
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. <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.) <hr/>	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 <u>Real Estate</u> 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)	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 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 No. 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.		Check one box: Chapter 11 Debtors <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101(51D) <input checked="" type="checkbox"/> Debtor is not a small business 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, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY <div style="border: 2px solid black; padding: 10px; width: fit-content; margin: auto;"> FILED SEP 22 2010 CLERK U.S. BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA BY: [Signature] </div>
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input checked="" type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1000-5000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

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Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): MCP Ontario Festival, 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: N.A.	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) <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 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 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 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 non bankruptcy 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(1)).			

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

Name of Debtor(s):
MCP Ontario Festival, LLC

Signatures

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

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

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

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

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

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

(Check only one box.)

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

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

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

(Date)

Signature of Attorney*

X Cory J. Briggs
Signature of Attorney for Debtor(s)

Cory J. Briggs, Esq. SBN 176884

Printed Name of Attorney for Debtor(s)
Briggs Law Corporation

Firm Name
99 East "C" Street, Suite 111

Address
Upland, CA 91786

(909) 949-7121

Telephone Number

Date 9/22/10

*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 Ronald Meer
Signature of Authorized Individual
Ronald Meer, Manager of Meer MCP Ontario Festival, LLC, the sole Member of MCP Ontario Festival, LLC

Manager of Meer MCP Ontario Festival, LLC, the sole Member of MCP Ontario Festival, LLC

Title of Authorized Individual

Date 9/22/10

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 setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before 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.

B 1A (Official Form 1, Exhibit A) (9/97)

[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 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

UNITED STATES BANKRUPTCY COURT

In re MCP Ontario Festival, LLC,) Case No. _____
 Debtor)
)
) Chapter 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is Not Applicable.

2. The following financial data is the latest available information and refers to the debtor's condition on N/A.

a. Total assets	\$	<u>0.00</u>		
b. Total debts (including debts listed in 2.c., below)	\$	<u>0.00</u>		
c. Debt securities held by more than 500 holders:				
			Approximate number of holders:	
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	<u>0</u>	<u>0</u>	
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	<u>0</u>	<u>0</u>	
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	<u>0</u>	<u>0</u>	
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	<u>0</u>	<u>0</u>	
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	<u>0</u>	<u>0</u>	
d. Number of shares of preferred stock		<u>0</u>	<u>0</u>	
e. Number of shares common stock		<u>0</u>	<u>0</u>	

Comments, if any:

3. Brief description of debtor's business:

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: _____

United States Bankruptcy Court

Central District of California

In re: **MCP Ontario Festival, LLC**

Case No.

Debtor

Chapter **11**

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Ronald L. Meer, Manager of Meer MCP Ontario Festival, LLC, the sole Member of MCP Ontario Festival, LLC, the Debtor named herein and that on September 21, 2010 the following resolution was duly adopted by the Board.

“Whereas, it is in the best interest of MCP Ontario Festival, LLC, to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

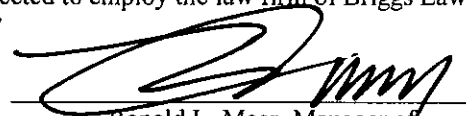
Be It Therefore Resolved, that Ronald L. Meer, Manager of Meer MCP Ontario Festival, LLC, the sole Member of MCP Ontario Festival, LLC, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy on behalf of MCP Ontario Festival, LLC, and

Be It Further Resolved, that Ronald L. Meer, Manager of Meer MCP Ontario Festival, LLC, the sole Member of MCP Ontario Festival, LLC, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Debtor, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Debtor in connection with such bankruptcy case; and

Be It Further Resolved, that Ronald L. Meer, Manager of Meer MCP Ontario Festival, LLC, the sole Member of MCP Ontario Festival, LLC, is authorized and directed to employ the law firm of Briggs Law Corporation to represent the Debtor in such bankruptcy case.”

Executed on: September 21, 2010

Signed: _____



Ronald L. Meer, Manager of
Meer MCP Ontario Festival, LLC
the sole Member of
MCP Ontario Festival, LLC

Main Document Page 6 of 88
STATEMENT OF RELATED CASES

INFORMATION REQUIRED BY LOCAL BANKRUPTCY RULE 1015-2
UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None


4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed at Mariposa Beach, California.

Dated 9/21/10


 Debtor
 Ronald L. Meer, Manager of Meer MCP Ontario Festival, LLC,
 the sole Member of MCP Ontario Festival, LLC

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

United States Bankruptcy Court
Central District of California

In re MCP Ontario Festival, LLC
Debtor

Case No. _____

Chapter 11

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 must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

AMOUNTS SCHEDULED

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	1	\$ 8,125,000		
B - Personal Property	YES	3	\$ 1,400		
C - Property Claimed as exempt	YES	1			
D - Creditors Holding Secured Claims	YES	1		\$ 25,428,772	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	3		\$ 0	
F - Creditors Holding Unsecured Nonpriority Claims	YES	24		\$ 5,631,749	
G - Executory Contracts and Unexpired Leases	YES	3			
H - Codebtors	YES	4			
I - Current Income of Individual Debtor(s)	YES	1			\$ 0
J - Current Expenditures of Individual Debtors(s)	YES	1			\$ 0
TOTAL		42	\$ 8,126,400	\$ 31,060,521	

United States Bankruptcy Court
Central District of California

In re MCP Ontario Festival, LLC
Debtor

Case No. _____

Chapter 11

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	\$ N.A.
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	\$ N.A.
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	\$ N.A.
Student Loan Obligations (from Schedule F)	\$ N.A.
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	\$ N.A.
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	\$ N.A.
TOTAL	\$ N.A.

State the Following:

Average Income (from Schedule I, Line 16)	\$ N.A.
Average Expenses (from Schedule J, Line 18)	\$ N.A.
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	\$ N.A.

State the Following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		\$ N.A.
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column.	\$ N.A.	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		\$ N.A.
4. Total from Schedule F		\$ N.A.
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		\$ N.A.

In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (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 co-tenant, 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 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
24 Acres Land/Project (Residential Parcel of approx. 21 Acres and Commerical Parcel of approx. 3 Acres) Known as Ontario Festival. Legal description is attached.	100% Fee Interest		8,000,000	25,328,772
Vacant lot located at 12442 S. California St., Yucaipa, CA Legal description is attached.	100% Fee Interest		125,000	100,000

Total > 8,125,000

(Report also on Summary of Schedules.)

SCHEDULE A - 24 ACRES LAND/PROJECT

EXHIBIT "A"

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE CITY OF ONTARIO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AND IS DESCRIBED AS FOLLOWS:

PARCEL A:

PARCEL 3 OF PARCEL MAP NO. 16935, IN THE CITY OF ONTARIO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 216 OF PARCEL MAPS, PAGES 96-98 INCLUSIVE, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

EXCEPTING THEREFROM THAT PORTION OF SAID LAND LYING WITHIN PARCELS 1 AND 2 OF PARCEL MAP NO. 16979, IN THE CITY OF ONTARIO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 234 OF PARCEL MAPS, PAGES 51-54 INCLUSIVE, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

NOTE: SUBSEQUENT TO THE RECORDING OF THE DEED OF TRUST WHICH IS THE SUBJECT OF THIS GUARANTEE, SAID LAND HAS BEEN SUBDIVIDED AND IS NOW BEING DESCRIBED AS FOLLOWS:

PARCEL 3 THROUGH 6, INCLUSIVE, AND LOT A OF PARCEL MAP NO. 16979, IN THE CITY OF ONTARIO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 234 OF PARCEL MAPS, PAGES 51-54 INCLUSIVE, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

PARCEL B:

LOT 1 OF TRACT MAP NO. 17245, IN THE CITY OF ONTARIO, COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 333, PAGES 82 THROUGH 85 INCLUSIVE, OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

APN: 0210-631-02 (PORTION), 0210-631-04 (PORTION), 0210-631-05, 0210-631-06, 0210-631-07, 0210-631-08, 0210-631-09, 0210-631-010, 0210-631-011

(End of Legal Description)

SCHEDULE A – YUCAIPA VACANT LOT

EXHIBIT “A”

THE SOUTH 66.00 FEET OF THE EAST 330.00 FEET OF BLOCK 148, ACCORDING TO THE REVISED MAP OF YUCAIPA CITY, IN THE COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER PLAT RECORDED IN BOOK 17 OF MAPS, PAGES 91, 92, AND 93, RECORDS OF SAID COUNTY.

