

**United States Bankruptcy Court
Northern District of California**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Rincon Developers Phase II, 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):	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) 27-5410114	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): c/o David Kriozere 489 Harrison St., #306 San Francisco, CA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 94105	ZIP Code
County of Residence or of the Principal Place of Business: San Francisco	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):
ZIP Code	ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above):	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> 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.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <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.	
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <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	THIS SPACE IS FOR COURT USE ONLY
Estimated Assets <input checked="" 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 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	

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Rincon Developers Phase II, LLC</p>
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: Urban West Rincon Developers II, LLC	Case Number: 11-30924-DM	Date Filed: 3/09/11
District: Northern District of California	Relationship: Member/Affiliate	Judge: Honorable Dennis Montali

<p style="text-align: center;">Exhibit A</p> <p>(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.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>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).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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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(l)).

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

Name of Debtor(s):
Rincon Developers Phase II, 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 11 U.S.C. §1515 are attached.

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

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Heinz Binder
Signature of Attorney for Debtor(s)

Heinz Binder #87908
Printed Name of Attorney for Debtor(s)

Binder & Malter, LLP
Firm Name

2775 Park Avenue
Santa Clara, CA 95050

Address

(408) 295-1700 Fax: (408) 295-1531
Telephone Number

March 9, 2011
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

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

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

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ David Kriozere
Signature of Authorized Individual

David Kriozere
Printed Name of Authorized Individual

Vice President Of The Kriozere Corporation, et al
Title of Authorized Individual

March 9, 2011
Date

United States Bankruptcy Court
Northern District of California

In re Rincon Developers Phase II, LLC

Debtor(s)

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1)	(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>
Allied Fire Protection 555 High Street Oakland, CA 94601	Allied Fire Protection 555 High Street Oakland, CA 94601	Trade debt		50,000.00
Bovis Lend Lease Inc. 71 Stevenson St. # 800 San Francisco, CA 94105-2919	Bovis Lend Lease Inc. 71 Stevenson St. # 800 San Francisco, CA 94105-2919	Trade debt		41,890.30
CB Engineers 449 10th Street San Francisco, CA 94103	CB Engineers 449 10th Street San Francisco, CA 94103	Trade debt		13,150.24
Cliff Lowe Associates, Inc. 1175 Folsom Street San Francisco, CA 94103	Cliff Lowe Associates, Inc. 1175 Folsom Street San Francisco, CA 94103	Trade debt		3,698.97
Construction Analysts, Inc. 2225 Faraday Avenue Suite A Carlsbad, CA 92008	Construction Analysts, Inc. 2225 Faraday Avenue Suite A Carlsbad, CA 92008	Trade debt		14,955.00
Farella Braun & Martel 235 Montgomery St # 31 San Francisco, CA 94104-3159	Farella Braun & Martel 235 Montgomery St # 31 San Francisco, CA 94104-3159	Trade debt		10,914.54
FireStar Communications, Inc. 211 East Ontario Suite 700 Chicago, IL 60611	FireStar Communications, Inc. 211 East Ontario Suite 700 Chicago, IL 60611	Trade debt		29,548.47
Jaidin Consulting Group 205 13th St, Suite 3189 San Francisco, CA 94103	Jaidin Consulting Group 205 13th St, Suite 3189 San Francisco, CA 94103	Trade debt		2,349.28
Luce Forward Hamilton & Scripps 121 Spear Street, Suite 200 San Francisco, CA 94105	Luce Forward Hamilton & Scripps 121 Spear Street, Suite 200 San Francisco, CA 94105	Legal Fees		49,186.90
Marelich Mechanical Co., Inc. 24041 Amador Street Hayward, CA 94544-1201	Marelich Mechanical Co., Inc. 24041 Amador Street Hayward, CA 94544-1201	Trade debt		80,181.25

