

B1 (Official Form 1)(1/08)

United States Bankruptcy Court Eastern District of North Carolina-Wilson Division		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Cape Fear Bank Corporation		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): FDBA Bank of Wilmington Corporation		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) 20-3035898		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): PO Box 97157 Raleigh, NC <div style="text-align: right; margin-right: 50px;">ZIP Code 27624</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: New Hanover		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
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.
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 \$2,190,000. Check all applicable boxes: <input checked="" 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).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
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		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" 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): Cape Fear Bank Corporation</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: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<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 checked="" 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><input checked="" type="checkbox"/> _____ 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):
Cape Fear Bank Corporation

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/ Trawick H. Stubbs, Jr.
Signature of Attorney for Debtor(s)

Trawick H. Stubbs, Jr. 4221
Printed Name of Attorney for Debtor(s)

Stubbs & Perdue, P.A.
Firm Name
PO Box 1654
New Bern, NC 28563

Address

252-633-2700
Telephone Number

June 23, 2009
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/ Ralph Strayhorn
Signature of Authorized Individual

Ralph Strayhorn
Printed Name of Authorized Individual

President and CEO
Title of Authorized Individual

June 23, 2009
Date

**RESOLUTIONS OF THE BOARD OF DIRECTORS
OF CAPE FEAR BANK CORPORATION**

“WHEREAS, the Board of Directors of Cape Fear Bank Corporation, a North Carolina corporation (the “Company”), has evaluated the Company’s alternatives in connection with the winding down of its operations and has determined that the filing of a voluntary petition for relief (the “Petition”) under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) is in the best interests of the Company;

“RESOLVED, that the Company shall be, and hereby is authorized to file a Petition for relief under Title 11 of the United States Bankruptcy Code, in the Eastern District of North Carolina (the “Bankruptcy Court”) and perform any and all such acts as are reasonable, advisable, expedient, convenient, proper, or necessary to effect any of the foregoing;

“FURTHER RESOLVED, that the chief executive officer, any independent contractors hired by the Company, or any other such person designated by the Company shall be, and each of them, acting alone, hereby is, authorized, directed and empowered on behalf of, and in the name of, the Company to: execute, acknowledge, deliver, and verify the Petition and all other ancillary documents, and cause the Petition to be filed with the Bankruptcy Court and make or cause to be made prior to execution thereof any modifications to the Petition or ancillary documents as deemed necessary or desirable to carry out the intent and accomplish the purposes of these resolutions; (b) execute, acknowledge, deliver, verify, and file or cause to be filed all petition, schedules, statements, lists, motions, applications, and other papers or documents necessary or desirable in connection with the foregoing; and (c) execute, acknowledge, deliver, and verify any and all other documents necessary or appropriate in connection therewith or to administer the Company’s chapter 11 case in such form;

“FURTHER RESOLVED, that the Company shall be, and is, authorized, directed and empowered to retain, on behalf of the Company the following professionals: (a) Stubbs & Perdue, P.A., as attorneys for the Company; (b) Gaeta & Eveson, P.A., as special counsel for the Company; (c) Dixon Hughes, PLLC, as accountants for the Company; and (d) such additional professionals or independent contractors, including attorneys, accountants, financial advisors, investment bankers, actuaries, consultants or brokers, as may be necessary in connection with the Company’s chapter 11 case and other related matters, on such terms as such officer or officers shall approve;

“FURTHER RESOLVED, that, the Chairman of the Board of Directors, or his designees shall be, and each of them, acting alone, hereby is, authorized, directed and empowered, in the name of, and on behalf of, the Company, to take or cause to be taken any and all such further actions, to execute, acknowledge, deliver and verify any and all such agreements, certificates, instruments, amendments and other documents and to pay

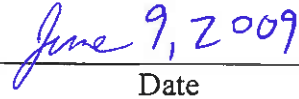
all expenses, including filing fees, in each case as shall be necessary or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein;

“FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken or to be taken by the Company in connection with the implementation of these resolutions in all respects are hereby ratified, confirmed, and approved; and

“FURTHER RESOLVED, that the Chairman of the Board of Directors is hereby authorized to certify and deliver, to any person to whom such certification and delivery may be deemed necessary or appropriate in the opinion of the Company or its legal counsel, a true copy of the foregoing resolutions.”



W. Lee Crouch, Jr.,
Chairman, Board of Directors



Date

**United States Bankruptcy Court
Eastern District of North Carolina-Wilson Division**

In re Cape Fear Bank Corporation, Debtor Case No. _____
Chapter 11

Exhibit "A" to Voluntary Petition

- If any of debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 000-51513.
- The following financial data is the latest available information and refers to debtor's condition on 4/20/09.

a. Total assets	\$ <u>1,240,202.13</u>	
b. Total debts (including debts listed in 2.c.,below)	\$ <u>10,432,781.98</u>	
c. Debt securities held by more than 500 holders.		Approximate number of holders
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
secured / / unsecured / / subordinated / /	\$ <u>0.00</u>	<u>0</u>
d. Number of shares of preferred stock	<u>0</u>	<u>0</u>
e. Number of shares of common stock	<u>3,841,785</u>	<u>0</u>

Comments, if any:
Share of common stock outstanding at of 11/18/08

- Brief description of debtor's business:
bank holding company
- List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:
The Banc Funds Company, LLC - 5.17%
Maurice J. Koury - 8.82%
River Oaks Capital, LLC - 8.93%
Sandler O'Neill Asset Management, LLC - 7.18%

B4 (Official Form 4) (12/07) - Cont.

In re Cape Fear Bank Corporation
Debtor(s)

Case No. _____

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>

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

I, the President and CEO 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 June 23, 2009

Signature /s/ Ralph Strayhorn
Ralph Strayhorn
President and CEO

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.

