Case 2:11-bk-62685 Doc 1 Filed 12/29/11 Entered 12/29/11 19:05:01 Desc Main Document Page 1 of 23

| B1 (Official Form 1)(4/10) | | | טט | cument | Га | ge i o | 1 23 | | | |
|---|--|--|---|---|--|---|--|--|-------------------------|----------------------------------|
| τ | | | | ruptcy f Califor | | | | | Voluntary | Petition |
| Name of Debtor (if individual, enter Danville Land Investments company | | | | liability | Name | of Joint D | ebtor (Spous | e) (Last, First, | Middle): | |
| All Other Names used by the Debtor (include married, maiden, and trade n DSN 290, LLC | | years | | | | | | Joint Debtor is d trade names) | n the last 8 years: | <i>J</i> . |
| Last four digits of Soc. Sec. or Indivi- (if more than one, state all) 61-1582930 | dual-Taxpa | yer I.D. (| ITIN) No./ | Complete E | IN Last f | our digits of than one, state | of Soc. Sec. of all) | or Individual-T | axpayer I.D. (ITIN) No | o./Complete EIN |
| Street Address of Debtor (No. and Street Address of Debtor (No. and Street Consulting 201 S. Lake Avenue, Suite Pasadena, CA | • | nd State) | | ZIP Code | | Address o | f Joint Debto | r (No. and Stre | eet, City, and State): | ZIP Code |
| County of Residence or of the Princip Los Angeles | pal Place of | Business | <u></u> | <u>91101-30</u> | | y of Reside | ence or of the | e Principal Plac | ce of Business: | <u> </u> |
| Mailing Address of Debtor (if different | nt from stre | et addres | ss): | | Mailii | ng Address | of Joint Deb | tor (if differen | t from street address): | |
| | | | Г | ZIP Code | | | | | | ZIP Code |
| Location of Principal Assets of Busin (if different from street address above | ess Debtor | | | | . <u> </u> | | | | | |
| Type of Debtor (Form of Organization) (Check one box) Individual (includes Joint Debtors See Exhibit D on page 2 of this for Corporation (includes LLC and LI Partnership Other (If debtor is not one of the above check this box and state type of entity | rm. LP) | Sing in 11 Raili Stoc Com Clea Othe | (Check Ith Care Bu tle Asset Ro I U.S.C. § road kbroker modity Bro ring Bank er Tax-Exe (Check box tor is a tax- er Title 26 c | eal Estate as 101 (51B) | e) anization | defined | the ter 7 ter 9 ter 11 ter 12 ter 13 are primarily cd in 11 U.S.C. red by an indiv | Petition is File Chapter Chapter Chapter Check C | busine for | ecognition ding ecognition |
| Filing Fee (Check Full Filing Fee attached Filing Fee to be paid in installments (and attach signed application for the court's debtor is unable to pay fee except in in Form 3A. Filing Fee waiver requested (applicable attach signed application for the court's | pplicable to in s consideratio stallments. R | ndividuals n certifyir ule 1006(t individua | ng that the b). See Offic | ial Check a Check a Check a Check a Check a Check a Check a | Debtor is not f: Debtor's agging less than the lapplicable applicable applicable applicable applicable applies being the lapplicable applies being the lappl | regate nonco \$2,343,300 (boxes: ag filed with of the plan w | s debtor as definess debtor as entingent liquid (amount subjection). | lated debts (exclusive to adjustment of the adjustment of the repetition from the adjustment of the ad | | e years thereafter). |
| Statistical/Administrative Informati Debtor estimates that funds will be Debtor estimates that, after any ex there will be no funds available fo | e available f empt prope | rty is exc | luded and | administrati | | s paid, | | THISS | SPACE IS FOR COURT I | JSE ONLY |
| Estimated Number of Creditors | .00- 1, |] ,000- ,000 | 5,001- 10,000 | 10,001- 25,000 | □ 25,001- 50,000 | 50,001- 100,000 | OVER 100,000 | | | |
| \$50,000 \$100,000 \$500,000 to | 500,001 \$1 5\$1 to | 1,000,001 \$10 illion | \$10,000,001 to \$50 million | \$50,000,001 to \$100 million | \$100,000,001 to \$500 million | \$500,000,001 to \$1 billion | | | | |
| \$50,000 \$100,000 \$500,000 to | 500,001 \$1 5 \$1 to | ,000,001 \$10 illion | \$10,000,001 to \$50 million | \$50,000,001 to \$100 million | \$100,000,001 to \$500 million | \$500,000,001 to \$1 billion | | | | |

Case 2:11-bk-62685 Doc 1 Filed 12/29/11 Entered 12/29/11 19:05:01 Desc Main Document Page 2 of 23

B1 (Official Form 1)(4/10) Page 2 Name of Debtor(s): Voluntary Petition Danville Land Investments, LLC, a Nevada limited liability (This page must be completed and filed in every case) All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet) Location Case Number: Date Filed: Where Filed: - None -Location Case Number: Date Filed: Where Filed: Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet) Name of Debtor: Case Number: Date Filed: See Attachment District: Relationship: Judge: Exhibit B Exhibit A (To be completed if debtor is an individual whose debts are primarily consumer debts.) (To be completed if debtor is required to file periodic reports (e.g., 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, forms 10K and 10Q) with the Securities and Exchange Commission 12, or 13 of title 11, United States Code, and have explained the relief available pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 under each such chapter. I further certify that I delivered to the debtor the notice and is requesting relief under chapter 11.) required by 11 U.S.C. §342(b). ☐ Exhibit A is attached and made a part of this petition. 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? Yes, and Exhibit C is attached and made a part of this petition. 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.) ☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: ☐ 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) 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. There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes) Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) (Name of landlord that obtained judgment) (Address of landlord) Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and 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. Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).