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(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>
North American Curtainwall 11600 49th Place, Suite A Mukilteo, WA 98275	North American Curtainwall 11600 49th Place, Suite A Mukilteo, WA 98275	Trade debt		3,689.00
Project Management Advisors, Inc. 150 South Wacker Drive Suite 670 Chicago, IL 60606	Project Management Advisors, Inc. 150 South Wacker Drive Suite 670 Chicago, IL 60606	Trade debt		190,801.31
Rolf Jensen & Associates, Inc. 2125 Oak Grove Road Suite 300 Walnut Creek, CA 94598	Rolf Jensen & Associates, Inc. 2125 Oak Grove Road Suite 300 Walnut Creek, CA 94598	Trade debt		2,500.00
SASCO 12900 Alondra Blvd. Cerritos, CA 90703	SASCO 12900 Alondra Blvd. Cerritos, CA 90703	Trade debt		66,250.00
Shenyang Yuanda Aluminum Industry No.20,13th Street Economic & Technological Dev. Zone China 110027	Shenyang Yuanda Aluminum Industry No.20,13th Street Economic & Technological Dev. Zone 110027	Trade debt		3,214.00
Solomon Cordell Buenz & Associates, Inc. 625 North Michigan Avenue, Suite 800 Chicago, IL 60611	Solomon Cordell Buenz & Associates, Inc. 625 North Michigan Avenue, Suite 800 Chicago, IL 60611	Trade debt		108,876.92
Treadwell & Rollo 555 Montgomery Street Suite 1300 San Francisco, CA 94111	Treadwell & Rollo 555 Montgomery Street Suite 1300 San Francisco, CA 94111	Trade debt		11,741.43
University of Western Ontario 1151 Richmond Street, Suite 2 London, Ontario Canada N6A 5B8	University of Western Ontario 1151 Richmond Street, Suite 2 London, Ontario N6A 5B8	Trade debt		4,500.00
URS Corporation Dept. 1028 P.O. Box 121028 Dallas, TX 75312-1028	URS Corporation Dept. 1028 P.O. Box 121028 Dallas, TX 75312-1028	Trade debt		1,854.00
Wilsey Ham 393 Vintage Park Dr. # 100 San Mateo, CA 94404-4808	Wilsey Ham 393 Vintage Park Dr. # 100 San Mateo, CA 94404-4808	Trade debt		16,563.43

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

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

I, the Vice President Of The Kriozere Corporation, et al 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 March 9, 2011

Signature /s/ David Kriozere
David Kriozere
Vice President Of The Kriozere Corporation, et al

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.

United States Bankruptcy Court
Northern District of California

In re **Rincon Developers Phase II, 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.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	4	45,000.00		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	2		38,006,585.12	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	7		710,031.54	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	6			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		23			
			Total Assets	45,000.00	
			Total Liabilities	38,716,616.66	

**United States Bankruptcy Court
Northern District of California**

In re Rincon Developers Phase II, 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)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

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

State the following:

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

In re Rincon Developers Phase II, LLC,
 Debtor

Case No. _____

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether 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
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None

Sub-Total > **0.00** (Total of this page)
 Total > **0.00**
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re Rincon Developers Phase II, LLC
 Debtor

Case No. _____

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 petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

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

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

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	X			
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			

Sub-Total > **0.00**
 (Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re Rincon Developers Phase II, LLC,
 Debtor

Case No. _____

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
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.		<p>0.1% General Partner in One Rincon Hill Phase II, LP:</p> <p>One Rincon Hill Phase II, LP owns the Phase II land at 401 Harrison, San Francisco FMV: \$39,600,000.00 (per November, 2006 appraisal) Estimated Liens: SP4: \$30,513,035.00 SP4/CBRE: \$7,493,550.12 Total: \$38,006,585.12</p> <p>Architectural drawings for subject property in final construction drawing state, estimate: \$5,400,000</p> <p>Total assets = \$45,000,000 0.1% = \$45,000</p> <p>(Although Debtor possesses a 0.1% interest in One Rincon Hill Phase II, LP, it appears the Debtor may not be entitled to receive an across the board 0.1% distribution from Limited Partnership proceeds, but is rather entitled to receive distributions pursuant to, and in accordance with, the distribution cascade contained in the Agreement of Limited Partnership of One Rincon Hill Phase II, LP. The exact value of Debtor's interest is therefore not certain.)</p>	-	45,000.00
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.	X			
			Sub-Total >	45,000.00
			(Total of this page)	

Sheet 1 of 3 continuation sheets attached to the Schedule of Personal Property

In re Rincon Developers Phase II, LLC,
Debtor

Case No. _____

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
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to 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 of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			

Sub-Total > **0.00**
(Total of this page)

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

In re Rincon Developers Phase II, LLC,
Debtor

Case No. _____

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
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			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	0.00
(Total of this page)	
Total >	45,000.00