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

**United States Bankruptcy Court
Eastern District of North Carolina-Wilson Division**

In re Cape Fear Bank Corporation,
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	3	473,852.12		
C - Property Claimed as Exempt	Yes	3			
D - Creditors Holding Secured Claims	Yes	1		0.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	1		10,560,000.00	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
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		12			
Total Assets			473,852.12		
Total Liabilities				10,560,000.00	

**United States Bankruptcy Court
Eastern District of North Carolina-Wilson Division**

In re Cape Fear Bank Corporation,
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)		

B6A (Official Form 6A) (12/07)

In re Cape Fear Bank Corporation, 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

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

In re Cape Fear Bank Corporation, 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 petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

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

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

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Deposit account at First Federal Savings and Loan Association of Charleston	-	466,541.57
3. Security deposits with public utilities, telephone companies, landlords, and others.		Legal Retainer - Gaeta & Eveson, P.A. Trust Account	-	7,310.55
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.		D&O SelectPlus Insurance Policy with Zurich Insurance Policy No. DOP 0001693 08 (\$3 million limit)	-	Unknown
10. Annuities. Itemize and name each issuer.	X			
Sub-Total >				473,852.12
(Total of this page)				

2 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Cape Fear Bank Corporation, Debtor Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON 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.		Investment in statutory trust special purpose financing subsidiary (estimated book value is \$310,000.00 - unlikely to be realized)	-	Unknown
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Trust preferred dividend (estimate book value is \$4,465.00 - unlikely to be realized)	-	0.00
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.		Tax sharing payment from Cape Fear Bank (estimated book value is \$637,600.00 - unlikely to be realized)	-	0.00
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			

Sub-Total > 0.00
(Total of this page)

Sheet 1 of 2 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Cape Fear Bank Corporation, Debtor Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON 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
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.		Possible Tax Refund	-	Unknown
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
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 > 473,852.12
(Report also on Summary of Schedules)

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

In re Cape Fear Bank Corporation 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 \$10,950* 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 \$5,400* 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 \$2,425* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

0 continuation sheets attached

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

In re Cape Fear Bank Corporation, Case No. _____
 Debtor

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. Creditor #: 1 BKWW Statutory Trust I c/o Wilmington Trust Co 1100 North Market St Wilmington, DE 19890-1600		Capital financing				10,310,000.00
Account No. Creditor #: 2 J. Cameron Coburn c/o Michael C Lord, Atty 3200 Beachleaf Ct Raleigh, NC 27604	X	Statutory amount allowed by Section 502(b)(7)		X		250,000.00
Account No.						
Account No.						
Subtotal (Total of this page)						10,560,000.00
Total (Report on Summary of Schedules)						10,560,000.00

0 continuation sheets attached

B6G (Official Form 6G) (12/07)

In re Cape Fear Bank Corporation, 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.
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B6H (Official Form 6H) (12/07)

In re Cape Fear Bank Corporation, Debtor Case No. _____

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
FDIC Receiver Cape Fear Bnk Attn: Andrew Gilbert, Atty 3501 N Fairfax Dr VSE7124 Arlington, VA 22226	J. Cameron Coburn c/o Michael C Lord, Atty 3200 Beachleaf Ct Raleigh, NC 27604

0 continuation sheets attached to Schedule of Codebtors

B6 Declaration (Official Form 6 - Declaration). (12/07)

**United States Bankruptcy Court
Eastern District of North Carolina-Wilson Division**

In re Cape Fear Bank Corporation Debtor(s) Case No. _____ Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President and CEO 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 14 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date June 23, 2009 Signature /s/ Ralph Strayhorn
Ralph Strayhorn
President and CEO

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.

B7 (Official Form 7) (12/07)

**United States Bankruptcy Court
Eastern District of North Carolina-Wilson Division**

In re Cape Fear Bank Corporation Debtor(s) Case No. _____ Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

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

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

DEFINITIONS

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

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

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$0.00	2009 YTD
\$0.00	1/1/08 - 12/31/08
\$0.00	1/1/07 - 12/31/07

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$500,000.00	1/1/08 - 12/31/08 (Dividends from Cape Fear Bank)

3. Payments to creditors

None **Complete a. or b., as appropriate, and c.**

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

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
NC Dept of Revenue Attn: Managing Agent PO Box 25000 Raleigh, NC 27640	3/13/09	\$45,025.00	\$0.00
Hogan & Hartson LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004	3/20/09	\$57,971.32	\$0.00
Hogan & Hartson LLP Columbia Square 555 Thirteenth Street, NW Washington, DC 20004	4/14/09	\$42,216.20	\$0.00
Gaeta & Eveson, P.A. 8305 Falls of Neuse Road, Suite 203 Raleigh, NC 27615	4/16/09	\$25,000.00	\$0.00
Community Bank Services PO Box 19999 Raleigh, NC 27619-9916	5/7/09	\$30,005.00	\$0.00

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
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None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
FDIC and North Carolina Commissioner of Banks	4/10/09	100% issued and outstanding common stock of Cape Fear Bank \$29,631,994 (book value)

5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

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

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

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

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

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

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

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

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Stubbs & Perdue, P.A. PO Box 1654 New Bern, NC 28563-1654	6/18/09	\$26,039.00

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

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

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

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

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

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

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

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

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

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

ADDRESS 1117 Military Cutoff Road Wilmington, NC 28405	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

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

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

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

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

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

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

- None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
NAME				

- None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

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

NAME AND ADDRESS	DATES SERVICES RENDERED
Betty Norris	All times during the two years preceding the filing of petition
Kirstin Wooddell	All times during the two years preceding the filing of petition
Brenda Spooner	All times during the two years preceding filing the petition

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

NAME	ADDRESS	DATES SERVICES RENDERED
Dixon Hughes PLLC	1003 Red Banks Road Greenville, NC 27858	2007

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

NAME	ADDRESS
Betty Norris	

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

NAME AND ADDRESS	DATE ISSUED
Securities and Exchange Commission	11/14/08
NASDAQ	11/14/08

20. Inventories

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

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)

None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS

21 . Current Partners, Officers, Directors and Shareholders

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

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST

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

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Ralph N. Strayhorn	President/CEO/Director	0.05% stock ownership
A. Mark Tyler	Chief Banking Officer	0.23% stock ownership
Lynn M. Burney	Sr. Vice President/COO	1.22% stock ownership
R. James MacLaren	Sr. Vice President	0.64% stock ownership
Michelle L. Southerland	Vice President/Secretary	

