

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Southern District of California

In re Briarwood Capital, 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>
Gordon & Holmes 223 W. Date St. San Diego, CA 92101		Contingent legal fee	Unliquidated, contingent	Unknown
HCC Investors, LLC c/o O'Melveny & Myers LLP 1999 Ave. of the Stars, 7th Fl Los Angeles, CA 90067-6035		Litigation claim	Unliquidated, disputed, contingent, subject to setoff	Unknown
Lennar Bridges, LLC c/o O'Melveny & Myers LLP 1999 Ave. of the Stars, 7th Fl Los Angeles, CA 90067-6035		Litigation claim	Unliquidated, disputed, contingent, subject to setoff	Unknown
Lennar Land Partners II c/o O'Melveny & Myers LLP 1999 Ave. of the Stars, 7th Fl Los Angeles, CA 90067-6035		Litigation claim	Unliquidated, disputed, contingent, subject to setoff	Unknown
Lennar San Jose Holdings, Inc. c/o O'Melveny & Myers LLP 1999 Ave. of the Stars, 7th Fl Los Angeles, CA 90067-6035		Litigation claim	Unliquidated, disputed, contingent, subject to setoff	Unknown
LLP II HCC Holdings, LLC c/o O'Melveny & Myers LLP 1999 Ave. of the Stars, 7th Fl Los Angeles, CA 90067-6035		Litigation claim	Unliquidated, disputed, contingent, subject to setoff	Unknown
Cooley Godward Kronish 4401 Eastgate Mall San Diego, CA 92121-1909		Legal Expenses		580,364.58

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(Continuation Sheet)

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American Lawyers Funding, Inc. 2100 Palomar Airport Rd. Suite 214 Carlsbad, CA 92011		Loan		525,000.00
LECG, LLC P.O. Box 952423 St. Louis, MO 63195-2423		Legal Expenses		400,000.00
Vantage Law Group 600 W. Broadway, Ste. 950 San Diego, CA 92101		Legal Expenses	Disputed	241,551.29
Shook Hardy & Bacon Attn: Accounting P.O. Box 413635 Kansas City, MO 64141-3635		Legal Expenses		181,776.40
Navigant Consulting One Market St., Ste. 1200 San Francisco, CA 94105		Legal Expenses		101,328.28
Citi Business Card P.O. Box 688901 Des Moines, IA 50368-8901		Credit Card		87,733.97
GAFCON, Inc. 701 B St., Ste. 1600 San Diego, CA 92101		Legal Expenses		79,417.95
U.S. Bank P.O. Box 790408 Saint Louis, MO 63179-0408		Credit Card		73,677.70
Sullivan Hill Lewin Rez etc. 550 West C St., Ste. 1500 San Diego, CA 92101		Legal Expenses		60,000.00
Market Pointe Realty Advisors 1901 First Ave., Ste. 219 San Diego, CA 92101		Legal Expenses		50,323.64

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First Bankcard P.O. Box 2818 Omaha, NE 68103-2818		Credit Card		44,619.74
TERIS 655 W. Broadway, Ste. 200 San Diego, CA 92101		Legal Expenses		39,530.66
Brodshatzer Wallace Spoon Yip 555 W. Beech St., Ste. 400 San Diego, CA 92101		Legal Expenses		35,924.87

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

I, the Managing Member 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 1-23-10

Signature 
Nicolas Marsch III
Managing Member

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.