(Report also on Summary of Schedules)

Sheet 3 of 3 continuation sheets attached to the Schedule of Personal Property

In re Rincon Developers Phase II, LLC

Case No. _____

Debtor

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, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

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

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" 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" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	Husband, Wife, Joint, or Community		CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
	C O D E B T O R	H W J C					
Account No.	X	-			X	7,493,550.12	7,448,550.12
SP4 Rincon II Lender, LP 515 South Flower Street, Suite 3100 Los Angeles, CA 90071							
Account No.						Notice Only	
CBRE Statagic III Holdings, LLC 865 South Figueroa St., 35th Floor Los Angeles, CA 90017						Notice Only	
Account No.						Notice Only	
CT Corporation System 818 West Seventh Street, 2nd Floor Los Angeles, CA 90017						Notice Only	
Account No.						Notice Only	
Proskauer Rose LLP Attn: Douglas B. Frank, Esq. 2049 Century Park East, 32nd Floor Los Angeles, CA 90067						Notice Only	
Subtotal						7,493,550.12	7,448,550.12
(Total of this page)							

1 continuation sheets attached

In re Rincon Developers Phase II, LLC,
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B T O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.	X -	0.1% General Partner in One Rincon Hill Phase II, LP: Total assets = \$45,000,000 0.1% = \$45,000			X		
SP4 Rincon II Lender, LP 515 South Flower Street, Suite 3100 Los Angeles, CA 90071							
Account No.		Representing: SP4 Rincon II Lender, LP				Notice Only	
CBRE Statagic III Holdings, LLC 865 South Figueroa St., 35th Floor Los Angeles, CA 90017							
Account No.		Representing: SP4 Rincon II Lender, LP				Notice Only	
CT Corporation System 818 West Seventh Street, 2nd Floor Los Angeles, CA 90017							
Account No.		Representing: SP4 Rincon II Lender, LP				Notice Only	
Proskauer Rose LLP Attn: Douglas B. Frank, Esq. 2049 Century Park East, 32nd Floor Los Angeles, CA 90067							
Account No.							
Subtotal (Total of this page)						30,513,035.00	30,513,035.00
Total (Report on Summary of Schedules)						38,006,585.12	37,961,585.12

Sheet 1 of 1 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Rincon Developers Phase II, LLC

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

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

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).

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

In re Rincon Developers Phase II, LLC,
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			Notice Only					
Franchise Tax Board Bankruptcy Unit P. O. Box 2952 Sacramento, CA 95812	-						0.00	0.00
Account No.			Notice Only					
Internal Revenue Service [San Francisco Cases] Insolvency 450 Golden Gate Ave. San Francisco, CA 94102	-						0.00	0.00
Account No.			Notice Only					
San Francisco Tax Collector Secured Property Tax P.O. Box 7426 San Francisco, CA 94120-7426	-						0.00	0.00
Account No.								
Account No.								

Sheet 1 of 1 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Total of this page)

Total
(Report on Summary of Schedules)

0.00	0.00
0.00	0.00

In re Rincon Developers Phase II, LLC
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

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

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C					
Account No. Allied Fire Protection 555 High Street Oakland, CA 94601	X	-					50,000.00
Account No. Bovis Lend Lease Inc. 71 Stevenson St. # 800 San Francisco, CA 94105-2919	X	-					41,890.30
Account No. CB Engineers 449 10th Street San Francisco, CA 94103	X	-					13,150.24
Account No. Cliff Lowe Associates, Inc. 1175 Folsom Street San Francisco, CA 94103	X	-					3,698.97
Subtotal (Total of this page)							108,739.51

6 continuation sheets attached

In re Rincon Developers Phase II, LLC,
Debtor

Case No. _____

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Construction Analysts, Inc. 2225 Faraday Avenue Suite A Carlsbad, CA 92008	X -		Trade debt				14,955.00	
Account No. Corporate Service Company 2711 Centerville Road, Suite 400 Wilmington, DE 19808	X -		Trade debt				0.00	
Account No. Delaware Secretary of State 401 Federal St #3 Dover, DE 19901	X -		Trade debt				200.00	
Account No. Farella Braun & Martel 235 Montgomery St # 31 San Francisco, CA 94104-3159	X -		Trade debt				10,914.54	
Account No. FireStar Communications, Inc. 211 East Ontario Suite 700 Chicago, IL 60611	X -		Trade debt				29,548.47	
Sheet no. <u>1</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	55,618.01