| V | oluntary | v Peti | tion | | | | | | |
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| | is page ma | n de co. | триеней | uma jae | u m ev | ery cu | 36) | | S |
| | | Signat | ure(s) o | f Debto | r(s) (Ir | ıdiyidi | ual/Jo | int) | |
| | I declare un petition is tr [If petitione has chosen chapter 7, I available un [If no attern petition] I h | ue and c r is an in to file un 1, 12, or ider each ey repre | orrect. dividual ider chap 13 of titl i such che sents me | whose deter 7] I at a life in the II, United and another in the II and and another in the II and | ebts are m awar ited Sta d choos ankrup | primar e that I tes Cod e to pro tcy peti | ily con may pi le, und ceed u tion pr | sumer d rocced u crstand t nder cha eparer s | ebts and inder the relief apter 7. igns the |
| | I request rel specified in | | | with the | chapter | of title | 11, U | nited Sta | ites Code |
| X | | | | | | | | | |
| ^ | Signature | of Debt | or | | | | | | - 1 . |
| X | | | | | | | | | |
| | | | | | | | | | ···- |
| | Signature Telephone | | | represe | ented b | y attor | ney) | | |
| | 7 | | er (If not | | | | ney) | | |
| | Telephone Date | | er (If not | ature o | | | ney) | | |
| | Telephone Date | of Attor | Sign | ature o | f Attoi | | ney) | | |
| | Date Signature Brian L. Printed Na RUTTER | of Attor Davido me of F | sign Ly for Joze Attorney | ature o | f Attor | ney! | | ED | |
| | Telephone Date Signature Brian L. Printed Na RUTTER Firm Nam 1901 Av Suite 17 | of Attor Davide une of f t HOBE e enue o | Sign Sign Corr 102 Attorney S & D of the S | ature of Local Control of Section (1986) | f Attor | ney! | | ED | |
| | Date Signature Brian L. Printed Na RUTTER Firm Nam 1901 Av | of Attor Davide une of f t HOBE e enue o | Sign Sign Corr 102 Attorney S & D of the S | ature of Local Control of Section (1986) | f Attor | ney! | | FED | |
| | Date Signature Brian L. Printed Na RUTTER Firm Nam 1901 Av Suite 17 Los Ang | of Attor Davide me of f HOBE c enue o 00 jeles, C | sign Sign Off 102 Attorney St & D Attorney Attorney SA 9006 Fax: 31 | ature of the post | f Attor | ney! | | ÉD | |

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.

| ζ | | | / | | | | | | | | | | | | | | | | | | | | | | | 1 | 5 | 2 | _ | 2 | _ | > | |
|---|---|----|----|----|---|---|---|---|---|---|---|---|---|----|---|----|---|---|---|----|---|---|---|---|---|---|---|---|---|---|---|---|--|
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Hugh Scheffy, Liquidating Trustee

Printed Name of Authorized Individual

Authorized Representative

Title of Authorized Individual

29 DECEMBER 2011

Date

Name of Debtor(s):

Danville Land Investments, LLC, a Nevada limited liability

Page 3

atures

Signature of a Foreign Representative

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

(Check only one box.)

- ☐ I request relief in accordance with chapter 15 of title 11. United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.
- ☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

Social-Security number (If the bankrutpcy 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

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 Bankrupicy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

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In re Danville Land Investments, LLC, a Nevada limited liability company

Case No.

Debtor

Form 1. Voluntary Petition

Pending Bankruptcy Cases Filed Attachment

Name of Debtor / District

Alameda Investments, LLC

Central District of California, Los Angeles Division

Liberty Holdings Group, LLC

Central District of California, Los Angeles Division

Walnut Creek Development Company, LLC

Central District of California, Los Angeles Division

Case No. / Relationship

6:09-bk-10348-PC

Affiliate

6:9-bk-13484-PC

Indirect Parent

2:11-bk-24791-PC Affiliate Date Filed / Judge

01/09/09

Hon. Peter Carroll

02/26/09

Hon. Peter Carroll

04/05/11

Hon. Peter Carroll

Page 5 of 23 Document Altorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number FOR COURT USE ONLY Brian L. Davidoff **RUTTER HOBBS & DAVIDOFF INCORPORATED** 1901 Avenue of the Stars **Suite 1700** Los Angeles, CA 90067 310-286-1700 Fax: 310-286-1728 102654 Attorney for. Debtor UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA CASE NO .: In re: CHAPTER: 11 Danville Land Investments, LLC, a Nevada limited liability ADV. NO.: company Debtor(s). **ELECTRONIC FILING DECLARATION** (CORPORATION/PARTNERSHIP) Petition, statement of affairs, schedules or lists Date Filed: December 29, 2011 Amendments to the petition, statement of affairs, schedules or lists Date Filed: Other: Date Filed: PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEBTOR OR OTHER PARTY I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document, (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature lines; (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California, atothe December 29, 2011 Signature of Authorized Signatury of Filing Party Date **Hugh Scheffy, Liquidating Trustee** Printed Name of Authorized Signatory of Filing Party **Authorized Representative** Title of Authorized Signatory of Filing Party PART II - DECLARATION OF ATTORNEY FOR FILING PARTY I, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the Declaration of Authorized Signatory of Debtor or Other Party before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document available for review upon request of the Court or other parties. December 29, 2011 Signature of Athorney for Filing Party Date Brian L. Dayidoff 102654 Printed Name of Attorney for Filing Party This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California. November 2006

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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 Central District of California

| In re | anvill | e Land Invest | ments | s, LLC, a Nevada | limited li | iability company | Case No | |
|---------------------------|----------|------------------|----------|--------------------|------------|----------------------|------------------------|--------------------------------|
| | | | | | | Debtor(s) | Chapter | 11 |
| | | | | EXHIBIT "A | \" TO V | OLUNTARY | PETITION | |
| 1. If any o | | lebtor's securit | ties are | e registered under | Section 1 | 2 of the Securities | s Exchange Act of 1934 | the SEC file number is |
| 2. The fol | lowing | g financial data | a is the | latest available | informatio | on and refers to the | debtor's condition on_ | N/A . |
| a. Total a | ssets | | | | | | \$ | 0.00 |
| b. Total d | ebts (i | ncluding debts | listed | in 2.c., below) | | | \$ | 0.00 |
| c. Debt se | curitie | s held by more | e than | 500 holders: | | | | Approximate number of holders: |
| secured | | unsecured | | subordinated | | \$ | 0.00 | 0 |
| secured | | unsecured | | subordinated | | \$ | 0.00 | 0 |
| secured | | unsecured | | subordinated | | \$ | 0.00 | 0 |
| secured | | unsecured | | subordinated | | \$ | 0.00 | 0 |
| secured | | unsecured | | subordinated | | \$ | 0.00 | 0 |
| d. Numbe | er of sh | ares of preferr | ed sto | ck | | | 0 | 0 |
| e. Numbe | r of sh | ares common | stock | | | | 0 | 0 |
| Comm N/A | ents, if | `any: | | | | | | |
| 3. Brief de | escripti | on of Debtor's | busin | ess: | | | | |
| 4. List the securitie N/A | | | who d | irectly or indirec | tly owns, | controls, or holds, | with power to vote, 5% | or more of the voting |

UNANIMOUS WRITTEN CONSENT OF THE SOLE MEMBER OF DANVILLE LAND INVESTMENTS, LLC

TO ACTION WITHOUT A MEETING

The undersigned, being the Liquidating Trustee (the "Liquidating Trustee") of the Liberty Liquidating Trust (the "Liberty Liquidating Trust"), the sole member of Victory Holdings, LLC, which in turn is the sole member of Danville Land Investments, LLC, a Nevada limited liability company (the "Company"), does hereby adopt the following resolutions ("Resolutions") by unanimous written consent without a meeting:

WHEREAS, the undersigned has considered the current financial condition of the Company and determined that it would be in the best interests of the Company to file a voluntary Petition (the "Bankruptcy Petition") in the United States Bankruptcy Court pursuant to chapter 11 of title 11 of the United States Code;

NOW, THEREFORE, BE IT RESOLVED, that the Liquidating Trustee, as authorized representative of the Company, is hereby directed to execute and deliver all documents necessary to perfect the filing of the Bankruptcy Petition;

BE IT FURTHER RESOLVED, that the Liquidating Trustee, as authorized representative of the Company, is directed to appear in any and all bankruptcy proceedings on behalf of the Company (collectively, the "Bankruptcy Proceedings") and to otherwise do and perform any and all acts and deeds, and to execute and deliver all necessary documents on behalf of the Company, in connection with the Bankruptcy Proceedings;

BE IT FURTHER RESOLVED, that the execution by the Liquidating Trustee, as authorized representative of the Company, of any agreement, document or instrument necessary to accomplish any action or actions authorized herein, is the enforceable and binding act and obligation of the Company, without the necessity of the signature or attestation of any other individual;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior to the adoption of this Unanimous Written Consent by the Liquidating Trustee, as authorized representative of the Company, in the name of the Company and in connection with the matters herein contained, are hereby ratified, confirmed and adopted by the Company;

BE IT FURTHER RESOLVED, that the Company hereby ratifies the retention of Rutter Hobbs & Davidoff Incorporated to act as legal counsel to the Company in connection with the Bankruptcy Petition and the Bankruptcy Proceedings; and

BE IT FURTHER RESOLVED, that the Company hereby ratifies the retention of Janas Consulting to act as financial advisor to the Company in connection with the Bankruptcy Petition and the Bankruptcy Proceedings.

BE IT FURTHER RESOLVED, that the Company hereby authorizes that certain Indemnification Agreement, dated December 28, 2011, entered into between the Company and the Liquidating Trustee, pursuant to which the company indemnifies the Liquidating Trustee according to the terms stated therein.

This Consent shall be filed in the minute book of the Company and become part of the records of the Company.

Dated: December 29, 2011

DANVILLE LAND INVESTMENTS, LLC

By: Victory Holdings, LLC
Its Member

By: Liberty Liquidating Trust Its Member

Hugh Scheffy, Liquidating

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B4 (Official Form 4) (12/07)

United States Bankruptcy Court Central District of California

| In re | Danville Land Investments, LLC, a Nevada limited liability company | Case No. | |
|-------|--|----------|----|
| | Debtor(s) | Chapter | 11 |

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

The information contained herein is based upon a review of the Debtor's books and records. However, no comprehensive legal and/or factual investigations with regard to possible defenses to any claims set forth in the *List of Creditors Holding 20 Largest Unsecured Claims* have been completed. Therefore, the listing does not and should not be deemed to constitute: (1) a waiver of any defense to any listed claims; (2) an acknowledgement of the allowability of any list claims; and/or (3) a waiver of any other right or legal position of the Debtor.

| (1) | (2) | (3) | (4) | (5) |
|--|---|---|---|---|
| Name of creditor and complete mailing address including zip code | Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted | Nature of claim (trade debt, bank loan, government contract, etc.) | Indicate if claim is contingent, unliquidated, disputed, or subject to setoff | Amount of claim [if secured, also state value of security] |
| Amelia Walk Community Dev. District Attn: Sheryl Fulks, Assessment Roll 475 West Town Place, Suite 114 Saint Augustine, FL 32092 | Amelia Walk Community Dev. District Attn: Sheryl Fulks, Assessment Roll 475 West Town Place, Suite 114 Saint Augustine, FL 32092 | Development costs | Contingent Disputed | 401,270.52 |
| Bingham Engineering 5225 Wiley Post Way, Ste. 200 Salt Lake City, UT 84116 | Bingham Engineering 5225 Wiley Post Way, Ste. 200 Salt Lake City, UT 84116 | Engineering | Disputed | 6,896.73 |
| Brian C. Vail C/o Mark Harris, Esq. Law Offices of Mark H. Harris 2207 J Street Sacramento, CA 95816 | Brian C. Vail C/o Mark Harris, Esq. Law Offices of Mark H. Harris Sacramento, CA 95816 | Default Judgment | Disputed | 887,211.08 |
| City of Los Banos Water Department 520 J Street Los Banos, CA 93635 | City of Los Banos Water Department 520 J Street Los Banos, CA 93635 | Impact study | Disputed | 16,579.24 |
| Clary & Associates, Inc. 3830 Crown Point Road, Ste. A Jacksonville, FL 32257 | Clary & Associates, Inc. 3830 Crown Point Road, Ste. A Jacksonville, FL 32257 | Civil engineering (surveying) | Disputed | 14,000.00 |
| County of Merced 2222 M Street Merced, CA 95340 | County of Merced 2222 M Street Merced, CA 95340 | Property taxes | Contingent Disputed | 13,440.05 |

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| B4 (Offic | cial Form 4) (12/07) - Cont. | | |
|-----------|--|----------|--|
| Ψ. | Danville Land Investments, LLC, a Nevada limited liability | G 37 | |
| In re | company | Case No. | |
| | Debtor(s) | | |