EXCEPTING THEREFROM THAT PORTION CONVEYED TO THE COUNTY OF SAN BERNARDINO BY DEED DATED OCTOBER 7, 1983, AND RECORDED NOVEMBER 14, 1983, INSTRUMENT NO. 83-267386, OFFICIAL RECORDS.

APN: 0319-092-16-0-000

(End of Legal Description)

B6B (Official Form 6B) (12/07)

In re MCP Ontario Festival, LLC

Debtor

Case No. _____

(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 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 petitioner 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.		SEE ATTACHED RIDER B-2		1,400
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
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. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	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(e).)	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.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			

In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (If known)

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

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
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.	X			
17. Alimony, maintenance, support, and property settlement to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owing debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, 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 or 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 of setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. §101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			

In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (If known)

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

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
33. Farming equipment and implements. 34. Farm supplies, chemicals, and feed. 35. Other personal property of any kind not already listed. Itemize.	X X	SEE ATTACHED RIDER B-35		NOMINAL
0 continuation sheets attached			Total	\$ 1,400

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

In re: MCP Ontario Festival LLC

Case No. _____

**SCHEDULE B – PERSONAL PROPERTY
RIDER B.2 – FINANCIAL ACCOUNTS**

DESCRIPTION	BANK ADDRESS	ACCOUNT NUMBER	HUSBAND/ WIFE/ JOINT COMMUNITY	VALUE
Wells Fargo Bank	4590 MacArthur Blvd., Ste. 150 Newport Beach, CA 92660	Checking Acct. #5342		\$ 800.00
Independence Bank	4525 MacArthur Blvd. Newport Beach, CA 92660	Checking Acct. #1485		\$ 600.00
Schedule B.2. Total				\$1,400.00

In re: MCP Ontario Festival LLC

Case No. _____

**SCHEDULE B – PERSONAL PROPERTY
RIDER B.35 – OTHER PERSONAL PROPERTY OF ANY KIND NOT ALREADY LISTED**

LIST OF ALL PLANS AND SPECS.

DESCRIPTION	VALUE
CC&Rs (Building Maintenance)	Nominal
CC&Rs (Community Articles I – XI)	Nominal
CC&Rs (Community Articles XII – XVII)	Nominal
Maps (Commerical Parcel)	Nominal
Maps (Residential Tract)	Nominal
Performance Bonds (Improvement Bond and Agreement)	Nominal
Performance Bonds (Storm Drain Bond and Agreement)	Nominal
Phase I Environment Report Part I	Nominal
Phase I Environment Report Part II	Nominal
Phase I Environment Report Part III	Nominal
School District Letters	
Chaffey School District Development Fee Letter	Nominal
Cucamonga School District Development Fee Letter	Nominal
Soils Report Part I	Nominal
Soils Report Part II	Nominal
Specific Plan	
Guidelines for Development Part IV	Nominal
Implementation Part VI	Nominal
Infrastructure and Public Facilities Part V	Nominal
Introduction Part II	Nominal
Regulations for Development Part III	Nominal
Table of Contents Part I	Nominal
Conceptual Site Plan – 311 Unit	Nominal
Conditions of Approval	Nominal
Consultant List	Nominal
DRE Budget – Condo	Nominal
DRE Budget Master	Nominal
Ontario Development Impact Fees	Nominal
Property Tax Bill	Nominal
Storm Water Permit	Nominal
Unit Mix	Nominal
Woodley Architects – Full set of Drawings	Nominal
Hezmalhalch – Full set of Drawings	Nominal
Bassenian – Partial set of Drawings	Nominal
Schedule B.35. Total	
Nominal	

In re MCP Ontario Festival, LLC

Case No. _____

Debtor

(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

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

11 U.S.C. § 522(b)(2)

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

11 U.S.C. § 522(b)(3)

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

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

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

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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 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 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 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, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT			AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCOUNT NO. 0589		Incurred: 2008 Lien: SECURED DEBT Security: SECOND DEED OF TRUST ON 24 ACRES LAND/PROJECT LOCATED AT NEC OF INLAND EMPIRE BLVD. AND ARCHIBALD AVE.				951,877	
FIRST REGIONAL BANK 1801 CENTURY PARK EAST SUITE 800 LOS ANGELES, CA 90067		VALUE \$ 8,000,000	X	X	X	8,951,877	
ACCOUNT NO.		Lien: SECURED DEBT Security: FIRST DEED OF TRUST ON VACANT LAND LOCATED AT 12442 S. CALIFORNIA ST., YUCAIPA, CA				100,000	0
KARIN LANGWASSER & CO. 99 EAST "C" STREET SUITE 100 UPLAND, CA 91786		VALUE \$ 125,000	X	X	X		
ACCOUNT NO.		Lien: SECURED DEBT Security: FIRST DEED OF TRUST ON 24 ACRES LAND/PROJECT LOCATED AT NEC OF INLAND EMPIRE BLVD. AND ARCHIBALD AVE.				8,376,895	
OF2010 LLC 3090 BRISTOL ST. SUITE 200 COSTA MESA, CA 92626		VALUE \$ 8,000,000	X	X	X	16,376,895	

0 continuation sheets attached

Subtotal >	\$ 25,428,772	\$ 9,328,772
(Total of this page)		
Total >	\$ 25,428,772	\$ 9,328,772
(Use only on last page)		

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

In re MCP Ontario Festival, LLC
Debtor

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 husband, wife, both of them or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

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

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

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

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

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

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

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

In re MCP Ontario Festival, LLC
Debtor

Case No. _____
(if known)

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.*

1 continuation sheets attached

B6E (Official Form 6E) (04/10) - Cont.

In re MCP Ontario Festival, LLC, Debtor

Case No. _____ (If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet) Sec. 507(a)(8)

Type of Priority for Claims Listed on This Sheet

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above..)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. CALIFORNIA STATE BOARD OF EQUALIZATION 450 N ST MIC 56 SACRAMENTO, CA 95814		Consideration: TAXES & OTHER GOVT DEBTS				Unknown	Unknown	Unknown
ACCOUNT NO. EMPLOYMENT DEVELOPMENT DEPT BANKRUPTCY GROUP MIC 92E PO BOX 826880 SACRAMENTO, CA 94280-0001		Consideration: TAXES & OTHER GOVT DEBTS				Unknown	Unknown	Unknown
ACCOUNT NO. FRANCHISE TAX BOARD BANKRUPTCY UNIT PO BOX 2952 SACRAMENTO, CA 95812-2952		Consideration: TAXES & OTHER GOVT DEBTS				Unknown	Unknown	Unknown
ACCOUNT NO. INTERNAL REVENUE SERVICE INSOLVENCY GROUP 3 MAILSTOP 5503 24000 AVILA RD LAGUNA NIGUEL, CA 92677		Consideration: TAXES & OTHER GOVT DEBTS				Unknown	Unknown	Unknown
Subtotal >						\$ Unknown	\$ Unknown	\$ Unknown
Total >						\$ Unknown		
Totals >						\$	\$ Unknown	\$ Unknown

Sheet no. 1 of 1 continuation sheets attached to Schedule of Creditors Holding Priority Claims

(Use only on last page of the completed Schedule E.) Report also on the Summary of Schedules)

(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)

B6F (Official Form 6F) (12/07)

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If 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 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 claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. ABC RESOURCES, INC. 1527 W STATE ST. ONTARIO, CA 91762			Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. AIRPORTER SQUARE P.O. BOX 280051 NORTHRIDGE, CA 91328-0051			Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. ALLIED WORLD ASSURANCE CO., LTD. C/O CLARK MARINE INS. SVCS. 245 FISHER AVE., D-8 COSTA MESA, CA 92626			Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. ANIMAL PEST MGMNT SVCS, INC. 13655 REDWOOD CT. CHINO, CA 91710			Consideration: SERVICES	X	X	X	Unknown

23 continuation sheets attached

Subtotal	\$	0
Total	\$	

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

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 1359 ARCH INSURANCE CO. SUSAN NEFF, ESQ. 135 N LOS ROBLES AVE., STE. 825 PASADENA, CA 91101	X	Consideration: INSURANCE/BOND	X	X	X	2,000,000
ACCOUNT NO. ARCHITECTURAL COLOR & DESIGN 2184 NORTH PAMI CIRCLE ORANGE, CA 92867		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. BALANCE SURETY INSURANCE SERVICES, INC. 17780 FITCH, SUITE 150 IRVINE, CA 92614	X	Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. BORM ASSOCIATES, INC. 5161 CALIFORNIA, STE. 250 IRVINE, CA 92617		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. BRIDGENET INTERNATIONAL 3151 AIRWAY AVENUE BLDG. I-2 COSTA MESA, CA 92626		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 1 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal > \$ 2,000,000