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Walter Lee Crouch, Jr.	Director/Chairman	2.71% stock ownership
David G. Lucht	Director	Less than 0.01% stock ownership
James S. Mahan, III	Director	Less than 0.01% stock ownership
Becky Parker O'Daniell	Director	Less than 0.01% stock ownership
Scott C. Sullivan	Director	0.03% stock ownership
Walter O. Winter	Director	0.88% stock ownership
The Banc Funds Company, LLC 20 N Wacker Dr, Suite 3300 Chicago, IL 60606		5.17% stock ownership
Maurice J. Koury PO Box 850 Burlington, NC 27216		8.82% stock ownership
River Oaks Capital, LLC 1905 E Wayzata Blvd Ste 140 Wayzata, MN 55391		8.93% stock ownership
Sandler O'Neill Asset Mgmt, LLC 780 Third Ave, 5th Floor New York, NY 10017		7.18% stock ownership

22 . Former partners, officers, directors and shareholders

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

NAME ADDRESS DATE OF WITHDRAWAL

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

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
J. Cameron Coburn	Director/CEO/Chairman/President	9/19/08
Windell Daniels	Director	April 2008
Jerry D. Sellars	Director	August 2008
Craig S. Relan	Director	December 2008
Betty Norris	Sr. Vice President/Treasurer/CFO	6/20/09

23 . Withdrawals from a partnership or distributions by a corporation

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

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Ralph N. Strayhorn President/CEO/Director/Shareholder	Salary for May & June, 2009	\$16,000.00

24. Tax Consolidation Group.

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

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
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25. Pension Funds.

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

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date June 23, 2009

Signature /s/ Ralph Strayhorn
Ralph Strayhorn
President and CEO

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

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

**United States Bankruptcy Court
Eastern District of North Carolina-Wilson Division**

In re Cape Fear Bank Corporation, 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
Jack S Aardema & Margaret Aardema JT TEN PO Box 256 Wrightsville Beach, NC 28480	Common	515	Shareholder
Bart S Adams Cust A Adams UTMA Box 1448 Dunn, NC 28335-1448	Common	1,549	Shareholder
Bart S. Adams Cust K Adams UTMA Box 1448 Dunn, NC 28335-1448	Common	1,549	Shareholder
Joseph A Albanese & Elisa M Albanese JT TEN 1111 Upper Reach Drive Wilmington, NC 28409	Common	137	Shareholder
Joseph Albanese CUST Elisa M Albanese NC UTMA 1111 Upper Beach Drive Wilmington, NC 28409	Common	171	Shareholder
Meldah L Alderton & Reginald R Alderton JT TEN 503 Macon Dr Wilmington, NC 28412	Common	171	Shareholder
R C Allen & Belinda D Allen JT TEN PO Box 34 Sneads Ferry, NC 28460	Common	171	Shareholder
Henry S Allen Jr & Nancy B Allen JT TEN 3957 Five Points Rd Shelby, NC 28150	Common	342	Shareholder
George L. Alsina & Judith V Alsina JT TEN 216 E Shorewood Circle Emerald Isle, NC 28594	Common	1,722	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
William F Anderson & Hazeline E Anderson JT TEN 4216 Tillson Rd Wilmington, NC 28412	Common	861	Shareholder
Marlon K Andrews & Melissa R Andrews JT TEN 3129 Breamar Ln Wilmington, NC 28409	Common	1,032	Shareholder
Robert A Andrews Sr & Edna T Andrews JT TEN 4506 Holly Tree Road Wilmington, NC 28412	Common	171	Shareholder
Stephen E Antinori 145 Virginia Lane Sneads Ferry, NC 28460	Common	861	Shareholder
Lacy N Atkinson 247 Atkinson Loop Road Hampstead, NC 28443	Common	551	Shareholder
Marvin E Autry 32 Oak Rd Hampstead, NC 28443	Common	861	Shareholder
Gordon W. Bailey & Susanne P. Bailey JT TEN 2420 Lakeland Dr Sanford, NC 27330	Common	1,722	Shareholder
James Bailey III 828 North Blvd Baton Rouge, LA 70821	Common	4,450	Shareholder
Laura S. Bailey 828 North Blvd Baton Rouge, LA 70802	Common	4,450	Shareholder
Carolyn A Baker 136 Caswell Beach Road Oak Island, NC 28465	Common	688	Shareholder
Phillip Y Baker 116 Stokley Rd Wilmington, NC 28403	Common	137	Shareholder
Howard P Baldwin & Jacqueline C Baldwin JT TEN 13058 Haynes Lennon Rd Evergreen, NC 28438	Common	411	Shareholder

Sheet 1 of 55 continuation sheets attached to the List of Equity Security Holders

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Eldridge R. Barefoot Sr & Sallie H Barefoot JT TEN 1445 Bethel Baptist Rd Spring Lake, NC 28390	Common	1,722	Shareholder
Cory T Barnhill 745 Piney Woods Rd Burgaw, NC 28425	Common	6	Shareholder
Michael Barri 217 Quilon Circle Wilmington, NC 28412	Common	171	Shareholder
Gerald F Barto 334 Cherokee Trail Wilmington, NC 28409	Common	584	Shareholder
Mary B Bastian TOD Billy J Bastian 610 Whittle Court Wilmington, NC 28411	Common	137	Shareholder
Larry J. Batson & Linda G Batson JT TEN 338 Seamanor Drive Holly Ridge, NC 28445	Common	343	Shareholder
Lois Batten CUST FBO Danielle M Kunkleman 220 Elm Street Whiteville, NC 28472	Common	163	Shareholder
Eva R Battle CUST Jason R Battle NC UTMA 1520 Flushing Drive Wilmington, NC 28411	Common	171	Shareholder
Leroy Beasley Jr & Sondra A Beasley JT TEN 5094 Edinboro Ln Wilmington, NC 28409	Common	2,296	Shareholder
Janet D Bedsaul PO Box 92 Ladson, SC 29456	Common	773	Shareholder
Charles E Bell 807 Rocky Mount Ave Carolina Beach, NC 28428	Common	171	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Neil C Bender II & Bridget H Bender JT TEN 119 Island Bridge Way Wilmington, NC 28412	Common	343	Shareholder
Virginia Beury-Helms & Fleet V Helms JT TEN PO Box 985 Carolina Beach, NC 28428	Common	275	Shareholder
Linda C Blackburn PO Box 2115 Surf City, NC 28445-9821	Common	171	Shareholder
Isaac L Blaylock & Sally F Blaylock JT TEN 4209 Ashley Park Dr Wilmington, NC 28412	Common	861	Shareholder
Philip E Bloedorn TTEE Philip Bloedorn REV TRST 2217 Ocean Point Dr Wilmington, NC 28405	Common	343	Shareholder
A Preston Blue & Eunice C Blue JT TEN 621 Robert E Lee Drive Wilmington, NC 28412	Common	171	Shareholder
Tony O Blue & Jacquel D Blue JT TEN 708 Burney St Wilmington, NC 28412	Common	137	Shareholder
Nancy S Bolick 321 10th Ave NE #A-5 Conover, NC 28613-3610	Common	412	Shareholder
Ronald S Bondulich & Helga M Bondulich JT TEN 1205 S Topsail Dr Surf City, NC 28445	Common	343	Shareholder
Helga M Bondulich 1205 S Topsail Drive Surf City, NC 28445	Common	275	Shareholder
Edmund B. Bookman Jr & Jane N. Bookman JT TEN 117 Trombay Dr Wilmington, NC 28412	Common	1,722	Shareholder