In re Rincon Developers Phase II, LLC,
Debtor

Case No. _____

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C						
Account No. Jack Moehle 3444 Echo Springs Road Lafayette, CA 94549	X -		Trade debt				844.75	
Account No. Jaidin Consulting Group 205 13th St, Suite 3189 San Francisco, CA 94103	X -		Trade debt				2,349.28	
Account No. John P. Lucy, An Accountancy Corp. 113 West G Street, No. 331 San Diego, CA 92101	X -		Trade debt				750.00	
Account No. Luce Forward Hamilton & Scripps 121 Spear Street, Suite 200 San Francisco, CA 94105	X -		Legal Fees				49,186.90	
Account No. Luce Forward Hamilton & Scripps 600 West Broadway, Suite 2600 San Diego, CA 92101			Representing: Luce Forward Hamilton & Scripps				Notice Only	
Sheet no. <u>2</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	53,130.93

In re Rincon Developers Phase II, LLC, Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Magnusson Klemencic Associates 1301 5th Ave # 3200 Seattle, WA 98101-2614	X -		Trade debt				1,181.00	
Account No. Marelch Mechanical Co., Inc. 24041 Amador Street Hayward, CA 94544-1201	X -		Trade debt				80,181.25	
Account No. North American Curtainwall 11600 49th Place, Suite A Mukilteo, WA 98275	X -		Trade debt				3,689.00	
Account No. Project Management Advisors, Inc. 150 South Wacker Drive Suite 670 Chicago, IL 60606	X -		Trade debt				190,801.31	
Account No. Project Management Advisors, Inc. 90 New Montgomery Street Suite 315 San Francisco, CA 94105			Representing: Project Management Advisors, Inc.				Notice Only	
Sheet no. <u>3</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	275,852.56

In re Rincon Developers Phase II, LLC, Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. Project Management Advisors, Inc. 400 Oyster Point Suite 336 South San Francisco, CA 94080							Notice Only
Account No. Rolf Jensen & Associates, Inc. 2125 Oak Grove Road Suite 300 Walnut Creek, CA 94598	X -		Trade debt				2,500.00
Account No. SASCO 12900 Alondra Blvd. Cerritos, CA 90703	X -		Trade debt				66,250.00
Account No. SASCO 490 2nd Street, Suite 100A San Francisco, CA 94107			Representing: SASCO				Notice Only
Account No. Shenyang Yuanda Aluminum Industry No.20,13th Street Economic & Technological Dev. Zone China 110027	X -		Trade debt				3,214.00
Subtotal (Total of this page)							71,964.00

Sheet no. 4 of 6 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re Rincon Developers Phase II, LLC,
Debtor

Case No. _____

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
Account No. Simpson Gumpertz & Heger The Landmark One Market Street, Suite 600 San Francisco, CA 94105	X -		Trade debt				1,190.75	
Account No. Solomon Cordell Buenz & Associates, Inc. 625 North Michigan Avenue, Suite 800 Chicago, IL 60611	X -		Trade debt				108,876.92	
Account No. Solomon Cordwell Buenz & Associates, Inc 16 Maiden Lane, 4th Floor San Francisco, CA 94108			Representing: Solomon Cordell Buenz & Associates, Inc.				Notice Only	
Account No. Swinerton Builders 260 Townsend Street San Francisco, CA 94107-1790	X -		Trade debt				0.00	
Account No. Treadwell & Rollo 555 Montgomery Street Suite 1300 San Francisco, CA 94111	X -		Trade debt				11,741.43	
Sheet no. <u>5</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	121,809.10

In re Rincon Developers Phase II, LLC, Case No. _____
 Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
Account No. University of Western Ontario 1151 Richmond Street, Suite 2 London, Ontario Canada N6A 5B8	X	-	Trade debt				4,500.00	
Account No. URS Corporation Dept. 1028 P.O. Box 121028 Dallas, TX 75312-1028	X	-	Trade debt				1,854.00	
Account No. URS Corporation 122 South Michigan Avenue Suite 1920 Chicago, IL 60603			Representing: URS Corporation				Notice Only	
Account No. URS Corporation 1333 Broadway Suite 800 Oakland, CA 94612			Representing: URS Corporation				Notice Only	
Account No. Wilsey Ham 393 Vintage Park Dr. # 100 San Mateo, CA 94404-4808	X	-	Trade debt				16,563.43	
Sheet no. <u>6</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	22,917.43
							Total (Report on Summary of Schedules)	710,031.54