Total > \$

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

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.		Consideration: Notice Only				
BROOKFIELD HOMES SOUTHLAND BUSINESS GROUP 3090 BRISTOL ST., STE.200 COSTA MESA, CA 92626			X	X	X	Notice Only
ACCOUNT NO.		Consideration: SERVICES				
C.L. QUIN EXECUTIVE SEARCH 537 NEWPORT CENTER DR. SUITE 585 NEWPORT BEACH, CA 92660			X	X	X	Unknown
ACCOUNT NO.		Consideration: SERVICES				
CARL WARREN & CO. 1950 S SUNWEST LANE SUITE 300 SAN BERNARDINO, CA 92408			X	X	X	Unknown
ACCOUNT NO.		Consideration: SERVICES				
CENTEX HOMES - SOUTHCOAST DIV. 250 COMMERCE IRVINE, CA 92602-1342			X	X	X	Unknown
ACCOUNT NO.		Consideration: SERVICES				
CHRISTANE COMPANY 28281 CROWN VALLEY PARKWAY SUITE 250 MISSION VIEJO, CA 92677			X	X	X	Unknown

Sheet no. 2 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal > \$ 0

Total > \$

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. CITY GLOBAL INVESTMENTS, LLC MR. CORY BRIGGS 99 EAST C ST., STE. 111 UPLAND, CA 91786	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. CITY OF ONTARIO 303 EAST "B" STREET ONTARIO, CA 91764		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. CLARK MAINE INSURANCE 245 FISHER AVE., D-8 COSTA MESA, CA 92626		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. CLEVELAND WRECKING CO. 628 S EDNA PLACE COVINA, CA 91723		Consideration: SUPPLIER	X	X	X	Unknown
ACCOUNT NO. COLLIN'S COMMERICAL CORP. 3595 INLAND EMPIRE BLVD. ONTARIO, CA 91764-5920		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 3 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. COUNTY OF SAN BERNARDINO ATTN: FLONA LUKE COUNTY COUNCIL 385 N ARROWHEAD AVE., 4TH FL. SAN BERNARDINO, CA 92415		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. COUNTY OF SAN BERNARDINO REGIONAL PARKS ADMINISTRATION 777 E RIALTO AVE. SAN BERNARDINO, CA 92415		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. COUNTY OF SAN BERNARDINO TREASURER TAX COLLECTOR'S OFFICE 172 WEST 3RD STREET SAN BERNARDINO, CA 92415-3020		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. COX CASTLE & NICHOLSON LLP 2049 CENTURY PARK EAST 28TH FLOOR LOS ANGELES, CA 90067-3284		Consideration: LEGAL SERVICES	X	X	X	9,812
ACCOUNT NO. CR CONSOLIDATED REPROGRAPHICS 345 CLINTON ST. COSTA MESA, CA 92626		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 4 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	9,812
Total >	\$	

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. CSM INC. 1814 COMMERCE CENTER WEST SAN BERNARDINO, CA 92408		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. CT CORP PO BOX 4349 CAROL STREAM, IL 60197		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. CT/KDF DEVELOPMENT PARTNERS 65 ENTERPRISE, SUITE 150 ALISO VIEJO, CA 92656		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. CUMMINGS, LLC 27201 PUERTA REAL SUITE 370 MISSION VIEJO, CA 92691		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. DALE CHRISTIAN STRUCTURAL ENGINEERS, INC. 1744 W KATELLA AVE. ORANGE, CA 92867		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 5 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. DANIEL B. STAUFFER 9861 BELLFLOWER ST. OAK HILLS, CA 92344	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. DAVID TAUSSIG & ASSOC. 1301 DOVE STREET SUITE 600 NEWPORT BEACH, CA 92660		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. DBH RESOURCES, INC. 3415 SOUTH SEPULVEDA BLVD. SUITE 900 LOS ANGELES, CA 90034		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. DENBESTE TRANSPORTATION, INC. 810 DENBESTE CT., STE 107 WINDSOR, CA 95492		Consideration: SUPPLIER	X	X	X	Unknown
ACCOUNT NO. DEVELOPER'S RESEARCH 4 CORPORATE PLAZA DRIVE #215 NEWPORT BEACH, CA 92660		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 6 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Consideration: SERVICES				
DIVERSIFIED BUILDER'S SERVICES 393 W FOOTHILL BLVD. SUITE 101 CLAREMONT, CA 91711				X	X	X	Unknown
ACCOUNT NO.			Consideration: SERVICES				
DIVERSIFIED PACIFIC OPPORTUNITY FUND I 393 W FOOTHILL BLVD., STE. 101 CLAREMONT, CA 91711				X	X	X	Unknown
ACCOUNT NO.			Consideration: SERVICES				
DPR CONSTRUCTION, INC. 1450 VETERAN'S BLVD. REDWOOD CITY, CA 94063				X	X	X	Unknown
ACCOUNT NO.			Consideration: SERVICES				
DURHAM TURNBRIDGE ASSURANCE CO. 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660				X	X	X	Unknown
ACCOUNT NO.			Consideration: SERVICES				
EVENT MASTERS INTERNATIONAL 23412 MOULTON PARKWAY LAGUNA HILLS, CA 92653				X	X	X	Unknown

Sheet no. 7 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal > \$ 0

Total > \$

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

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B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. EVEREST NATIONAL INS. CO. C/O CLARK MARINE INS. SVCS. 245 FISHER AVE., D-8 COSTA MESA, CA 92626		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. EVEREST REINSURANCE CO. C/O CLARK MARINE INS. SVCS. 245 FISHER AVE., D-8 COSTA MESA, CA 92626		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. FAUBEL PUBLIC AFFAIRS, INC. 25 ORCHARD LAKE FOREST, CA 92630		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. FIDELITY NATIONAL TITLE COMPANY 1300 DOVE ST., STE. 310 NEWPORT BEACH, CA 92660		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. 1278 FIRST BANK 4301 MACARTHUR BLVD. SECOND FLOOR NEWPORT BEACH, CA 92660		Incurred: 2008 Consideration: Notice Only	X	X	X	Notice Only

Sheet no. 8 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

In re MCP Ontario Festival, LLC,
 Debtor

Case No. _____
 (If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. GREEN'S INDUSTRIAL PAINTING ATTN: DON GREEN 3045 INLAND EMPIRE BLVD. ONTARIO, CA 91764		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. GREG APPELEGATE CONSULTING, INC. 1131 LUCINDA WAY TUSTIN, CA 92780		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. HARVEY BEIGLE 1025 N SANTIAGO ST. SANTA ANA, CA 92701	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. HOGLE-IRELAND 2860 MICHELLE DR. SUITE 100 IRVINE, CA 92606		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. JACKSON DEMARCO TIDUS PECKENPAUGH 2030 MAIN ST., STE 1200 IRVINE, CA 92623-9704		Consideration: LEGAL SERVICES	X	X	X	Unknown

Sheet no. 9 of 23 continuation sheets attached
 to Schedule of Creditors Holding Unsecured
 Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. JOEL SPEAR 2375 HOXIE DRIVE TUSTIN, CA 92782	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. JOHN FLANIGAN 980 9TH STREET SUITE 2380 SACRAMENTO, CA 95814	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. KENNETH MEADOWS 4935 FAIRWOOD CIRCLE YORBA LINDA, CA 92887	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. KUNZMAN ASSOCIATES 1111 TOWN & COUNTRY ROAD SUITE 34 ORANGE, CA 92868		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. LARRY RIGGS 80720 WEISKOPF LA QUINTA, CA 92253	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown

Sheet no. 10 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal > \$ 0

Total > \$

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

In re MCP Ontario Festival, LLC,
 Debtor

Case No. _____
 (If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. LAW OFFICES OF GARY C WYKIDAL 245 FISHER AVENUE SUITE A-1 COSTA MESA, CA 92626		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. LD KING, INC. 2151 CONVENTION CENTER WAY SUITE 100 ONTARIO, CA 91764		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. LDB INCORPORATED 3051 EDINGER AVE. TUSTIN, CA 92780		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. LEONARD NAGEL 1121 N. RED GUM ST. ANAHEIM, CA 92806	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. LEONARD'S SERVICES 1121 N. RED GUM ST. ANAHEIM, CA 92806	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown