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

| (1) | (2) | (3) | (4) | (5) |
|---|---|---|---|---|
| Name of creditor and complete mailing address including zip code | Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted | Nature of claim (trade debt, bank loan, government contract, etc.) | Indicate if claim is contingent, unliquidated, disputed, or subject to setoff | Amount of claim [if secured, also state value of security] |
| Davis County Treasurer PO Box 618 Farmington, UT 84025 | Davis County Treasurer PO Box 618 Farmington, UT 84025 | Property taxes | Contingent Disputed | 224,029.81 |
| Desierto Verde, LLC PO Box 10309 Scottsdale, AZ 85271-0309 | Desierto Verde, LLC PO Box 10309 Scottsdale, AZ 85271-0309 | Civil engineering (design) | Disputed | 18,600.00 |
| Elliott Homes, Inc. 1400 E. Southern Avenue, Ste. 720 Tempe, AZ 85282 | Elliott Homes, Inc. 1400 E. Southern Avenue, Ste. 720 Tempe, AZ 85282 | Impact study | Disputed | 8,500.70 |
| Lewis and Roca LLP 40 North Central Phoenix, AZ 85004 | Lewis and Roca LLP 40 North Central Phoenix, AZ 85004 | Attorney fees | Disputed | 6,750.30 |
| Maricopa County Treasurer PO Box 52133 Phoenix, AZ 85072-2133 | Maricopa County Treasurer PO Box 52133 Phoenix, AZ 85072-2133 | Property taxes | Contingent Disputed | 673,342.87 |
| Merced County Tax Collector 2222 M Street Merced, CA 95340-3780 | Merced County Tax Collector 2222 M Street Merced, CA 95340-3780 | Property taxes | Contingent Disputed | 597,476.51 |
| Nassau County Tax Collector 96135 Nassau Place, Ste. 5 Yulee, FL 32097 | Nassau County Tax Collector 96135 Nassau Place, Ste. 5 Yulee, FL 32097 | Property taxes | Contingent Disputed | 367,751.52 |
| Pinal County 10 West Main Mesa, AZ 85201 | Pinal County 10 West Main Mesa, AZ 85201 | Property taxes | Contingent Disputed | 6,367.66 |
| Placer Vineyards PO Box 180 Newcastle, CA 95658 | Placer Vineyards PO Box 180 Newcastle, CA 95658 | Development consulting fees | Disputed | 26,832.00 |
| Rancho Murieta Comm. Svcs. Dist. 15160 Jackson Road Rancho Murieta, CA 95683 | Rancho Murieta Comm. Svcs. Dist. 15160 Jackson Road Rancho Murieta, CA 95683 | Property taxes | Contingent Disputed | 16,851.55 |
| Rancho Murieta Master Mktng. Assoc. 11249 Gold Country Blvd., Ste. 190 Gold River, CA 95670 | Rancho Murieta Master Mktng. Assoc. 11249 Gold Country Blvd., Ste. 190 Gold River, CA 95670 | Property taxes | Contingent Disputed | 3,305.05 |
| Slater Hanifan Group 5740 S. Arville Street, #216 Las Vegas, NV 89118 | Slater Hanifan Group 5740 S. Arville Street, #216 Las Vegas, NV 89118 | Civil engineering (design) | Disputed | 11,765.75 |
| St. Johns County Tax Collector PO Box 9001 Saint Augustine, FL 32085 | St. Johns County Tax Collector PO Box 9001 Saint Augustine, FL 32085 | Property taxes | Contingent Disputed | 53,196.74 |

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| | | |
| | | |

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| B4 (Offic | ial Form 4) (12/07) - Cont. | | |
|-----------|--|----------|--|
| * | Danville Land Investments, LLC, a Nevada limited liability | | |
| In re | company | Case No. | |
| | Debtor(s) | | |

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

| (1) | (2) | (3) | (4) | (5) |
|--|---|---|---|---|
| Name of creditor and complete mailing address including zip code | Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted | Nature of claim (trade debt, bank loan, government contract, etc.) | Indicate if claim is contingent, unliquidated, disputed, or subject to setoff | Amount of claim [if secured, also state value of security] |
| Titus, Brueckner & Berry, PC 8355 E. Hartford Drive, #200 Scottsdale, AZ 85255 | Titus, Brueckner & Berry, PC 8355 E. Hartford Drive, #200 Scottsdale, AZ 85255 | Civil engineering (design) | Disputed | 2,728.38 |

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

I, the Authorized Representative of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 29 DE 6713 En 2011

Signature

Hugh Scheffy, Liquidating Trustee C Authorized Representative

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.

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).)

Walnut Creek Development, LLC, Case No. 2:11-bk-24791-PC, filed 04/05/11, Chapter 7, pending; Liberty Holdings Group, LLC, Case No. 6:09-bk-13484-PC, filed 02/26/09, Chapter 11, plan confirmed, pending; Alameda Investments, LLC, Case No. 6:09-bk-10348-PC, filed 01/09/09, Chapter 11, plan confirmed, pending; and see Exhibit A attached

hereto (all cases now closed)

- 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).)
- 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).)

Walnut Creek Development, LLC, Case No. 2:11-bk-24791-PC, filed 04/05/11, Chapter 7, pending; Liberty Holdings Group, LLC, Case No. 6:09-bk-13484-PC, filed 02/28/09, Chapter 11, plan confirmed, pending; Alameda Investments, LLC, Case No. 6:09-bk-10348-PC, filed 01/09/09, Chapter 11, plan confirmed, pending; and see Exhibit A attached

hereto (all cases now closed)

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.

| Dated 29 DECEMBER 2011 Hugh Scheffy, Liquidating Trustee Debtor | Executed at | Pasadena | , California. | 1/1 | The Ships | | | | | | |
|--|-------------|---------------|---------------|----------|--|------------|--|--|--|--|--|
| Dated 29 DECE 78 Set 2011 Debtor | | | | Hugh Scl | heffy, Liquidati | ng Trustee | | | | | |
| 다. 사용한 이 경험에 가장 하는 이 標準整理한 전에 하는 것이 되었다. 그 사람이 발표되었다. 그는 그는 모든 그는 그는 그는 그는 것이다. 소리가 그리게 하고 되었는 그들이 교육 기본을 하는 것이다. | Dated | 29 DECEMBER Z | 011 | Debtor | | | | | | | |
| | | | | | 100 <u>100 100 100 100 100 100 100 100 100</u> | | | | | | |
| | | | | Joint De | btor | | | | | | |