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Clarence Boone & Barbara Boone JT TEN 15 Christy St Norwalk, CT 06850	Common	3	Shareholder
Deidre D Boone 300 Flaxhill Rd Unit 17 Norwalk, CT 06854	Common	3	Shareholder
Lou Ida Boone PO Box 62 Hallsboro, NC 28442	Common	18	Shareholder
France N Borer & William F Borer JT TEN 556 Osprey Drive Hampstead, NC 28443	Common	171	Shareholder
Robert M Bowen & Judy W Bowen JT TEN 836 Page Mill Road Cerro Gordo, NC 28430	Common	171	Shareholder
Janna M Bowen 87 Woodlief Acres Rd Elizabethtown, NC 28337	Common	171	Shareholder
Herbert H Bowers 60 Remington Court Youngsville, NC 27596-8739	Common	343	Shareholder
Edward Boyles 2600 Sherwood Ave Charlotte, NC 28207	Common	171	Shareholder
David W Boylston & Margaret M Boylston JT TEN 413 Windemere Road Wilmington, NC 28405	Common	343	Shareholder
Robert V Bradley 14830 Forest Mist Way Charlotte, NC 28273	Common	172	Shareholder
Steve R Bradley PO Box 552 Jacksonville, AR 72076	Common	171	Shareholder
Susan H. Bradshaw Ttees Susan H Bradshaw Trust 3812 City of Oaks Wynd Raleigh, NC 27612	Common	3,445	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
S. Michelle Bradshaw 3812 City of Oaks Wynd Raleigh, NC 27612	Common	3,445	Shareholder
C. Martin Brann 7825 Burlington Rd Hurdle Mills, NC 27541	Common	1,722	Shareholder
Le-Thi Brannon 1781 Chicora Rd Dunn, NC 28334-6495	Common	1,722	Shareholder
Robert Brenner & Brenda Brenner JT TEN 113 Ansonia Rd Woodbridge, CT 06525	Common	861	Shareholder
Mary Ann Bridger 417 W Blackbeard Rd Wilmington, NC 28409	Common	255	Shareholder
Donna G Brinker TOD Teena S George 5546 Peden Point Road Wilmington, NC 28409	Common	227	Shareholder
Jacob A Brinson 8429 Bald Eagle Lane Wilmington, NC 28405	Common	515	Shareholder
Judith K Broussard 2565 White Cap Lane SW Supply, NC 28462	Common	137	Shareholder
Horace B Brown & Rose A Brown JT TEN PO Box 316 Sneads Ferry, NC 28460	Common	171	Shareholder
William G Brown & Athena R Brown JT TEN 2 Twin Oaks Drive Castle Hayne, NC 28429	Common	256	Shareholder
Danny C Brown 4495 NC Highway 50 South Chinquapin, NC 28521	Common	343	Shareholder
Dean Brown 4495 NC Highway 50 South Chinquapin, NC 28521	Common	343	Shareholder

Sheet 5 of 55 continuation sheets attached to the List of Equity Security Holders

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Gregory Brown 958 Mill Creek Road Hampstead, NC 28443	Common	171	Shareholder
Scott H Brown 4495 NC Highway 50 South Chinquapin, NC 28521	Common	343	Shareholder
Jo Ann H Bryan Box 963 Oxford, NC 27565	Common	619	Shareholder
Brunhilde S. Bryant 137 Crabshell Ln Sneads Ferry, NC 28460	Common	1,722	Shareholder
Denise A Bryant C/O Robert Bryant 137 Crabshell Lane Sneads Ferry, NC 28460	Common	773	Shareholder
Herman E Bryant Louise B Bryant JT TEN 750 Stephenson Road Benson, NC 27504	Common	688	Shareholder
Robert B Bryant 195 Hill Ln Sneads Ferry, NC 28460	Common	773	Shareholder
Charles E Buckner & Marcia Buckner JT TEN 278 Stockinghead Road Rose Hill, NC 28458	Common	275	Shareholder
Anne C Bunting C/F Katherine S Gaddy UTMA/NC 2101 Jumpin Run Wilmington, NC 28403	Common	171	Shareholder
Anne C Bunting C/F George A Gaddy UGMA/NC Wilmington, NC 28403	Common	137	Shareholder
Margaret E Burke & Tommie B Burke JT TEN 9 Pine Court Drive Siler City, NC 27344	Common	688	Shareholder