Sheet no. 11 of 23 continuation sheets attached
 to Schedule of Creditors Holding Unsecured
 Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		DISPUTED	AMOUNT OF CLAIM
			UNLIQUIDATED			
ACCOUNT NO. LEXINGTON INSURANCE AIG BUILDING 58 FENCHURCH STREET LONDON, EC3M, UNITED KINGDOM		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. LITIGATION RESOURCES, LLC 99 EAST "C" STREET SUITE 111 UPLAND, CA 91786	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. LYNN PRIES DESIGN 32 SHORERIDGE NEWPORT BEACH, CA 92657		Consideration: SERVICES	X	X	X	350,000
ACCOUNT NO. MANNATT PHELPS PHILLIPS LLP 11355 W OLYMPIC BLVD. LOS ANGELES, CA 90064		Consideration: LEGAL SERVICES	X	X	X	Unknown
ACCOUNT NO. MCP ONTARIO REALTY FUND I, LP 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660	X	Incurred: 2008 Consideration: PROMISSORY NOTE	X	X	X	2,853,313

Sheet no. 12 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal > \$ 3,203,313

Total > \$

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. MEER CAPITAL PARTNERS, LLC 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660		Consideration: SERVICES	X	X	Unknown
ACCOUNT NO. MEER HOMES INC. 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660		Consideration: SERVICES	X	X	Unknown
ACCOUNT NO. MR. CHARLES A. BRUNI 8921 HULLS ROAD FLAGSTAFF, AZ 86004	X	Consideration: NOTICE PURPOSES ONLY	X	X	Unknown
ACCOUNT NO. MURTAUGH MEYER NELSON & TREGLIA LLP 2603 MAIN STREET., 9TH FL. IRVINE, CA 92614		Consideration: NOTICE ONLY	X	X	Notice Only
ACCOUNT NO. MYRA J. STAUFFER 35605 OAK CREEK DRIVE YUCAIPA, CA 92399	X	Consideration: NOTICE PURPOSES ONLY	X	X	Unknown

Sheet no. 13 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

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In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		DISPUTED	AMOUNT OF CLAIM
			UNLIQUIDATED			
ACCOUNT NO. NOSSAMAN GUNTHER KNOX ELLIOT LLP 18101 VON KARMAN AVENUE IRVINE, CA 92612-0177		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. O'MELVENY & MYERS 610 NEWPORT CENTER DR 17TH FLOOR NEWPORT BEACH, CA 92660		Consideration: LEGAL SERVICES	X	X	X	417,485
ACCOUNT NO. OCB 17721 MITCHELL NORTH IRVINE, CA 92614		Consideration: SUPPLIER	X	X	X	1,139
ACCOUNT NO. ONTERIORS, LLC 16835 WEST BERNARDINO DR. #100 SAN DIEGO, CA 92127		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. ORION ENVIRONMENTAL, INC. 3450 EAST SPRING STREET LONG BEACH, CA 90806		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 14 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$ 418,624
Total >	\$

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

In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. OUTDOOR DIMENSIONS 5325 E HUNTER AVE. ANAHEIM, CA 92807		Consideration: SUPPLIER	X	X	X	Unknown
ACCOUNT NO. PACIFIC MASONRY WALLS, INC. 1007 W GROVE AVE. ORANGE, CA 92865	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. PARK PLACE LAND ADVISORS 8105 IRVINE CENTER DRIVE SUITE 1460 IRVINE, CA 92618		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. PARK PLACE PARTNERS 8105 IRVINE CENTER DRIVE SUITE 1460 IRVINE, CA 92618		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. PAT TREISTER 1007 W GROVE AVE. ORANGE, CA 92865	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown

Sheet no. 15 of 23 continuation sheets attached
 to Schedule of Creditors Holding Unsecured
 Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. PETERSON'S TREE WORKS 605 RANCHO SANTIAGO ORANGE, CA 92689		Consideration: SUPPLIER	X	X	X	Unknown
ACCOUNT NO. PLAZA COPY & IMAGING, LLC 5 PARK PLAZA, STE. 180 IRVINE, CA 92614		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. PLUMBING CONCEPTS, INC. 22951 LA PALMA AVENUE YORBA LINDA, CA 92887-6701	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. RICK MERIGOLD 104 MAPLE STREET CORONA, CA 92880	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. RICK WOOD CONSULTING 3662 SEASCAPE DRIVE HUNTINGTON BEACH, CA 92649		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 16 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. RK ENGINEERING GROUP, INC. 3991 MACARTHUR BLVD. SUITE 310 NEWPORT BEACH, CA 92660			Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. RKZ INC. 3002 DOW AVE., STE. 118 TUSTIN, CA 92780-7247			Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. ROBERT HAYMAN CO. 2899 AGOURA RD., STE. 590 WESTLAKE VILLAGE, CA 91361			Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660			Consideration: NOTICE ONLY	X	X	X	Notice Only
ACCOUNT NO. ROYAL GUILDFORD RISK MGMNT 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660			Consideration: SERVICES	X	X	X	Unknown

Sheet no. 17 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal	\$ 0
Total	\$

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF.	AMOUNT OF CLAIM			
			CONTINGENT	UNLIQUIDATED	DISPUTED	
ACCOUNT NO. RS BONDING INSURANCE AGENCY 1633 E 4TH ST., STE. 228 SANTA ANA, CA 92701	X	Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. RTKL ASSOCIATES 333 SOUTH HOPE STREET SUITE C200 LOS ANGELES, CA 90071		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. S.B.S. TRUST DEED NETWORK 31194 LA BAYA DRIVE #106 WESTLAKE VILLAGE, CA 91362		Consideration: NOTICE ONLY	X	X	X	Notice Only
ACCOUNT NO. SALISBURY INSURANCE CO., LTD. 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. SCOTT G. ADEN TRUSTEE OF THE MARIAN C. ADEN TRUST P.O. BOX 280051 NORTHRIDGE, CA 91328-0051		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 18 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. SCOTT MORRISON & ASSOC. PO BOX 55329 RIVERSIDE, CA 92517		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. SOUTH COAST AQMD 21865 COPLAY DR. DIAMOND BAR, CA 91765		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. SOUTH MAPLE STREET PARTNERS, LLC 104 MAPLE STREET CORONA, CA 92880	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. SOUTHERN CALIFORNIA PIPELINE 1100 IRVINE BLVD., #37 IRVINE, CA 92780		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. STATE WATER RESOURCES CONTROL BOARD PO BOX 188 SACRAMENTO, CA 95812		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 19 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT UNLIQUIDATED DISPUTED			AMOUNT OF CLAIM
ACCOUNT NO. STAUFFER'S LANDSCAPE, INC. 411 BUSINESS CENTER COURT REDLANDS, CA 92373	X		Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. STRAN & COMPANY 50 VON HILLERN ST. BOSTON, MA 02125			Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. STRATEGIC BUSINESS MANAGEMENT INC. 711 W 17TH ST., UNIT B-7 COSTA MESA, CA 92627			Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. TAD CONSULTING INC. 1401 N. BATAVIA ST., #103 ORANGE, CA 92867			Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. TETRA TECH, INC. 3475 EAST FOOTHILL BLVD. PASADENA, CA 91107-6024			Consideration: SERVICES	X	X	X	Unknown

Sheet no. 20 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		DISPUTED	AMOUNT OF CLAIM
			UNLIQUIDATED			
ACCOUNT NO. THE CONCORD GROUP 130 NEWPORT CENTER DRIVE SUITE 2 NEWPORT BEACH, CA 92660		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. THE INSCO DICO GROUP 17780 FITCH, SUITE 200 IRVINE, CA 92614	X	Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. TIMOTHY & JINNIFER BUCKLEY REVOCABLE FAMILY TRUST 22895 EAST PARK DRIVE YORBA LINDA, CA 92887	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. URBAN CROSSROADS, INC. 41 CORPORATE PARK IRVINE, CA 92605-5181		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. UTILITY SUBMETER APPLICATIONS, INC. 5482 COMPLEX ST. SUITE 108 SAN DIEGO, CA 92123		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 21 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

In re MCP Ontario Festival, LLC
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT		DISPUTED	AMOUNT OF CLAIM
			UNLIQUIDATED			
ACCOUNT NO. VINEYARD BANK 200 SOUTH MAIN STREET SUITE 150 CORONA, CA 92878		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. VINTAGE DESIGN, INC. 22895 EAST PARK DRIVE YORBA LINDA, CA 92887	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. WILLIAM E. STAUFFER, JR. 6997 CYGNET ROAD PHELAN, CA 92371	X	Consideration: NOTICE PURPOSES ONLY	X	X	X	Unknown
ACCOUNT NO. WILLIAM HEZMALHALCH ARCHITECTS 2850 REDHILL AVENUE SUITE 200 SANTA ANA, CA 92705-5543		Consideration: SERVICES	X	X	X	Unknown
ACCOUNT NO. WINDSOR BARCLAY ASSURANCE GRP 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660		Consideration: SERVICES	X	X	X	Unknown

Sheet no. 22 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal >	\$	0
Total >	\$	

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

B6F (Official Form 6F) (12/07) - Cont.