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| Name | District | Relationship | Case No. | Date Filed |
|-------------------------------------|------------------------------|--------------|----------|------------|
| Woodside Ceramista City, LLC | Central District - Riverside | Affiliate | 08-28171 | 12/19/2008 |
| Woodside Ceramista Village, LLC | Central District - Riverside | Affiliate | 08-28168 | 12/19/2008 |
| Woodside AMR 107, Inc. | Central District - Riverside | Affiliate | 08-13394 | 3/31/2008 |
| Woodside Portofino, Inc. | Central District - Riverside | Affiliate | 08-13396 | 3/31/2008 |
| BCD 99, LLC | Central District - Riverside | Affiliate | 08-20690 | 8/20/2008 |
| Foxboro 50's, LLC | Central District - Riverside | Affiliate | 08-20754 | 8/20/2008 |
| Foxboro Coventry, LLC | Central District - Riverside | Affiliate | 08-20755 | 8/20/2008 |
| Foxboro Estates, LLC | Central District - Riverside | Affiliate | 08-20756 | 8/20/2008 |
| Foxboro Villages, LLC | Central District - Riverside | Affiliate | 08-20757 | 8/20/2008 |
| Ivywood Interior Design, LLC | Central District - Riverside | Affiliate | 08-20758 | 8/20/2008 |
| Menifee Woodside, LLC, | Central District - Riverside | Affiliate | 08-20714 | 8/20/2008 |
| MHA 02, LLC | Central District - Riverside | Affiliate | 08-20728 | 8/20/2008 |
| Monterey Woodside, LLC, | Central District - Riverside | Affiliate | 08-20729 | 8/20/2008 |
| MWG 00, LLC | Central District - Riverside | Affiliate | 08-20730 | 8/20/2008 |
| MWL 01, LLC | Central District - Riverside | Affiliate | 08-20734 | 8/20/2008 |
| Oquirrh Highlands Condominiums, LLC | Central District - Riverside | Affiliate | 08-20759 | 8/20/2008 |
| Pleasant Hill Investments, LC, | Central District - Riverside | Affiliate | 08-20686 | 8/20/2008 |
| Pleasant Valley Investments, LLC | Central District - Riverside | Affiliate | 08-20760 | 8/20/2008 |
| Portola Development Company, LLC | Central District - Riverside | Affiliate | 08-20762 | 8/20/2008 |
| Portola Development, Arizona, LLC | Central District - Riverside | Affiliate | 08-20763 | 8/20/2008 |
| Portola Development, Utah, LLC | Central District - Riverside | Affiliate | 08-20764 | 8/20/2008 |
| Saratoga Land Development, LLC | Central District - Riverside | Affiliate | 08-20765 | 8/20/2008 |
| Sonora HOA Management, LLC | Central District - Riverside | Affiliate | 08-20766 | 8/20/2008 |
| Sterling 69, LLC | Central District - Riverside | Affiliate | 08-20767 | 8/20/2008 |
| TBB 03, LLC | Central District - Riverside | Affiliate | 08-20711 | 8/20/2008 |
| WDS GP, Inc. | Central District - Riverside | Affiliate | 08-20768 | 8/20/2008 |
| WDS Holdings, Inc. | Central District - Riverside | Affiliate | 08-20688 | 8/20/2008 |
| WGP Group, LLC | Central District - Riverside | Affiliate | 08-20770 | 8/20/2008 |
| Woodside 04N, LP | Central District - Riverside | Affiliate | 08-20692 | 8/20/2008 |
| Woodside 04S, LP | Central District - Riverside | Affiliate | 08-20694 | 8/20/2008 |
| Woodside 05N, LP | Central District - Riverside | Affiliate | 08-20699 | 8/20/2008 |
| Woodside 05S, LP | Central District - Riverside | Affiliate | 08-20701 | 8/20/2008 |
| Woodside 06N, LP | Central District - Riverside | Affiliate | 08-20704 | 8/20/2008 |
| Woodside 07N, LP | Central District - Riverside | Affiliate | 08-20706 | 8/20/2008 |
| Woodside 20/25, LLC | Central District - Riverside | Affiliate | 08-20772 | 8/20/2008 |
| Woodside Aberdeen, LLC | Central District - Riverside | Affiliate | 08-20774 | 8/20/2008 |
| Woodside Allerton, LLC | Central District - Riverside | Affiliate | 08-20775 | 8/20/2008 |
| Woodside Amberly, LLC | Central District - Riverside | Affiliate | 08-20776 | 8/20/2008 |
| Woodside Amelia Lakes, LLC | Central District - Riverside | Affiliate | 08-20777 | 8/20/2008 |
| Woodside AMR 91, LLC | Central District - Riverside | Affiliate | 08-20744 | 8/20/2008 |
| Woodside Autumn Ridge, LLC | Central District - Riverside | Affiliate | 08-20735 | 8/20/2008 |

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| Name | District | Relationship | Case No. | Date Filed |
|---|------------------------------|--------------|----------|------------|
| Woodside Avalon Park, LLC | Central District - Riverside | Affiliate | 08-20778 | 8/20/2008 |
| Woodside Avalon, LLC | Central District - Riverside | Affiliate | 08-20779 | 8/20/2008 |
| Woodside Ballantrae, LLC | Central District - Riverside | Affiliate | 08-20780 | 8/20/2008 |
| Woodside Bella Fresca, Inc. | Central District - Riverside | Affiliate | 08-20782 | 8/20/2008 |
| Woodside Berkeley, LLC | Central District - Riverside | Affiliate | 08-20783 | 8/20/2008 |
| Woodside Bilby Ranch, Inc. | Central District - Riverside | Affiliate | 08-21072 | 8/22/2008 |
| Woodside Blue Water Bay, LLC | Central District - Riverside | Affiliate | 08-20784 | 8/20/2008 |
| Woodside Bridges at Boulder Creek, LLC | Central District - Riverside | Affiliate | 08-20785 | 8/20/2008 |
| Woodside Brookstone, LLC | Central District - Riverside | Affiliate | 08-20786 | 8/20/2008 |
| Woodside Buffalo Ridge, LLC | Central District - Riverside | Affiliate | 08-20788 | 8/21/2008 |
| Woodside Cambria, LLC | Central District - Riverside | Affiliate | 08-20789 | 8/21/2008 |
| Woodside Canyon Creek, LLC | Central District - Riverside | Affiliate | 08-20790 | 8/21/2008 |
| Woodside Casa Palermo, LLC | Central District - Riverside | Affiliate | 08-20791 | 8/21/2008 |
| Woodside Castleton, LLC | Central District - Riverside | Affiliate | 08-20792 | 8/21/2008 |
| Woodside Cedar Creek, LLC | Central District - Riverside | Affiliate | 08-20793 | 8/21/2008 |
| Woodside Clarendon Hills, LLC | Central District - Riverside | Affiliate | 08-20737 | 8/20/2008 |
| Woodside Clearwater, LLC | Central District - Riverside | Affiliate | 08-20794 | 8/21/2008 |
| Woodside Colonial Charles SFD, LLC | Central District - Riverside | Affiliate | 08-20795 | 8/21/2008 |
| Woodside Colonial Charles Villas, LLC | Central District - Riverside | Affiliate | 08-20796 | 8/21/2008 |
| Woodside Communities – WDC, LLC | Central District - Riverside | Affiliate | 08-20797 | 8/21/2008 |
| Woodside Communities of North Florida, LLC | Central District - Riverside | Affiliate | 08-20798 | 8/21/2008 |
| Woodside Cortez Heights, LLC | Central District - Riverside | Affiliate | 08-20799 | 8/21/2008 |
| Woodside Daytona Land, LLC | Central District - Riverside | Affiliate | 08-20800 | 8/21/2008 |
| Woodside Eagle Marsh North, LLC | Central District - Riverside | Affiliate | 08-20801 | 8/21/2008 |
| Woodside Eagle Marsh South, LLC | Central District - Riverside | Affiliate | 08-20802 | 8/21/2008 |
| Woodside Encore at Sunset Ranch, LLC | Central District - Riverside | Affiliate | 08-20803 | 8/21/2008 |
| Woodside Exeter South, LLC | Central District - Riverside | Affiliate | 08-20804 | 8/21/2008 |
| Woodside Farmington Hollow Cottages, LLC | Central District - Riverside | Affiliate | 08-20805 | 8/21/2008 |
| Woodside Farmington Hollow Estates, LLC | Central District - Riverside | Affiliate | 08-20806 | 8/21/2008 |
| Woodside Farmington Meadows, LLC | Central District - Riverside | Affiliate | 08-20807 | 8/21/2008 |
| Woodside Fieldstone Ranch, LLC | Central District - Riverside | Affiliate | 08-20808 | 8/21/2008 |
| Woodside Fieldstone, LLC | Central District - Riverside | Affiliate | 08-20809 | 8/21/2008 |
| Woodside Finisterre, LLC | Central District - Riverside | Affiliate | 08-20810 | 8/21/2008 |
| Woodside Foothills Sunrise, LLC | Central District - Riverside | Affiliate | 08-20811 | 8/21/2008 |
| Woodside Foothills West, LLC | Central District - Riverside | Affiliate | 08-20812 | 8/21/2008 |
| Woodside Garden Gate, LLC | Central District - Riverside | Affiliate | 08-20813 | 8/21/2008 |
| Woodside Glenmere, Inc. (n/k/a Woodside GM, LLC) | Central District - Riverside | Affiliate | 08-20736 | 8/20/2008 |
| Woodside Grande Premier, LLC | Central District - Riverside | Affiliate | 08-20814 | 8/21/2008 |
| Woodside Greyhawk, LLC | Central District - Riverside | Affiliate | 08-20815 | 8/21/2008 |
| Woodside Group, LLC | Central District - Riverside | Affiliate | 08-20682 | 8/21/2008 |