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
William H Burney & Hazel D Burney JT TEN 2850 Doctor Kerr Road Ivanhoe, NC 28447	Common	137	Shareholder
Russell T Burney Jr 301 Embassy Circle Wilmington, NC 28412	Common	171	Shareholder
Brian B. Burney C/O Joyce W King 1326 Rand Dr Raleigh, NC 27608	Common	859	Shareholder
Lynn M Burney 301 Embassy Circle Wilmington, NC 28412	Common	894	Shareholder
Royce D Byrd 466 Robert E Lee Dr Wilmington, NC 28412-6732	Common	861	Shareholder
Paige C Cabe 2712 Cobblestone Dr Sanford, NC 27330	Common	171	Shareholder
Robert C Cantwell & Mary D Cantwell JT TEN 5420 Reserve Road Wilmington, NC 28409	Common	343	Shareholder
Robert A. Capps & Bryanna E. Capps JT TEN 411 Peru Rd Sneads Ferry, NC 28460	Common	1,722	Shareholder
Ronald Capps & Mary P Capps JT TEN 2020 Jefferson Street Wilmington, NC 28401	Common	343	Shareholder
Madeline P Capps 226 Shannon Drive Wilmington, NC 28409	Common	171	Shareholder
Alma M Carey & James I Carey JT TEN PO Box 554 Burkeville, VA 23922	Common	171	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
James I Carey 100 Maluli Dr Oxford, NC 27565	Common	429	Shareholder
Jeannette M Carey 100 Maluli Drive Oxford, NC 27565	Common	171	Shareholder
Michael G Carlton 206 Chalon Dr Cary, NC 27511	Common	27	Shareholder
Carolina Investments, Ltd C/O David Lewis 3316 Red Berry Drive Wilmington, NC 28409	Common	171	Shareholder
Robert Carpenter Sr & Lana Carpenter JT TEN 133 Richard Riggs Road Swansboro, NC 28584	Common	171	Shareholder
James O Carr 3631 6th Street NE Hickory, NC 28601	Common	343	Shareholder
Loray F. Carr 1508 Brunswick Dr Dunn, NC 28334-2104	Common	1,722	Shareholder
Andrew J Cascardi 1000 Upper Reach Drive Wilmington, NC 28409	Common	515	Shareholder
Nell M Cassell & Thomas M Cassell JT TEN 905 Schall Place Jacksonville, NC 28540	Common	228	Shareholder
Thomas M Cassell 7305 Shell Midden Ct Wilmington, NC 28411	Common	228	Shareholder
FCC CUST Gail Caulder IRA 1300 Stone Haven Ct Wilmington, NC 28411-7423	Common	242	Shareholder
CBH Construction Inc Attn: Managing Agent PO Box 500 Delco, NC 28436	Common	220	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Cede & Co Attn: Managing Agent PO Box 20 New York, NY 10004	Common	3,340,304	Shareholder
John F Chaney PO Box 1251 Wrightsville Beach, NC 28480	Common	343	Shareholder
Janette D Channing & Donald R Channing JT TEN 80 Bishop Branch Lane SW Leland, NC 28451	Common	515	Shareholder
Elizabeth S Chase PO Box 85 Whiteville, NC 28472	Common	27	Shareholder
Adam W Cherry 3007 Coriander Dr New Bern, NC 28562	Common	137	Shareholder
Brian M Cherry 6920 Silliman Dr Chesterfield, VA 23832	Common	137	Shareholder
Mathew R Cherry 3007 Coriander Dr New Bern, NC 28562	Common	137	Shareholder
John P. Chitwood 3607 Stembridge Ct Wilmington, NC 28409	Common	2410	Shareholder
Philip R Christmas & Barbara H Christmas JT TEN 1208 Williamsburg CT Wilmington, NC 28405	Common	171	Shareholder
Ruth M Cloud PO Box 3113 Jasper, AL 35502	Common	861	Shareholder
Jesse M Coburn Jr CUST Jesse M Coburn III GA UTMA 0127 Shane Court Dillon, CO 80435	Common	412	Shareholder
Jesse M Coburn Jr CUST Lisa L Coburn GA UTMA 127 Shane Court Dillon, CO 80435	Common	412	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Jesse M Coburn Jr CUST Virginia A Coburn GA UTMA 0127 Shane Court Dillon, CO 80435	Common	412	Shareholder
Jesse M Coburn Jr 0127 Shane Ct Dillon, CO 80435	Common	861	Shareholder
Nancy Cofiell 550 Grand Manor Ct Wilmington, NC 28405	Common	1,808	Shareholder
Steven L Cohen TOD Judith L Wheeler 801 Spy Glass Fourt Wilmington, NC 28405	Common	688	Shareholder
William M Cole 619 Wedgewood Drive Whiteville, NC 28472	Common	143	Shareholder
Michael R Collins & Teresa H Collins JT TEN 902 Mountain View Rd King, NC 27021	Common	171	Shareholder
Robert Condon & Theresa Condon JT TEN 620 Sawgrass Road Hampstead, NC 28443	Common	343	Shareholder
William H Cool Debra Ann Cool JT TEN 6220 Pasture Drive Castle Hayne, NC 28429	Common	343	Shareholder
Nancy L Cooper TOD Linda L Taylor 4140 Breezewood Dr Apt 102 Wilmington, NC 28412-2492	Common	275	Shareholder
Richard K Covell & Phyllis M Covell JT TEN 3708 Providence Ct Wilmington, NC 28412	Common	1,264	Shareholder
Lee F. Cowper 6020 Joshuas Landing Lane Wilmington, NC 28409	Common	1,722	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Dan Craig PO Box 3055 Roxboro, NC 27573	Common	171	Shareholder
William N Crawford & Barbara W Crawford JT TEN 408 East Creek View Dr Hampstead, NC 28443	Common	412	Shareholder
Thomas S Crews & Sandra T Crews JT TEN 3306 Greenhowe Drive Wilmington, NC 28409	Common	343	Shareholder
Gloria C Crist CUST for Ava S Erickson UTMA/RI 324 East Rd Tiverton, RI 02878	Common	515	Shareholder
W Lee Crouch Jr 523 Causeway Dr Wrightsville Beach, NC 28480	Common	46,681	Shareholder
Betty Bugg Crouch 1902 Brewton Court Wilmington, NC 28403	Common	688	Shareholder
W. Lee Crouch c/o Walter Lee Crouch Jr 523 Causeway Dr Wrightsville Beach, NC 28480	Common	6,028	Shareholder
Edith V Dale & Morgan J Dale JT TEN 1605 New River Inlet Rd N Topsail Beach, NC 28460	Common	171	Shareholder
Matthew D Dale & Angela M Dale JT TEN 3611 Terramore Dr Melbourne, FL 32940	Common	447	Shareholder
Carolyn Dale 102 Country Club Apts Dallas, PA 18612	Common	171	Shareholder
Windell J Daniels & Cheryl D Daniels JT TEN 3214 Livia Circle Raleigh, NC 27604	Common	171	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Wilma W. Daniels 501 Edgewater Club Rd Wilmington, NC 28411	Common	4,236	Shareholder
Ruth Ann Daniluk & Samon E. Daniluk JT TEN 972 Hood Dr Wilmington, NC 28409	Common	1,722	Shareholder
Richard P Davis & Jackie S Davis JT TEN 2106 Heather Hill Loop The Villages, FL 32162	Common	171	Shareholder
William T Davis & Necia A Davis JT TEN 151 Davis Lane Sneads Ferry, NC 28460	Common	859	Shareholder
Thomas H Davis III 10646 Harrison Rd Berlin, MD 21811	Common	1,204	Shareholder
Willie Davis Jr & Miriam E Davis JT TEN PO Box 471 Riegelwood, NC 28456	Common	275	Shareholder
Angela K Davis 2709 Newkirk Ave Wilmington, NC 28412	Common	137	Shareholder
Marianne B Detgen c/o Paula Goble 6169 Balmoral Dr Dublin, OH 43017	Common	861	Shareholder
Rhonda L Devane & Gary C Devane JT TEN 185 Rockfish Estates Lane Wallace, NC 28466	Common	171	Shareholder
Bess B & Ronald B Dietrick Ttees Bess B Dietrick Living 3313 Ammons Drive Wilmington, NC 28405	Common	171	Shareholder
Faith Dietrick 4302 Heather Ridge Drive Wilmington, NC 28405-6408	Common	171	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Emma Maxwell Dineen 109 Abalone Drive Wilmington, NC 28411	Common	688	Shareholder
James R Dineen 109 Abalone Drive Wilmington, NC 28411	Common	275	Shareholder
William M Dixon Jr PO Box 179 Boone, NC 28607	Common	393	Shareholder
Gabriel W. Dobo & Barbara B Dobo JT TEN PO Box 424 Wrightsville Beach, NC 28480	Common	3,444	Shareholder
Julie M Downs & Joshua Downs JT TEN 120 High Brook Dr Waxhaw, NC 28713	Common	12	Shareholder
Jon D Duke & Margaret O Duke JT TEN 165 Owens Lane Sneads Ferry, NC 28460	Common	171	Shareholder
James E Dunn & Janice W Dunn JT TEN PO Box 200 Maple Hill, NC 28454	Common	171	Shareholder
Ralph A Dunn Sr & Snadra R Dunn JT TEN 3221 Bragg Drive Wilmington, NC 28409	Common	171	Shareholder
Robert E Dunn Sr & Naomi H Dunn JT TEN PO Box 978 Sneads Ferry, NC 28460	Common	859	Shareholder
Russell E Dybvik & Christiane Dybvik REV LIV TRST 4753 Wedgefield Dr Wilmington, NC 28409	Common	861	Shareholder
Charles Dziuba CUST Emily Dziuba OR UTMA 1235 Moffitt Ave Bethlehem, PA 18018	Common	1	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Charles M Dziuba CUST Cathrine Dziuba PA UTMA 1235 Moffitt Ave Bethlehem, PA 18018	Common	1	Shareholder
Elizabeth B Earley PO Box 916 Sneads Ferry, NC 28460-0916	Common	171	Shareholder
Jeremy D Edens PO Box 1024 Sneads Ferry, NC 28460	Common	171	Shareholder
Nancy M Edens PO Box 993 Sneads Ferry, NC 28460	Common	170	Shareholder
Steven L Edens PO Box 993 Sneads Ferry, NC 28460	Common	170	Shareholder
James F Egler CUST Elizabeth J Egler NC UTMA 10421 Summerton Drive Raleigh, NC 27614	Common	171	Shareholder
Amberly G Eldridge & Hortense B Eldridge JT TEN 1009 Westhaven Street Dunn, NC 28334	Common	171	Shareholder
Debbie S Elliott 6219 Tree Toad Road Wilmington, NC 28411	Common	137	Shareholder
B W Elston 966 Cypress Creek Rd Wallace, NC 28466	Common	861	Shareholder
Robert S Emmer 4710 Waltmoor Road Wilmington, NC 28409	Common	137	Shareholder
Donald W. Ennis 1800 Eastwood Rd Unit 248 Wilmington, NC 28403	Common	1,722	Shareholder
Herbert J Erne Jr & Mary B Erne JT TEN 6523 Macpass Corner Road Wilmington, NC 28409	Common	171	Shareholder