In re Rincon Developers Phase II, LLC,
 Debtor

Case No. _____

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.
<p>One Rincon Development LLC 6335 El Camino Del Teatro La Jolla, CA 92037</p>	<p>Cost-Sharing Agreement between One Rincon Hill Phase II, LLC (now One Rincon Hill Phase II, LP) and One Rincon Development LLC</p> <p>(Debtor is general partner of One Rincon Hill Phase II, LP)</p>
<p>One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037</p>	<p>Limited Partnership Agreement (Debtor has 0.1% interest in this partnership and is the general partner for One Rincon Hill Phase II, LP)</p>

In re Rincon Developers Phase II, LLC

Case No. _____

Debtor

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

 Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Allied Fire Protection 555 High Street Oakland, CA 94601
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Bovis Lend Lease Inc. 71 Stevenson St. # 800 San Francisco, CA 94105-2919
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	CB Engineers 449 10th Street San Francisco, CA 94103
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Cliff Lowe Associates, Inc. 1175 Folsom Street San Francisco, CA 94103
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Construction Analysts, Inc. 2225 Faraday Avenue Suite A Carlsbad, CA 92008
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Corporate Service Company 2711 Centerville Road, Suite 400 Wilmington, DE 19808
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Delaware Secretary of State 401 Federal St #3 Dover, DE 19901
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Farella Braun & Martel 235 Montgomery St # 31 San Francisco, CA 94104-3159
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	FireStar Communications, Inc. 211 East Ontario Suite 700 Chicago, IL 60611
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Jack Moehle 3444 Echo Springs Road Lafayette, CA 94549
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Jaidin Consulting Group 205 13th St, Suite 3189 San Francisco, CA 94103

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	John P. Lucy, An Accountancy Corp. 113 West G Street, No. 331 San Diego, CA 92101
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Luce Forward Hamilton & Scripps 121 Spear Street, Suite 200 San Francisco, CA 94105
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Magnusson Klemencic Associates 1301 5th Ave # 3200 Seattle, WA 98101-2614
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Marelich Mechanical Co., Inc. 24041 Amador Street Hayward, CA 94544-1201
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	North American Curtainwall 11600 49th Place, Suite A Mukilteo, WA 98275
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Project Management Advisors, Inc. 150 South Wacker Drive Suite 670 Chicago, IL 60606
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Rolf Jensen & Associates, Inc. 2125 Oak Grove Road Suite 300 Walnut Creek, CA 94598
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	SASCO 12900 Alondra Blvd. Cerritos, CA 90703
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Shenyang Yuanda Aluminum Industry No.20,13th Street Economic & Technological Dev. Zone China 110027
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Simpson Gumpertz & Heger The Landmark One Market Street, Suite 600 San Francisco, CA 94105
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Solomon Cordell Buenz & Associates, Inc. 625 North Michigan Avenue, Suite 800 Chicago, IL 60611
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Swinerton Builders 260 Townsend Street San Francisco, CA 94107-1790

In re Rincon Developers Phase II, LLC

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Treadwell & Rollo 555 Montgomery Street Suite 1300 San Francisco, CA 94111
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	University of Western Ontario 1151 Richmond Street, Suite 2 London, Ontario Canada N6A 5B8
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	URS Corporation Dept. 1028 P.O. Box 121028 Dallas, TX 75312-1028
One Rincon Hill Phase II, LP 6335 El Camino Del Teatro La Jolla, CA 92037	Wilsey Ham 393 Vintage Park Dr. # 100 San Mateo, CA 94404-4808
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	SP4 Rincon II Lender, LP 515 South Flower Street, Suite 3100 Los Angeles, CA 90071
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	SP4 Rincon II Lender, LP 515 South Flower Street, Suite 3100 Los Angeles, CA 90071
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Allied Fire Protection 555 High Street Oakland, CA 94601
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Bovis Lend Lease Inc. 71 Stevenson St. # 800 San Francisco, CA 94105-2919
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	CB Engineers 449 10th Street San Francisco, CA 94103
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Cliff Lowe Associates, Inc. 1175 Folsom Street San Francisco, CA 94103