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| Name | District | Relationship | Case No. | Date Filed |
|---|------------------------------|--------------|----------|------------|
| Woodside Grouse Pointe, LLC | Central District - Riverside | Affiliate | 08-20816 | 8/21/2008 |
| Woodside Hearthstone, LLC | Central District - Riverside | Affiliate | 08-20817 | 8/21/2008 |
| Woodside Heritage Lake 129, Inc. | Central District - Riverside | Affiliate | 08-20818 | 8/21/2008 |
| Woodside Heritage Lake 150, Inc. | Central District - Riverside | Affiliate | 08-20820 | 8/21/2008 |
| Woodside Heritage Lake 7200, Inc. | Central District - Riverside | Affiliate | 08-20821 | 8/21/2008 |
| Woodside Highland Ridge, LLC | Central District - Riverside | Affiliate | 08-20825 | 8/21/2008 |
| Woodside Homes Corporation, , | Central District - Riverside | Affiliate | 08-20827 | 8/21/2008 |
| Woodside Homes of Arizona, Inc. | Central District - Riverside | Affiliate | 08-20830 | 8/21/2008 |
| Woodside Homes of California, Inc. | Central District - Riverside | Affiliate | 08-20832 | 8/21/2008 |
| Woodside Homes of Central California, Inc. | Central District - Riverside | Affiliate | 08-20834 | 8/21/2008 |
| Woodside Homes of Florida, LLC | Central District - Riverside | Affiliate | 08-20837 | 8/21/2008 |
| Woodside Homes of Fresno, Inc. | Central District - Riverside | Affiliate | 08-20840 | 8/21/2008 |
| Woodside Homes of Minnesota, Inc., | Central District - Riverside | Affiliate | 08-20842 | 8/21/2008 |
| Woodside Homes of Nevada, Inc. | Central District - Riverside | Affiliate | 08-20843 | 8/21/2008 |
| Woodside Homes of Northern California, Inc. | Central District - Riverside | Affiliate | 08-20844 | 8/21/2008 |
| Woodside Homes of Reno, LLC | Central District - Riverside | Affiliate | 08-20845 | 8/21/2008 |
| Woodside Homes of South Texas, LLC | Central District - Riverside | Affiliate | 08-20846 | 8/21/2008 |
| Woodside Homes of Southeast Florida, LLC | Central District - Riverside | Affiliate | 08-20847 | 8/21/2008 |
| Woodside Homes of Southern California, LLC | Central District - Riverside | Affiliate | 08-20742 | 8/20/2008 |
| Woodside Homes Sales Corp.,, | Central District - Riverside | Affiliate | 08-20850 | 8/21/2008 |
| Woodside Hunters Creek, LLC | Central District - Riverside | Affiliate | 08-20852 | 8/21/2008 |
| Woodside Jackrabbit Estates, LLC | Central District - Riverside | Affiliate | 08-20855 | 8/21/2008 |
| Woodside Karston Cove, LLC | Central District - Riverside | Affiliate | 08-20861 | 8/21/2008 |
| Woodside Kinder Ranch, LLC | Central District - Riverside | Affiliate | 08-20864 | 8/21/2008 |
| Woodside Knoll Creek, LLC | Central District - Riverside | Affiliate | 08-20866 | 8/21/2008 |
| Woodside Land Holdings, LLC | Central District - Riverside | Affiliate | 08-20868 | 8/21/2008 |
| Woodside Las Colinas, LLC | Central District - Riverside | Affiliate | 08-20869 | 8/21/2008 |
| Woodside Legacy Oaks, LLC | Central District - Riverside | Affiliate | 08-20871 | 8/21/2008 |
| Woodside Legacy, LLC | Central District - Riverside | Affiliate | 08-20738 | 8/20/2008 |
| Woodside Madison Colony, LLC | Central District - Riverside | Affiliate | 08-20872 | 8/21/2008 |
| Woodside Magma Ranch, LLC | Central District - Riverside | Affiliate | 08-20874 | 8/21/2008 |
| Woodside Majestic Oaks, LLC | Central District - Riverside | Affiliate | 08-20875 | 8/21/2008 |
| Woodside Meadows of Big Lake, LLC | Central District - Riverside | Affiliate | 08-20877 | 8/21/2008 |
| Woodside Menifee 105, Inc. | Central District - Riverside | Affiliate | 08-20879 | 8/21/2008 |
| Woodside Montecatini, Inc. | Central District - Riverside | Affiliate | 08-21073 | 8/22/2008 |
| Woodside Montrose, Inc. | Central District - Riverside | Affiliate | 08-20881 | 8/21/2008 |
| Woodside Murabella, LLC | Central District - Riverside | Affiliate | 08-20882 | 8/21/2008 |
| Woodside North MPLS, LLC | Central District - Riverside | Affiliate | 08-20883 | 8/21/2008 |
| Woodside Northridge, LLC | Central District - Riverside | Affiliate | 08-20885 | 8/21/2008 |
| Woodside Palmilla, LLC | Central District - Riverside | Affiliate | 08-20886 | 8/21/2008 |
| Woodside Palomar, LLC | Central District - Riverside | Affiliate | 08-20893 | 8/21/2008 |