In re Cape Fear Bank Corporation

Case No. _____

Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Donn S Evans & Melissa F Evans JT TEN 814 Shinn Point Road Wilmington, NC 28409	Common	171	Shareholder
Patricia P Evans C/F Ethan T Evans UGMA/NC 8300 River Road SE Southport, NC 28461	Common	137	Shareholder
Patricia P Evans C/F Jessica L Evans UGMA/NC 8300 River Road SE Southport, NC 28461	Common	137	Shareholder
Patricia P Evans C/F Lainey M Evans 8300 River Road SE Southport, NC 28461	Common	137	Shareholder
Patricia P Evans C/F Tyler W Evans UGMA/NC 8300 River Road SE Southport, NC 28461	Common	137	Shareholder
Elizabeth S Everett & A K Everett Jr TEN COM 119 Everett Ln Sneads Ferry, NC 28460	Common	861	Shareholder
Rubin Everett TOD Sally Ann Duenow 1201 Old Folkston Rd Sneads Ferry, NC 28460	Common	27	Shareholder
Rubin W Everett 1201 Old Folkston Rd Sneads Ferry, NC 28460	Common	6	Shareholder
Anthony J Farinola 126 Bluebell Dr Georgetown, TX 78633	Common	137	Shareholder
Jessica H Feranec 8673 SW76 Place Gainesville, FL 32608	Common	171	Shareholder
Donald Fisher & Ruby Fisher JT TEN 301 Shamrock Drive Wilmington, NC 28409	Common	343	Shareholder