In re Rincon Developers Phase II, LLC

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Construction Analysts, Inc. 2225 Faraday Avenue Suite A Carlsbad, CA 92008
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Corporate Service Company 2711 Centerville Road, Suite 400 Wilmington, DE 19808
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Delaware Secretary of State 401 Federal St #3 Dover, DE 19901
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Farella Braun & Martel 235 Montgomery St # 31 San Francisco, CA 94104-3159
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	FireStar Communications, Inc. 211 East Ontario Suite 700 Chicago, IL 60611
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Jack Moehle 3444 Echo Springs Road Lafayette, CA 94549
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Jaidin Consulting Group 205 13th St, Suite 3189 San Francisco, CA 94103
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	John P. Lucy, An Accountancy Corp. 113 West G Street, No. 331 San Diego, CA 92101
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Luce Forward Hamilton & Scripps 121 Spear Street, Suite 200 San Francisco, CA 94105
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Magnusson Klemencic Associates 1301 5th Ave # 3200 Seattle, WA 98101-2614

In re Rincon Developers Phase II, LLC

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Marelch Mechanical Co., Inc. 24041 Amador Street Hayward, CA 94544-1201
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	North American Curtainwall 11600 49th Place, Suite A Mukilteo, WA 98275
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Project Management Advisors, Inc. 150 South Wacker Drive Suite 670 Chicago, IL 60606
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Rolf Jensen & Associates, Inc. 2125 Oak Grove Road Suite 300 Walnut Creek, CA 94598
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	SASCO 12900 Alondra Blvd. Cerritos, CA 90703
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Shenyang Yuanda Aluminum Industry No.20,13th Street Economic & Technological Dev. Zone China 110027
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Simpson Gumpertz & Heger The Landmark One Market Street, Suite 600 San Francisco, CA 94105
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Solomon Cordell Buenz & Associates, Inc. 625 North Michigan Avenue, Suite 800 Chicago, IL 60611
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Swinerton Builders 260 Townsend Street San Francisco, CA 94107-1790
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Treadwell & Rollo 555 Montgomery Street Suite 1300 San Francisco, CA 94111

In re Rincon Developers Phase II, LLC,
Debtor

Case No. _____

SCHEDULE H - CODEBTORS
(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	University of Western Ontario 1151 Richmond Street, Suite 2 London, Ontario Canada N6A 5B8
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	URS Corporation Dept. 1028 P.O. Box 121028 Dallas, TX 75312-1028
Urban West Rincon Developers II, LLC c/o David Kriozere 489 Harrison St., #306 San Francisco, CA 94105	Wilsey Ham 393 Vintage Park Dr. # 100 San Mateo, CA 94404-4808

**United States Bankruptcy Court
Northern District of California**

In re **Rincon Developers Phase II, LLC**

Debtor(s)

Case No. _____

Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Vice President Of The Kriozere Corporation, et al of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **25** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **March 9, 2011**

Signature **/s/ David Kriozere**

David Kriozere

Vice President Of The Kriozere Corporation, et al

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.

**United States Bankruptcy Court
Northern District of California**

In re Rincon Developers Phase II, LLC,
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Urban West Rincon Developers II, LLC 489 Harrison St., #306 San Francisco, CA 94105			100% Member

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Vice President Of The Kriozere Corporation, et al of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date March 9, 2011

Signature /s/ David Kriozere
David Kriozere
Vice President Of The Kriozere Corporation, et al

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.

**United States Bankruptcy Court
Northern District of California**

In re **Rincon Developers Phase II, LLC**

Debtor(s)

Case No. _____

Chapter **11**

CREDITOR MATRIX COVER SHEET

I declare that the attached Creditor Mailing Matrix, consisting of **6** sheets, contains the correct, complete and current names and addresses of all priority, secured and unsecured creditors listed in debtor's filing and that this matrix conforms with the Clerk's promulgated requirements.