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____
(If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF,	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.		Consideration: SERVICES				Unknown
WOHL INVESTMENT CO. ATTN: PETER DESFORGES 2402 MICHELSON DR. SUITE 170 IRVINE, CA 92612			X	X	X	
ACCOUNT NO.						
ACCOUNT NO.						
ACCOUNT NO.						
ACCOUNT NO.						

Sheet no. 23 of 23 continuation sheets attached
to Schedule of Creditors Holding Unsecured
Nonpriority Claims

Subtotal	\$ 0
Total	\$ 5,631,749

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

In re MCP Ontario Festival, LLC Case No. _____
 Debtor (if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. 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.
AMERICAN FENCE COMPANY 1860 GOETZ RD. PERRIS, CA 92570	CONTRACT PROPERTY FENCING
MOBILE MODULAR MGMNT CORP. 5700 LOS POSITAS ROAD LIVERMORE, CA 94551	CONTRACT CONSTRUCTION TRAILER
HI-WAY SAFETY RENTALS, INC. 133510 5TH STREET CHINO, CA 91710	CONTRACT TRAFFIC BARRIERS
SPANKY'S PORTABLE SERVICES 1925 PALOMAR OAKS WAY SUITE 204 CARLSBAD, CA 92008	CONTRACT PORTABLE TOILETS
NUVIS 3151 AIRWAY AVE., J-3 COSTA MESA, CA 92626	CONTRACT PROJECT LANDSCAPE ARCHITECT
HUNSAKER & ASSOC. IRVINE, INC. 3 HIGHERS IRVINE, CA 92618-2021	CONTRACT PROJECT CIVIL ENGINEER
MYERS PIPELINE, INC. 9950 ALDER AVE. BLOOMINGTON, CA 92316-1902	CONTRACT PROJECT WET UTILITIES SUBCONTRACTOR

In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
 (Continuation Page)

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.
PETRA GEOTECHNICAL, INC. 3185-A AIRWAY AVE. COSTA MESA, CA 92626	CONTRACT GEOTECHNICAL STUDIES
MORAN UTILITY SERVICES, INC. 27127 CALLE ARROYO, STE. 1904 SAN JUAN CAPISTRANO, CA 92675	CONTRACT DRY UTILITIES CONSULTANTS
WOODLEY ARCHITECTURAL GROUP, INC. 2943 PULLMAN ST., STE. A SANTA ANA, CA 92705	CONTRACT PROJECT ARCHITECT
ARCHITERRA DESIGN GROUP, INC. 10221-A TRADEMARK STREET RANCHO CUCAMONGA, CA 91730	CONTRACT LANDSCAPE ARCHITECTURAL PLANNING
BASSENIAN LAGONI ARCHITECTS 2031 ORCHARD DRIVE SUITE 100 NEWPORT BEACH, CA 92660	CONTRACT PROJECT ARCHITECT
BUNDY FINKLE ARCHITECTS 20331 IRVINE AVE., STE. 7 SANTA ANA HEIGHTS, CA 92707	CONTRACT PROJECT ARCHITECT
GOUVIS CONSULTING GROUP, INC. 2150 E. TAQUITZ CANYON #9 PALM SPRINGS, CA 92622	CONTRACT PROJECT STRUCTURAL ENGINEER
AUGUSTINE & ASSOCIATES 6620 SIERRA COLLEGE BLVD. ROCKLIN, CA 95677	CONTRACT PROJECT MARKETING/ADVERTISING

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In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
 (Continuation Page)

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.
REED THOMAS CO., INC. 1025 N. SANTIAGO ST. SANTA ANA, CA 92701	CONTRACT PROJECT GRADING
SPARKLETT'S PO BOX 660579 DALLAS, TX 75266	CONTRACT DRINKING WATER AT CONSTRUCTION TRAILER
VERIZON PO BOX 9688 MISSION HILLS, CA 91346	CONTRACT PHONE LINES AT CONSTRUCTION TRAILER
SOUTHERN CALIFORNIA EDISON PO BOX 300 ROSEMEAD, CA 91722	CONTRACT PROJECT UTILITIES CONTRACTOR
IKON FINANCIAL SVCS, INC. PO BOX 650073 DALLAS, TX 75265	CONTRACT COPIER AT CONSTRUCTION TRAILER

In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (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 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. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	ARCH INSURANCE CO. SUSAN NEFF, ESQ. 135 N LOS ROBLES AVE., STE. 825 PASADENA, CA 91101
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	MCP ONTARIO REALTY FUND I, LP 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	BALANCE SURETY INSURANCE SERVICES, INC. 17780 FITCH, SUITE 150 IRVINE, CA 92614
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	THE INSCO DICO GROUP 17780 FITCH, SUITE 200 IRVINE, CA 92614
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	RS BONDING INSURANCE AGENCY 1633 E 4TH ST., STE. 228 SANTA ANA, CA 92701
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	MR. CHARLES A. BRUNI 8921 HULLS ROAD FLAGSTAFF, AZ 86004
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	CITY GLOBAL INVESTMENTS, LLC MR. CORY BRIGGS 99 EAST C ST., STE. 111 UPLAND, CA 91786

In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (if known)

SCHEDULE H - CODEBTORS
 (Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	STAUFFER'S LANDSCAPE, INC. 411 BUSINESS CENTER COURT REDLANDS, CA 92373
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	DANIEL B. STAUFFER 9861 BELLFLOWER ST. OAK HILLS, CA 92344
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	WILLIAM E. STAUFFER, JR. 6997 CYGNET ROAD PHELAN, CA 92371
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	MYRA J. STAUFFER 35605 OAK CREEK DRIVE YUCAIPA, CA 92399
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	HARVEY BEIGLE 1025 N SANTIAGO ST. SANTA ANA, CA 92701
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	JOEL SPEAR 2375 HOXIE DRIVE TUSTIN, CA 92782
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	JOHN FLANIGAN 980 9TH STREET SUITE 2380 SACRAMENTO, CA 95814
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	KENNETH MEADOWS 4935 FAIRWOOD CIRCLE YORBA LINDA, CA 92887

In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (if known)

SCHEDULE H - CODEBTORS
 (Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	PLUMBING CONCEPTS, INC. 22951 LA PALMA AVENUE YORBA LINDA, CA 92887-6701
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	LARRY RIGGS 80720 WEISKOPF LA QUINTA, CA 92253
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	LEONARD NAGEL 1121 N. RED GUM ST. ANAHEIM, CA 92806
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	LEONARD'S SERVICES 1121 N. RED GUM ST. ANAHEIM, CA 92806
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	LITIGATION RESOURCES, LLC 99 EAST "C" STREET SUITE 111 UPLAND, CA 91786
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	PAT TREISTER 1007 W GROVE AVE. ORANGE, CA 92865
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	PACIFIC MASONRY WALLS, INC. 1007 W GROVE AVE. ORANGE, CA 92865
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	RICK MERIGOLD 104 MAPLE STREET CORONA, CA 92880

In re MCP Ontario Festival, LLC
 Debtor

Case No. _____
 (if known)

SCHEDULE H - CODEBTORS
 (Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	SOUTH MAPLE STREET PARTNERS, LLC 104 MAPLE STREET CORONA, CA 92880
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	TIMOTHY & JINNIFER BUCKLEY REVOCABLE FAMILY TRUST 22895 EAST PARK DRIVE YORBA LINDA, CA 92887
RONALD L. MEER JILL A. MEER 4100 NEWPORT PL., STE. 770 NEWPORT BEACH, CA 92660	VINTAGE DESIGN, INC. 22895 EAST PARK DRIVE YORBA LINDA, CA 92887

MCP Ontario Festival, LLC

In re _____ Debtor

Case No. _____ (If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

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

Date _____

Signature: _____ Debtor:

Date _____

Signature: _____ (Joint Debtor, if any)

[If joint case, both spouses must sign.]