In re Cape Fear Bank Corporation

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Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Jesse C Fisher Jr & Gaye S Fisher JT TEN 600 South Madison St Whiteville, NC 28472	Common	515	Shareholder
Eleni S Flowers 5620 Green Turtle Ln Wilmington, NC 28409-2104	Common	137	Shareholder
Helen S Flowers TOD Eleni S Flowers 5620 Green Turtle Ln Wilmington, NC 28409	Common	551	Shareholder
Larry W Flowers TOD Helen S Flowers 5620 Green Turtle Ln Wilmington, NC 28409	Common	412	Shareholder
Elizabeth P Flynt 104 Duncroft Ct Apex, NC 27502	Common	33	Shareholder
Maureen Foote 1049 Kings Landing Rd Hampstead, NC 28443	Common	412	Shareholder
Thurston G Formy-Duval & Deborah Formy-Duval JT TEN 1042 Headwater Cove Ln Wilmington, NC 28403	Common	688	Shareholder
Evelyn B Fowler & JF Fowler JT TEN 903 Mocksville Rd Salisbury, NC 28144	Common	19,031	Shareholder
Evelyn B Fowler 903 Mocksville Rd Salisbury, NC 28144	Common	1,312	Shareholder
James F Fowler 903 Mocksville Rd Salisbury, NC 28144	Common	1,312	Shareholder
Ellen M Frank & Charles B Frank JT TEN 9356 Horse Shoe Circle Fort Mill, SC 29715	Common	171	Shareholder

In re Cape Fear Bank Corporation

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Debtor

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Melvin W Frank & Caren N Frank JT TEN 10604 Moss Mill Lane Charlotte, NC 28277	Common	343	Shareholder
Robert J Frederick II PO Box 116 Rose Hill, NC 28458	Common	171	Shareholder
Sylvia R Freeman 402 Spike Rush Court Wilmington, NC 28405	Common	275	Shareholder
Ruth Anne Friedrichs & Adam/Shannon Friedrichs JT TEN 24 West Greesboro Street Wrightsville Beach, NC 28480	Common	227	Shareholder
Clifton D Fulcher & Debra Fulcher JT TEN 1924 Kudrow Ln Morrisville, NC 27560	Common	56	Shareholder
William C Fulcher & Monica Fulcher JT TEN 2100 Rosie Ln Snellville, GA 30078	Common	56	Shareholder
Gene A Fulcher 3500 Blue Banks Loop Rd Leland, NC 28451	Common	56	Shareholder
Pamela A Furr 135 Knoll Road Southern Pines, NC 28387	Common	171	Shareholder
Jonathan D Fussell & Leah M Fussell JT TEN 300 River Ridge Dr Wallace, NC 28458	Common	551	Shareholder
Vivian Gardner & Henry Gardner JT TEN 2922 Newkirk Avenue Wilmington, NC 28412	Common	343	Shareholder
Sheila H Gaskins & Walton E Gaskins Jr JT TEN 229 Northbrook Drive Wilmington, NC 28405	Common	171	Shareholder

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Dean R Gattone 3714 Grantham Ct Wilmington, NC 28409	Common	171	Shareholder
Steven F Gause & Sharon H Gause JT TEN 3908 Hawks Nest Drive Castle Hayne, NC 28429	Common	429	Shareholder
Sarah K. George 1201 River Reach Dr #309 Fort Lauderdale, FL 33315-1180	Common	1,722	Shareholder
Teena S George 202 Mohican Trail Wilmington, NC 28409	Common	275	Shareholder
Teena S George TOD Roger M George 202 Mohican Trail Wilmington, NC 28409	Common	137	Shareholder
Walter F Gibford 653 Lawshe Ct Wilmington, NC 28412	Common	1,032	Shareholder
A.J. Gideon PO Box 2882 Surf City, NC 28445	Common	1,722	Shareholder
Elbert Ray Gideon 604 N New River Dr Surf City, NC 28445	Common	1,722	Shareholder
Charles P Gore & Sophronia S Gore JT TEN 4928 Manley Smith Road Nakina, NC 28455	Common	171	Shareholder
Wilbur R Gore & Ina F Gore JT TEN 13318 Seven Creeks Hwy Nakina, NC 28455	Common	343	Shareholder
Dana L Gore 1008 Meadowgrass Lane Leland, NC 28451-7462	Common	171	Shareholder
James M Gray & Diane S Gray JT TEN 128 Chicora Club Dr Dunn, NC 28334	Common	343	Shareholder

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Michael T Greene 1613 Frances Ave Fort Pierce, FL 34949	Common	51	Shareholder
Timothy M Greene 1613 Frances Ave Fort Pierce, FL 34949	Common	1,076	Shareholder
Judy Greenhut & Steve Currie JT TEN 239 Water Oaks Court Kure Beach, NC 28449	Common	343	Shareholder
Donna W Grice PO Box 837 Wrightsville Beach, NC 28480	Common	515	Shareholder
Robert H Gurganus & Doris B Gurganus JT TEN PO Box 7777 Shallotte, NC 28470	Common	110	Shareholder
Charles H. Hagwood 1005 Meadowbrook Dr Garner, NC 27529	Common	8,612	Shareholder
Bernie A Hailey & Elizabeth S Hailey JT TEN 125 South Belvedere Dr Hampstead, NC 28443	Common	137	Shareholder
Calvin Hall & Zadie V Hall JT TEN 1066 Longview Rd Kelly, NC 28448	Common	137	Shareholder
Benjamin B Halterman & Mary B Halterman JT TEN 2305 Chestnut Street Wilmington, NC 28405	Common	343	Shareholder
Jerry Hamilton 250 East Pine Street Lillington, NC 27546	Common	171	Shareholder
Gary W Hamm & S Hamm & J Karangalen 215 Ginger Road Wilmington, NC 28405	Common	343	Shareholder