Date: **March 9, 2011**

/s/ Heinz Binder

Signature of Attorney

Heinz Binder #87908

Binder & Malter, LLP

2775 Park Avenue

Santa Clara, CA 95050

(408) 295-1700 Fax: (408) 295-1531

Allied Fire Protection
555 High Street
Oakland, CA 94601

Bovis Lend Lease Inc.
71 Stevenson St. # 800
San Francisco, CA 94105-2919

CB Engineers
449 10th Street
San Francisco, CA 94103

CBRE Stategic III Holdings, LLC
865 South Figueroa St., 35th Floor
Los Angeles, CA 90017

Cliff Lowe Associates, Inc.
1175 Folsom Street
San Francisco, CA 94103

Construction Analysts, Inc.
2225 Faraday Avenue
Suite A
Carlsbad, CA 92008

Corporate Service Company
2711 Centerville Road, Suite 400
Wilmington, DE 19808

CT Corporation System
818 West Seventh Street, 2nd Floor
Los Angeles, CA 90017

Delaware Secretary of State
401 Federal St #3
Dover, DE 19901

Farella Braun & Martel
235 Montgomery St # 31
San Francisco, CA 94104-3159

FireStar Communications, Inc.
211 East Ontario
Suite 700
Chicago, IL 60611

Franchise Tax Board
Bankruptcy Unit
P. O. Box 2952
Sacramento, CA 95812

Internal Revenue Service
[San Francisco Cases]
Insolvency
450 Golden Gate Ave.
San Francisco, CA 94102

Jack Moehle
3444 Echo Springs Road
Lafayette, CA 94549

Jaidin Consulting Group
205 13th St, Suite 3189
San Francisco, CA 94103

John P. Lucy, An Accountancy Corp.
113 West G Street, No. 331
San Diego, CA 92101

Luce Forward Hamilton & Scripps
121 Spear Street, Suite 200
San Francisco, CA 94105

Luce Forward Hamilton & Scripps
600 West Broadway, Suite 2600
San Diego, CA 92101

Magnusson Klemencic Associates
1301 5th Ave # 3200
Seattle, WA 98101-2614

Marelich Mechanical Co., Inc.
24041 Amador Street
Hayward, CA 94544-1201

North American Curtainwall
11600 49th Place, Suite A
Mukilteo, WA 98275

One Rincon Hill Phase II, LP
6335 El Camino Del Teatro
La Jolla, CA 92037

Project Management Advisors, Inc.
150 South Wacker Drive
Suite 670
Chicago, IL 60606

Project Management Advisors, Inc.
90 New Montgomery Street
Suite 315
San Francisco, CA 94105

Project Management Advisors, Inc.
400 Oyster Point
Suite 336
South San Francisco, CA 94080

Proskauer Rose LLP
Attn: Douglas B. Frank, Esq.
2049 Century Park East, 32nd Floor
Los Angeles, CA 90067

Rolf Jensen & Associates, Inc.
2125 Oak Grove Road
Suite 300
Walnut Creek, CA 94598

San Francisco Tax Collector
Secured Property Tax
P.O. Box 7426
San Francisco, CA 94120-7426

SASCO
12900 Alondra Blvd.
Cerritos, CA 90703

SASCO
490 2nd Street, Suite 100A
San Francisco, CA 94107

Shenyang Yuanda Aluminum Industry
No.20,13th Street
Economic & Technological Dev. Zone
China
110027

Simpson Gumpertz & Heger
The Landmark
One Market Street, Suite 600
San Francisco, CA 94105

Solomon Cordell Buenz & Associates, Inc.
625 North Michigan Avenue, Suite 800
Chicago, IL 60611

Solomon Cordwell Buenz & Associates, Inc
16 Maiden Lane, 4th Floor
San Francisco, CA 94108

SP4 Rincon II Lender, LP
515 South Flower Street, Suite 3100
Los Angeles, CA 90071

Swinerton Builders
260 Townsend Street
San Francisco, CA 94107-1790

Treadwell & Rollo
555 Montgomery Street
Suite 1300
San Francisco, CA 94111

University of Western Ontario
1151 Richmond Street, Suite 2
London, Ontario
Canada
N6A 5B8

Urban West Rincon Developers II, LLC
c/o David Kriozere
489 Harrison St., #306
San Francisco, CA 94105

Urban West Rincon Developers II, LLC
489 Harrison St., #306
San Francisco, CA 94105

URS Corporation
Dept. 1028
P.O. Box 121028
Dallas, TX 75312-1028

URS Corporation
122 South Michigan Avenue
Suite 1920
Chicago, IL 60603

URS Corporation
1333 Broadway Suite 800
Oakland, CA 94612

Wilsey Ham
393 Vintage Park Dr. # 100
San Mateo, CA 94404-4808