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| Name | District | Relationship | Case No. | Date Filed |
|---|------------------------------|--------------|----------|------------|
| Woodside Park Paseo, LLC | Central District - Riverside | Affiliate | 08-20895 | 8/21/2008 |
| Woodside Parkview, LLC | Central District - Riverside | Affiliate | 08-20899 | 8/21/2008 |
| Woodside Paseo 5000, LLC, | Central District - Riverside | Affiliate | 08-20746 | 8/20/2008 |
| Woodside Paseo 6000, LLC, | Central District - Riverside | Affiliate | 08-20748 | 8/20/2008 |
| Woodside Paseo 7200, LLC, | Central District - Riverside | Affiliate | 08-20750 | 8/20/2008 |
| Woodside Pebble Creek, LLC | Central District - Riverside | Affiliate | 08-20901 | 8/21/2008 |
| Woodside Preserve at Boulder Creek, LLC | Central District - Riverside | Affiliate | 08-20905 | 8/21/2008 |
| Woodside Provence, LLC | Central District - Riverside | Affiliate | 08-20906 | 8/21/2008 |
| Woodside Quail Crossing, LLC | Central District - Riverside | Affiliate | 08-20909 | 8/21/2008 |
| Woodside Rio Vista, LLC | Central District - Riverside | Affiliate | 08-20912 | 8/21/2008 |
| Woodside Riverwalk Preserve, LLC | Central District - Riverside | Affiliate | 08-20915 | 8/21/2008 |
| Woodside Rocking Horse, LLC | Central District - Riverside | Affiliate | 08-20916 | 8/21/2008 |
| Woodside Rockwell, LLC | Central District - Riverside | Affiliate | 08-20923 | 8/21/2008 |
| Woodside Rocky Pen, LLC | Central District - Riverside | Affiliate | 08-20927 | 8/21/2008 |
| Woodside Rogers Ranch, LLC | Central District - Riverside | Affiliate | 08-20937 | 8/21/2008 |
| Woodside Rosewood, LLC | Central District - Riverside | Affiliate | 08-20939 | 8/22/2008 |
| Woodside Royal Meadows, LLC | Central District - Riverside | Affiliate | 08-20940 | 8/22/2008 |
| Woodside S.O., LLC | Central District - Riverside | Affiliate | 08-20941 | 8/22/2008 |
| Woodside Scotland Heights, LLC | Central District - Riverside | Affiliate | 08-20942 | 8/22/2008 |
| Woodside Sienna, LLC | Central District - Riverside | Affiliate | 08-20943 | 8/22/2008 |
| Woodside Solano, LLC | Central District - Riverside | Affiliate | 08-20944 | 8/22/2008 |
| Woodside Somerset, LLC | Central District - Riverside | Affiliate | 08-20945 | 8/22/2008 |
| Woodside South Brook, LLC | Central District - Riverside | Affiliate | 08-20946 | 8/22/2008 |
| Woodside South Block, ELC Woodside Southern Hills, LLC | Central District - Riverside | Affiliate | 08-20947 | 8/22/2008 |
| Woodside Southridge, LLC | Central District - Riverside | Affiliate | 08-20947 | 8/22/2008 |
| Woodside Springs at Boulder Creek, LLC | Central District - Riverside | Affiliate | 08-20949 | 8/22/2008 |
| Woodside Stonehaven, LLC | Central District - Riverside | Affiliate | 08-20949 | 8/22/2008 |
| Woodside Stoneybrook, LLC | Central District - Riverside | Affiliate | 08-20951 | 8/22/2008 |
| Woodside Summerwood, LLC | Central District - Riverside | Affiliate | 08-20952 | 8/22/2008 |
| Woodside Summit at Foothills Reserve, LLC | Central District - Riverside | Affiliate | 08-20953 | 8/22/2008 |
| Woodside Summit at Riverwalk, LLC | Central District - Riverside | Affiliate | 08-20954 | 8/22/2008 |
| Woodside Sunrise at Riverwalk, LLC | Central District - Riverside | Affiliate | 08-20955 | 8/22/2008 |
| Woodside Sunset Farms, LLC | Central District - Riverside | Affiliate | 08-20956 | 8/22/2008 |
| Woodside Talaverde, LLC | Central District - Riverside | Affiliate | 08-20958 | |
| ······································ | Central District - Riverside | | | 8/22/2008 |
| Woodside Tampa Palms, LLC | | Affiliate | 08-20959 | 8/22/2008 |
| Woodside Tempe Village, LLC | Central District - Riverside | Affiliate | 08-20960 | 8/22/2008 |
| Woodside Texas Holdings, LLC | Central District - Riverside | Affiliate | 08-20962 | 8/22/2008 |
| Woodside Texas Land Holdings, LLC | Central District - Riverside | Affiliate | 08-20963 | 8/22/2008 |
| Woodside Thurnbeck, LLC | Central District - Riverside | Affiliate | 08-20964 | 8/22/2008 |
| Woodside Tierra Verde 301, LLC | Central District - Riverside | Affiliate | 08-20965 | 8/22/2008 |
| Woodside Timberlake, LLC | Central District - Riverside | Affiliate | 08-20969 | 8/22/2008 |