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

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

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

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

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

Address

X _____
Signature of Bankruptcy Petition Preparer

Date

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

If more than one person prepared this document, attach additional signed 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.

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

I, the Morgan Muehler [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the MCP Ontario Festival, LLC [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 44 sheets (total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date 9/22/10

Signature: [Handwritten Signature]
[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.

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UNITED STATES BANKRUPTCY COURT
Central District of California

In Re MCP Ontario Festival, LLC

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

2. Income other than from employment or operation of business

None



State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

3. Payments to creditors

None



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

a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR

DATES OF PAYMENTS

AMOUNT PAID

AMOUNT STILL OWING

None



b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR

DATES OF PAYMENTS

AMOUNT PAID

AMOUNT STILL OWING

None



c. *All debtors:* List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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4. Suits and administrative proceedings, executions, garnishments and attachments

None



a. List all suits and administrative proceedings to which the debtor is or was a party within one year immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
---------------------------------	----------------------	------------------------------	-----------------------

None



b. Describe all property that has been attached, garnished or seized under any legal or equitable process within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
--	-----------------	-----------------------------------

5. Repossessions, foreclosures and returns

None



List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
--	---	-----------------------------------

FIRST BANK
C/O S.B.S. TRUST DEED NETWORK
31194 LA BAYA DRIVE, #106
WESTLAKE VILLAGE, CA
91362

Sale date set for 9/23/10

24 Acres Land/Project known as Ontario Festival
Value: \$8,000,000

6. Assignments and Receiverships

None a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
------------------------------	--------------------	-----------------------------------

None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

None List all gifts or charitable contributions made within one year immediately preceding the commencement of this case, except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
--	--------------------------------	--------------	-------------------------------

8. Losses

None List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES, AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

None

List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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10. Other transfers

None

a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within two years immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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b. List all property transferred by the debtor within ten years immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

None

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

None

List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within one year immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

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

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

None If the debtor has moved within the three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Sites

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None



a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None



SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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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.

None



NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18. Nature, location and name of business

None

a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partnership, sole proprietorship, 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 the 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 the 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 the six years immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
MCP Ontario Festival, LLC	68-0579506	4100 Newport Place Suite 770 Newport Beach, CA 92660	Real Estate	2004 to Present

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.

None

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within the 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 otherwise self-employed.

(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, record and financial statements

None a. List all bookkeepers and accountants who within the two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Meer MCP Ontario Festival, LLC 4100 Newport Place Suite 770 Newport Beach, CA 92660	2004-Present

None b. List all firms or individuals who within the two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
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None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
Meer MCP Ontario Festival, LLC	4100 Newport Place Suite 770 Newport Beach, CA 92660

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

NAME AND ADDRESS	DATE ISSUED
First Bank 4301 MacArthur Blvd. Second Floor Newport Beach, CA 92660	Unknown

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
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None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
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21. Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
------------------	--------------------	------------------------

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
------------------	-------	--

Meer MCP Ontario Festival, LLC 4100 Newport Place Suite 770 Newport Beach, CA 92660	Member	100%
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22. Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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23. Withdrawals from a partnership or distribution by a corporation

None If the debtor is a partnership or a corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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24. Tax Consolidation Group

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within the six-year period immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------------	--------------------------------------

25. Pension Funds

None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within the six-year period immediately preceding the commencement of the case.

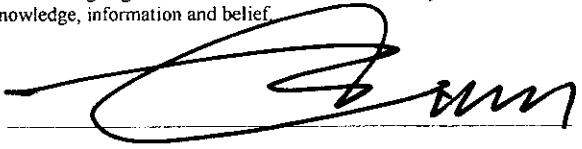
NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------	--------------------------------------

* * * * *

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date 9/21/10

Signature 

Ronald L. Meer, Manager of Meer MCP Ontario Festival, LLC the sole Member of MCP Ontario Festival, LLC

Print Name and Title

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

0 continuation sheets 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

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

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and required under 11U.S.C. §§ 110(b), 110(h), and 342(b); (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110 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.

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

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

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

Address

Signature of Bankruptcy Petition Preparer

Date

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

If more than one person prepared this document, attach additional signed 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. 18 U.S.C. §156.

B203
12/94

United States Bankruptcy Court

Central District of California

In re MCP Ontario Festival, LLC

Case No. _____

Chapter 11

Debtor(s)

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept \$ 0

Prior to the filing of this statement I have received \$ 0

Balance Due \$ 0

2. The source of compensation paid to me was:

Debtor Other (specify)

3. The source of compensation to be paid to me is:

Debtor Other (specify)

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a other person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in the bankruptcy proceeding.

9/22/2010
Date

Gay L. Briggs
Signature of Attorney

Briggs Law Corporation
Name of law firm

**UNITED STATES BANKRUPTCY COURT
 Central District of California**

In re MCP Ontario Festival, LLC,
 Debtor

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

(1)	(2)	(3)	(4)	(5)
<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>
OF2010 LLC 3090 BRISTOL ST. SUITE 200 COSTA MESA, CA 92626	OF2010 LLC 3090 BRISTOL ST. SUITE 200 COSTA MESA, CA 92626 (714) 200-1503	SECURED DEBT	Contingent Unliquidated Disputed	16,376,895 Collateral FMV 8,000,000
MCP ONTARIO REALTY FUND I, LP 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660	MCP ONTARIO REALTY FUND I, LP 4100 NEWPORT PLACE SUITE 770 NEWPORT BEACH, CA 92660 (949) 442-0900	LIMITED EQUITY PARTNERS	Contingent Unliquidated Disputed	2,853,313

(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]
ARCH INSURANCE CO. SUSAN NEFF, ESQ. 135 N LOS ROBLES AVE., STE. 825 PASADENA, CA 91101	ARCH INSURANCE CO. SUSAN NEFF, ESQ. 135 N LOS ROBLES AVE., STE. 825 PASADENA, CA 91101	INSURANCE/BOND	Contingent Unliquidated Disputed	2,000,000
FIRST REGIONAL BANK 1801 CENTURY PARK EAST SUITE 800 LOS ANGELES, CA 90067	FIRST REGIONAL BANK 1801 CENTURY PARK EAST SUITE 800 LOS ANGELES, CA 90067 (310) 552-1776	SECURED DEBT	Contingent Unliquidated Disputed	8,951,877 Collateral FMV 8,000,000
O'MELVENY & MYERS 610 NEWPORT CENTER DR 17TH FLOOR NEWPORT BEACH, CA 92660	O'MELVENY & MYERS 610 NEWPORT CENTER DR 17TH FLOOR NEWPORT BEACH, CA 92660 (949) 823-7902	LEGAL SERVICES	Contingent Unliquidated Disputed	417,485
LYNN PRIES DESIGN 32 SHORERIDGE NEWPORT BEACH, CA 92657	LYNN PRIES DESIGN 32 SHORERIDGE NEWPORT BEACH, CA 92657 (949) 280-0893	SERVICES	Contingent Unliquidated Disputed	350,000
COX CASTLE & NICHOLSON LLP 2049 CENTURY PARK EAST 28TH FLOOR LOS ANGELES, CA 90067-3284	COX CASTLE & NICHOLSON LLP 2049 CENTURY PARK EAST 28TH FLOOR LOS ANGELES, CA 90067-3284 (310) 277-4222	LEGAL SERVICES	Contingent Unliquidated Disputed	9,812
OCB 17721 MITCHELL NORTH IRVINE, CA 92614			Contingent Unliquidated Disputed	1,139

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, Ronald L. Meer, Manager of Meer MCP Ontario Festival, LLC, the sole Member of MCP Ontario Festival, LLC [an authorized agent of the corporation] named as 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.