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| Name | District | Relationship | Case No. | Date Filed |
|--|------------------------------|--------------|----------|------------|
| Woodside Trails North at Horsemans Park, LLC | Central District - Riverside | Affiliate | 08-20972 | 8/22/2008 |
| Woodside Triana, LLC | Central District - Riverside | Affiliate | 08-20975 | 8/22/2008 |
| Woodside Trillium, LLC | Central District - Riverside | Affiliate | 08-20979 | 8/22/2008 |
| Woodside Trinity Oaks 55, LLC | Central District - Riverside | Affiliate | 08-20985 | 8/22/2008 |
| Woodside Trinity Oaks 65, LLC | Central District - Riverside | Affiliate | 08-20981 | 8/22/2008 |
| Woodside Tuscan Oaks, LLC | Central District - Riverside | Affiliate | 08-20995 | 8/22/2008 |
| Woodside Two Creeks 50, LLC | Central District - Riverside | Affiliate | 08-21002 | 8/22/2008 |
| Woodside Two Creeks 65, LLC | Central District - Riverside | Affiliate | 08-21007 | 8/22/2008 |
| Woodside Two Creeks Villas, LLC | Central District - Riverside | Affiliate | 08-21008 | 8/22/2008 |
| Woodside Valencia, LLC | Central District - Riverside | Affiliate | 08-21012 | 8/22/2008 |
| Woodside Via Valencia, LLC | Central District - Riverside | Affiliate | 08-21013 | 8/22/2008 |
| Woodside Via Ventura, LLC | Central District - Riverside | Affiliate | 08-21016 | 8/22/2008 |
| Woodside Vicinato, LLC | Central District - Riverside | Affiliate | 08-21017 | 8/22/2008 |
| Woodside Villa Palazzo, LLC | Central District - Riverside | Affiliate | 08-21018 | 8/22/2008 |
| Woodside Villa Palermo, LLC | Central District - Riverside | Affiliate | 08-21022 | 8/22/2008 |
| Woodside Vista Montana, LLC | Central District - Riverside | Affiliate | 08-20751 | 8/20/2008 |
| Woodside Walden, LLC | Central District - Riverside | Affiliate | 08-21024 | 8/22/2008 |
| Woodside Watson 308, LLC | Central District - Riverside | Affiliate | 08-21030 | 8/22/2008 |
| Woodside Weston Ranch, LLC | Central District - Riverside | Affiliate | 08-20753 | 8/20/2008 |
| Woodside Wildwood, LLC | Central District - Riverside | Affiliate | 08-21035 | 8/22/2008 |
| Woodside Willowbrook, LLC | Central District - Riverside | Affiliate | 08-21036 | 8/22/2008 |
| Woodside Wolf Creek 121, Inc. | Central District - Riverside | Affiliate | 08-21068 | 8/22/2008 |
| Woodside Wolf Creek 126, Inc. | Central District - Riverside | Affiliate | 08-21069 | 8/22/2008 |
| Woodside Wolf Creek 133, Inc. | Central District - Riverside | Affiliate | 08-21070 | 8/22/2008 |
| Woodside Wolf Creek 138, Inc. | Central District - Riverside | Affiliate | 08-21071 | 8/22/2008 |
| Woodside Wolf Creek 77, Inc. | Central District - Riverside | Affiliate | 08-21074 | 8/22/2008 |

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Verification of Creditor Mailing List - (Rev. 10/05)

Brian L. Davidoff 102654

Name

2005 USBC, Central District of California

MASTER MAILING LIST Verification Pursuant to Local Bankruptcy Rule 1007-2(d)

| les, CA 90067 |
|------------------|
| |
| SANKRUPTCY COURT |
| Case No.: |
| Chapter: 11 |
| |
| |
| 3 |

VERIFICATION OF CREDITOR MAILING LIST

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of <u>5</u> sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: 29 DECEMBER 2011

Date: 49

Hugh Scheffy Liquidating Trustee/Au

Hugh Scheffy, Liquidating Trustee/Authorized Representative

Signer/Title

Signature of Attorney

Brian L. Davidoff 102654 RUTTER HOBES & DAVIDOFF INCORPORATED

1901 Avenue of the Stars

Suite 1700

Los Angeles, CA 90067

310-286-1700 Fax: 310-286-1728

Danville Land Investments, LLC, a Nevada limited liabilit c/o Janas Consulting 201 S. Lake Avenue, Suite 302 Pasadena CA 91101-3023

Brian L. Davidoff RUTTER HOBBS & DAVIDOFF INCORPORATED 1901 Avenue of the Stars Suite 1700 Los Angeles, CA 90067

OFFICE OF THE UNITED STATES TRUSTEE 725 South Figueroa Street 26th Floor Los Angeles CA 90017

Amelia Walk Community Dev. District Attn: Sheryl Fulks, Assessment Roll 475 West Town Place, Suite 114 Saint Augustine FL 32092

Beus Gilbert PLLC 4800 N. Scottsdale Rd., Ste. 6000 Scottsdale AZ 85251-7630

Bingham Engineering 5225 Wiley Post Way, Ste. 200 Salt Lake City UT 84116

Brian C. Vail .
C/o Mark Harris, Esq.
Law Offices of Mark H. Harris
2207 J Street
Sacramento CA 95816

Christopher J. Hurst, P.A. 4776 Hodges Boulevard, Suite 206 Jacksonville FL 32224 City of Los Banos Water Department 520 J Street Los Banos CA 93635

City of Phoenix - Construction 200 W. Washington Street, 3rd Floor Phoenix AZ 85003-1611

Clary & Associates, Inc. 3830 Crown Point Road, Ste. A Jacksonville FL 32257

Coe and Van Loo Consultants, Inc. 4550 North 12th Street Phoenix AZ 85014-4291

County of Merced 2222 M Street Merced CA 95340

David and Brigitte Martinelli c/o Jacobs Scholz & Associates, LLC Attn: Richard J. Scholz 961687 Gateway Blvd., Suite 2011 Fernandina Beach FL 32034

David and Suzanne Wilkinson c/o Jacobs Scholz & Associates, LLC Attn: Richard J. Scholz 961687 Gateway Blvd., Suite 2011 Fernandina Beach FL 32034

Davis County Treasurer PO Box 618 Farmington UT 84025

Desierto Verde, LLC PO Box 10309 Scottsdale AZ 85271-0309

Elliott Homes, Inc. 1400 E. Southern Avenue, Ste. 720 Tempe AZ 85282

Lewis and Roca LLP 40 North Central Phoenix AZ 85004

Maricopa County Treasurer PO Box 52133
Phoenix AZ 85072-2133

Merced County Tax Collector 2222 M Street Merced CA 95340-3780

Nassau County Tax Collector 96135 Nassau Place, Ste. 5 Yulee FL 32097

Paul E. Conner & Patricia B. Conner c/o Jacobs Scholz & Associates, LLC Attn: Richard J. Scholz 961687 Gateway Blvd., Suite 2011 Fernandina Beach FL 32034

Pinal County 10 West Main Mesa AZ 85201 Placer Vineyards PO Box 180 Newcastle CA 95658

Rancho Murieta Comm. Svcs. Dist. 15160 Jackson Road Rancho Murieta CA 95683

Rancho Murieta Master Mktng. Assoc. 11249 Gold Country Blvd., Ste. 190 Gold River CA 95670

Rinehart Fetzer Simonsen & Booth PC 50 West Broadway, Ste. 1200 Salt Lake City UT 84101

Robert Barclay and Deborah Barclay c/o Jacobs Scholz & Associates, LLC Attn: Richard J. Scholz 961687 Gateway Blvd., Suite 2011 Fernandina Beach FL 32034

Silver Fern Management, LLC 1960 E. Baseline Road, Ste. 101 Tempe AZ 85283

Slater Hanifan Group 5740 S. Arville Street, #216 Las Vegas NV 89118

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State of Utah PO Box 146705 Salt Lake City UT 84114-6705

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Titus, Brueckner & Berry, PC 8355 E. Hartford Drive, #200 Scottsdale AZ 85255