Date 9/21/10

Signature



Ronald L. Meer, Manager of
Meer MCP Ontario Festival, LLC,
The sole Member of MCP Ontario Festival, LLC

In re MCP Ontario Festival, LLC,
Debtor

Case No. _____

Chapter 11

List of Equity Security Holders

Holder of Security	Number Registered	Type of Interest
Meer MCP Ontario Festival, LLC [Managing Member]		100% Interest

**UNITED STATES BANKRUPTCY COURT
Central District of California**

In re MCP Ontario Festival, LLC
Debtor

Case No. _____

Chapter 11

VERIFICATION OF CREDITOR MATRIX

I do hereby certify under penalty of perjury that the attached Master Mailing List of Creditors, consisting of 17 pages, is complete, correct and consistent with the debtor's schedules herewith, pursuant to Local Bankruptcy Rule 105(6). I assume all responsibility for errors and omissions.

Date 9/21/10

Signature



Ronald L. Meer, Manager of MCP Ontario Festival, LLC,
the sole Member of MCP Ontario Festival, LLC

MCP Ontario Festival, LLC
4100 Newport Place
Suite 770
Newport Beach, CA 92660

Cory J. Briggs, Esq.
Briggs Law Corporation
99 East "C" Street, Suite 111
Upland, CA 91786

ABC RESOURCES, INC.
1527 W STATE ST.
ONTARIO, CA 91762

AIRPORTER SQUARE
P.O. BOX 280051
NORTHRIDGE, CA 91328-0051

ALLIED WORLD ASSURANCE CO., LTD.
C/O CLARK MARINE INS. SVCS.
245 FISHER AVE., D-8
COSTA MESA, CA 92626

AMERICAN FENCE COMPANY
1860 GOETZ RD.
PERRIS, CA 92570

ANIMAL PEST MGMNT SVCS, INC.
13655 REDWOOD CT.
CHINO, CA 91710

ARCH INSURANCE CO.
SUSAN NEFF, ESQ.
135 N LOS ROBLES AVE., STE. 825
PASADENA, CA 91101

ARCHITECURAL COLOR & DESIGN
2184 NORTH PAMI CIRCLE
ORANGE, CA 92867

ARCHITERRA DESIGN GROUP, INC.
10221-A TRADEMARK STREET
RANCHO CUCAMONGA, CA 91730

AUGUSTINE & ASSOCIATES
6620 SIERRA COLLEGE BLVD.
ROCKLIN, CA 95677

BALANCE SURETY INSURANCE
SERVICES, INC.
17780 FITCH, SUITE 150
IRVINE, CA 92614

BASSENIAN LAGONI ARCHITECTS
2031 ORCHARD DRIVE
SUITE 100
NEWPORT BEACH, CA 92660

BORM ASSOCIATES, INC.
5161 CALIFORNIA, STE. 250
IRVINE, CA 92617

BRIDGENET INTERNATIONAL
3151 AIRWAY AVENUE
BLDG. I-2
COSTA MESA, CA 92626

BROOKFIELD HOMES
SOUTHLAND BUSINESS GROUP
3090 BRISTOL ST., STE.200
COSTA MESA, CA 92626

BUNDY FINKLE ARCHITECTS
20331 IRVINE AVE., STE. 7
SANTA ANA HEIGHTS, CA 92707

C.L. QUIN EXECUTIVE SEARCH
537 NEWPORT CENTER DR.
SUITE 585
NEWPORT BEACH, CA 92660

CALIFORNIA STATE BOARD OF EQUALIZATION
450 N ST MIC 56
SACRAMENTO, CA 95814

CARL WARREN & CO.
1950 S SUNWEST LANE
SUITE 300
SAN BERNARDINO, CA 92408

CENTEX HOMES - SOUTHCOAST DIV.
250 COMMERCE
IRVINE, CA 92602-1342

CHRISTANE COMPANY
28281 CROWN VALLEY PARKWAY
SUITE 250
MISSION VIEJO, CA 92677

CITY GLOBAL INVESTMENTS, LLC
MR. CORY BRIGGS
99 EAST C ST., STE. 111
UPLAND, CA 91786

CITY OF ONTARIO
303 EAST "B" STREET
ONTARIO, CA 91764

CLARK MAINE INSURANCE
245 FISHER AVE., D-8
COSTA MESA, CA 92626

CLEVELAND WRECKING CO.
628 S EDNA PLACE
COVINA, CA 91723

COLLIN'S COMMERICAL CORP.
3595 INLAND EMPIRE BLVD.
ONTARIO, CA 91764-5920

COUNTY OF SAN BERNARDINO
ATTN: FLONA LUKE
COUNTY COUNCIL
385 N ARROWHEAD AVE., 4TH FL.
SAN BERNARDINO, CA 92415

COUNTY OF SAN BERNARDINO
REGIONAL PARKS ADMINISTRATION
777 E RIALTO AVE.
SAN BERNARDINO, CA 92415

COUNTY OF SAN BERNARDINO
TREASURER TAX COLLECTOR'S OFFICE
172 WEST 3RD STREET
SAN BERNARDINO, CA 92415-3020

COX CASTLE & NICHOLSON LLP
2049 CENTURY PARK EAST
28TH FLOOR
LOS ANGELES, CA 90067-3284

CR CONSOLIDATED REPROGRAPHICS
345 CLINTON ST.
COSTA MESA, CA 92626

CSM INC.
1814 COMMERCE CENTER WEST
SAN BERNARDINO, CA 92408

CT CORP
PO BOX 4349
CAROL STREAM, IL 60197

CT/KDF DEVELOPMENT PARTNERS
65 ENTERPRISE, SUITE 150
ALISO VIEJO, CA 92656

CUMMINGS, LLC
27201 PUERTA REAL
SUITE 370
MISSION VIEJO, CA 92691

DALE CHRISTIAN STRUCTURAL
ENGINEERS, INC.
1744 W KATELLA AVE.
ORANGE, CA 92867

DANIEL B. STAUFFER
9861 BELLFLOWER ST.
OAK HILLS, CA 92344

DAVID TAUSSIG & ASSOC.
1301 DOVE STREET
SUITE 600
NEWPORT BEACH, CA 92660

DBH RESOURCES, INC.
3415 SOUTH SEPULVEDA BLVD.
SUITE 900
LOS ANGELES, CA 90034

DENBESTE TRANSPORTATION, INC.
810 DENBESTE CT., STE 107
WINDSOR, CA 95492

DEVELOPER'S RESEARCH
4 CORPORATE PLAZA DRIVE
#215
NEWPORT BEACH, CA 92660

DIVERSIFIED BUILDER'S SERVICES
393 W FOOTHILL BLVD.
SUITE 101
CLAREMONT, CA 91711

DIVERSIFIED PACIFIC OPPORTUNITY
FUND I
393 W FOOTHILL BLVD., STE. 101
CLAREMONT, CA 91711

DPR CONSTRUCTION, INC.
1450 VETERAN'S BLVD.
REDWOOD CITY, CA 94063

DURHAM TURNBRIDGE ASSURANCE CO.
4100 NEWPORT PLACE
SUITE 770
NEWPORT BEACH, CA 92660

EMPLOYMENT DEVELOPMENT DEPT
BANKRUPTCY GROUP MIC 92E
PO BOX 826880
SACRAMENTO, CA 94280-0001

EVENT MASTERS INTERNATIONAL
23412 MOULTON PARKWAY
LAGUNA HILLS, CA 92653

EVEREST NATIONAL INS. CO.
C/O CLARK MARINE INS. SVCS.
245 FISHER AVE., D-8
COSTA MESA, CA 92626

EVEREST REINSURANCE CO.
C/O CLARK MARINE INS. SVCS.
245 FISHER AVE., D-8
COSTA MESA, CA 92626

FAUBEL PUBLIC AFFAIRS, INC.
25 ORCHARD
LAKE FOREST, CA 92630

FIDELITY NATIONAL TITLE COMPANY
1300 DOVE ST., STE. 310
NEWPORT BEACH, CA 92660

FIRST BANK
4301 MACARTHUR BLVD.
SECOND FLOOR
NEWPORT BEACH, CA 92660

FIRST REGIONAL BANK
1801 CENTURY PARK EAST
SUITE 800
LOS ANGELES, CA 90067

FRANCHISE TAX BOARD
BANKRUPTCY UNIT
PO BOX 2952
SACRAMENTO, CA 95812-2952

GOUVIS CONSULTING GROUP, INC.
2150 E. TAQUITZ CANYON #9
PALM SPRINGS, CA 92622

GREEN'S INDUSTRIAL PAINTING
ATTN: DON GREEN
3045 INLAND EMPIRE BLVD.
ONTARIO, CA 91764

GREG APPLGATE CONSULTING, INC.
1131 LUCINDA WAY
TUSTIN, CA 92780

HARVEY BEIGLE
1025 N SANTIAGO ST.
SANTA ANA, CA 92701

HI-WAY SAFETY RENTALS, INC.
133510 5TH STREET
CHINO, CA 91710

HOGLE-IRELAND
2860 MICHELLE DR.
SUITE 100
IRVINE, CA 92606

HUNSAKER & ASSOC. IRVINE, INC.
3 HIGHER
IRVINE, CA 92618-2021

IKON FINANCIAL SVCS, INC.
PO BOX 650073
DALLAS, TX 75265

INTERNAL REVENUE SERVICE
INSOLVENCY GROUP 3 MAILSTOP 5503
24000 AVILA RD
LAGUNA NIGUEL, CA 92677

JACKSON DEMARCO TIDUS PECKENPAUGH
2030 MAIN ST., STE 1200
IRVINE, CA 92623-9704

JOEL SPEAR
2375 HOXIE DRIVE
TUSTIN, CA 92782

JOHN FLANIGAN
980 9TH STREET
SUITE 2380
SACRAMENTO, CA 95814

KARIN LANGWASSER & CO.
99 EAST "C" STREET
SUITE 100
UPLAND, CA 91786

KENNETH MEADOWS
4935 FAIRWOOD CIRCLE
YORBA LINDA, CA 92887

KUNZMAN ASSOCIATES
1111 TOWN & COUNTRY ROAD
SUITE 34
ORANGE, CA 92868

LARRY RIGGS
80720 WEISKOPF
LA QUINTA, CA 92253

LAW OFFICES OF GARY C WYKIDAL
245 FISHER AVENUE
SUITE A-1
COSTA MESA, CA 92626

LD KING, INC.
2151 CONVENTION CENTER WAY
SUITE 100
ONTARIO, CA 91764

LDB INCORPORATED
3051 EDINGER AVE.
TUSTIN, CA 92780

LEONARD NAGEL
1121 N. RED GUM ST.
ANAHEIM, CA 92806

LEONARD'S SERVICES
1121 N. RED GUM ST.
ANAHEIM, CA 92806

LEXINGTON INSURANCE
AIG BUILDING
58 FENCHURCH STREET
LONDON, EC3M, UNITED KINGDOM

LITIGATION RESOURCES, LLC
99 EAST "C" STREET
SUITE 111
UPLAND, CA 91786

LYNN PRIES DESIGN
32 SHORERIDGE
NEWPORT BEACH, CA 92657

MANNATT PHELPS PHILLIPS LLP
11355 W OLYMPIC BLVD.
LOS ANGELES, CA 90064

MCP ONTARIO REALTY FUND I, LP
4100 NEWPORT PLACE
SUITE 770
NEWPORT BEACH, CA 92660

MEER CAPITAL PARTNERS, LLC
4100 NEWPORT PLACE
SUITE 770
NEWPORT BEACH, CA 92660

MEER HOMES INC.
4100 NEWPORT PLACE
SUITE 770
NEWPORT BEACH, CA 92660

MOBILE MODULAR MGMNT CORP.
5700 LOS POSITAS ROAD
LIVERMORE, CA 94551

MORAN UTILITY SERVICES, INC.
27127 CALLE ARROYO, STE. 1904
SAN JUAN CAPISTRANO, CA 92675

MR. CHARLES A. BRUNI
8921 HULLS ROAD
FLAGSTAFF, AZ 86004

MURTAUGH MEYER NELSON &
TREGLIA LLP
2603 MAIN STREET., 9TH FL.
IRVINE, CA 92614

MYERS PIPELINE, INC.
9950 ALDER AVE.
BLOOMINGTON, CA 92316-1902

MYRA J. STAUFFER
35605 OAK CREEK DRIVE
YUCAIPA, CA 92399

NOSSAMAN GUNTHER KNOX
ELLIOT LLP
18101 VON KARMAN AVENUE
IRVINE, CA 92612-0177

NUVIS
3151 AIRWAY AVE., J-3
COSTA MESA, CA 92626

O'MELVENY & MYERS
610 NEWPORT CENTER DR
17TH FLOOR
NEWPORT BEACH, CA 92660

OCB
17721 MITCHELL NORTH
IRVINE, CA 92614

OF2010 LLC
3090 BRISTOL ST.
SUITE 200
COSTA MESA, CA 92626

ONTERIORS, LLC
16835 WEST BERNARDINO DR.
#100
SAN DIEGO, CA 92127

ORION ENVIRONMENTAL, INC.
3450 EAST SPRING STREET
LONG BEACH, CA 90806

OUTDOOR DIMENSIONS
5325 E HUNTER AVE.
ANAHEIM, CA 92807

PACIFIC MASONRY WALLS, INC.
1007 W GROVE AVE.
ORANGE, CA 92865

PARK PLACE LAND ADVISORS
8105 IRVINE CENTER DRIVE
SUITE 1460
IRVINE, CA 92618

PARK PLACE PARTNERS
8105 IRVINE CENTER DRIVE
SUITE 1460
IRVINE, CA 92618

PAT TREISTER
1007 W GROVE AVE.
ORANGE, CA 92865

PETERSON'S TREE WORKS
605 RANCHO SANTIAGO
ORANGE, CA 92689

PETRA GEOTECHNICAL, INC.
3185-A AIRWAY AVE.
COSTA MESA, CA 92626

PLAZA COPY & IMAGING, LLC
5 PARK PLAZA, STE. 180
IRVINE, CA 92614

PLUMBING CONCEPTS, INC.
22951 LA PALMA AVENUE
YORBA LINDA, CA 92887-6701

REED THOMAS CO., INC.
1025 N. SANTIAGO ST.
SANTA ANA, CA 92701

RICK MERIGOLD
104 MAPLE STREET
CORONA, CA 92880

RICK WOOD CONSULTING
3662 SEASCAPE DRIVE
HUNTINGTON BEACH, CA 92649

RK ENGINEERING GROUP, INC.
3991 MACARTHUR BLVD.
SUITE 310
NEWPORT BEACH, CA 92660

RKZ INC.
3002 DOW AVE., STE. 118
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WESTLAKE VILLAGE, CA 91361

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WESTLAKE VILLAGE, CA 91362

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NORTHRIDGE, CA 91328-0051

SCOTT MORRISON & ASSOC.
PO BOX 55329
RIVERSIDE, CA 92517

SOUTH COAST AQMD
21865 COPLAY DR.
DIAMOND BAR, CA 91765

SOUTH MAPLE STREET PARTNERS, LLC
104 MAPLE STREET
CORONA, CA 92880

SOUTHERN CALIFORNIA EDISON
PO BOX 300
ROSEMEAD, CA 91722

SOUTHERN CALIFORNIA PIPELINE
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SPARKLETT'S
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STATE WATER RESOURCES CONTROL BOARD
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STAUFFER'S LANDSCAPE, INC.
411 BUSINESS CENTER COURT
REDLANDS, CA 92373

STRAN & COMPANY
50 VON HILLERN ST.
BOSTON, MA 02125

STRATEGIC BUSINESS MANAGEMENT INC.
711 W 17TH ST., UNIT B-7
COSTA MESA, CA 92627

TAD CONSULTING INC.
1401 N. BATAVIA ST., #103
ORANGE, CA 92867

TETRA TECH, INC.
3475 EAST FOOTHILL BLVD.
PASADENA, CA 91107-6024

THE CONCORD GROUP
130 NEWPORT CENTER DRIVE
SUITE 2
NEWPORT BEACH, CA 92660

THE INSCO DICO GROUP
17780 FITCH, SUITE 200
IRVINE, CA 92614

TIMOTHY & JINNIFER BUCKLEY
REVOCABLE FAMILY TRUST
22895 EAST PARK DRIVE
YORBA LINDA, CA 92887

URBAN CROSSROADS, INC.
41 CORPORATE PARK
IRVINE, CA 92605-5181

UTILITY SUBMETER APPLICATIONS, INC.
5482 COMPLEX ST.
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SAN DIEGO, CA 92123

VERIZON
PO BOX 9688
MISSION HILLS, CA 91346

VINEYARD BANK
200 SOUTH MAIN STREET
SUITE 150
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VINTAGE DESIGN, INC.
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YORBA LINDA, CA 92887

WILLIAM E. STAUFFER, JR.
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PHELAN, CA 92371

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SANTA ANA, CA 92705-5543

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WOHL INVESTMENT CO.
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