In re Cape Fear Bank Corporation

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Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Gary W Hamm & Sophia C Hamm JT TEN 215 Ginger Road Wilmington, NC 28405	Common	171	Shareholder
Gary W Hamm C/F Brittany Karangalen UGMA/NC 215 Ginger Road Wilmington, NC 28405	Common	198	Shareholder
Gary W Hamm C/F Haley Karangalen UGMA/NC 215 Ginger Road Wilmington, NC 28405	Common	178	Shareholder
Ann Bryan Hancock 721 College St Oxford, NC 27565	Common	1,377	Shareholder
Justin T Hargett & Travis & Robert Hargett, TTEE 2812 Cleveland Avenue Steubenville, OH 43952	Common	343	Shareholder
Harlan M Ten Pas Tr Marshall J. Persky Rev Trust 1740 Wildrose Ct Highland Park, IL 60035-5517	Common	11,025	Shareholder
Richard K Harrell 217 Oxbow Landing Burgaw, NC 28425	Common	137	Shareholder
Sandra P Harris & Marvin E Harris JT TEN 104 Teal Circle Hampstead, NC 28443	Common	171	Shareholder
William J Harris & Bessie W Harris JT TEN 9664 Sturgeon Dr NE Leland, NC 28451	Common	861	Shareholder
James W Harris Jr 697 Keith Hills Rd Lillington, NC 27546	Common	171	Shareholder
Thomas A Harty & Marlene M Harty JT TEN 334 Azalea Drive Wilmington, NC 28409	Common	515	Shareholder

In re Cape Fear Bank Corporation

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Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Mary B Hayes & Jill H Robertson JT TEN 1305 Fairfield Drive Gastonia, NC 28054	Common	171	Shareholder
Aubrey E Hayes 4715 Mazur Drive Castle Hayne, NC 28429	Common	429	Shareholder
Marsha P Hayes 4715 Mazur Drive Castle Hayne, NC 28429	Common	171	Shareholder
Willis Pearl Hedgepeth 7509 Spyglass Way Raleigh, NC 27615	Common	8,612	Shareholder
Jake Hefner 750 Lakevista Ln Taylorsville, NC 28681	Common	1,722	Shareholder
Gary C Hendrix & Helen M Hendrix JT TEN 612 Lakedale Road Colfax, NC 27235	Common	688	Shareholder
Kevin R Hennelly & Jeffrey W Thompson JT TEN 441 Oak Street Walnut Cove, NC 27052	Common	171	Shareholder
Charles Hermanson Jr & Patricia Hermanson JT TEN 355 Stella Road Stella, NC 28582	Common	171	Shareholder
Karen L. Hess 3512 Thornwood Ct Raleigh, NC 27613	Common	1,722	Shareholder
Lester D Hewett & Nancy M Hewett JTWROS PO Box 192 Supply, NC 28462	Common	480	Shareholder
Margie Y Hilburn 2745 NC Hwy 53 W Burgaw, NC 28425	Common	861	Shareholder
Jeremy R H Hillard 110 Hampton Drive Plymouth, NC 27962	Common	171	Shareholder

In re Cape Fear Bank Corporation

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Debtor

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Frederick E Hinson & Joann Hinson JT TEN 5655 James B White Hwy South Whiteville, NC 28472	Common	171	Shareholder
James R Hinson 850 Swan Neck Ln Raleigh, NC 27615	Common	12	Shareholder
Janet H Hinson 219 E Clay St Whiteville, NC 28472	Common	39	Shareholder
Mary B Hock 191 Nandina Dr Hampstead, NC 28443	Common	137	Shareholder
Arthur R Hodge 301 Carlson Drive Midway Park, NC 28544	Common	171	Shareholder
Bradley L Holland PO Box 424 Carolina Beach, NC 28428	Common	171	Shareholder
Erwin F Holland PO Box 689 Carolina Beach, NC 28428	Common	171	Shareholder
Warren Hostetler & Stephanie Hostetler JT TEN 300 Hostetler Lane Sneads Ferry, NC 28460	Common	343	Shareholder
Marie Houck TOD George K Houck PO Box 451 Wrightsville Beach, NC 28443	Common	61	Shareholder
L. Gerald Howell 8079 Christian Light Rd Fuquay Varina, NC 27526	Common	1,722	Shareholder
Joan O Hubbard 3 Moraga Court Wilmington, NC 28412	Common	137	Shareholder
Richard W Huettner 9343 Pitts Road Berlin, MD 21811	Common	378	Shareholder

In re Cape Fear Bank Corporation

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Johnny A Ivey & Dana B Ivey JT TEN 6229 Richard Bradley Drive Wilmington, NC 28409	Common	275	Shareholder
Barbara Jackson 5102 N Creek Road Wilmington, NC 28409	Common	551	Shareholder
Don A Jackson 309 Pettigrew Drive Wilmington, NC 28412	Common	515	Shareholder
Ellis W Jarman & Susan H Jarman JT TEN 110 Crojack Lane Wilmington, NC 28409	Common	137	Shareholder
Sonja K Jeffords 1834 S Center Rd Darlington, SC 29532-6705	Common	81	Shareholder
Owen E Jenkins & Audrey Jenkins JT TEN 121 Swan Point Rd Sneads Ferry, NC 28460	Common	861	Shareholder
Lee P Jernigan & Amy H Jernigan JT TEN 238 Topsail Watch Dr Hampstead, NC 28443	Common	137	Shareholder
Samm B Jernigan & Teresa B Jernigan JT TEN 3552 Iris St Wilmington, NC 28409	Common	1,377	Shareholder
Bobby S. Jernigan 10628 Timothy Rd Dunn, NC 28334	Common	1,722	Shareholder
Barbara J. Johansen 8417 Sidbury Rd Wilmington, NC 28411	Common	1,549	Shareholder
Kenneth A Johnson & Kathleen A Johnson JT TEN 109 Olde Point Loop Hampstead, NC 28443-8480	Common	171	Shareholder

In re Cape Fear Bank Corporation

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Kevin K Johnson & C Johnson TR, C Hargett TR 4222 Williamsbury Dr Eau Claire, WI 54703	Common	343	Shareholder
Robert A Johnson & Kathern E Johnson JT TEN Box 458 Four Oaks, NC 27524	Common	171	Shareholder
Donald L Johnson 906 Merry St Dunn, NC 28334	Common	1,549	Shareholder
Twila M Jones C/F Charles M Jones UGMA/NC 426 East Creekview Hampstead, NC 28443	Common	137	Shareholder
Frederick W Jones 3088 Piney Woods Rd Burgaw, NC 28425	Common	170	Shareholder
Linda K Jordan C/F Leigh Jordan UGMA/NC 539 Kenny Jordan Rd Tabor City, NC 28463	Common	45	Shareholder
Erica Julien 125 Lasalle Street Wilmington, NC 28411	Common	137	Shareholder
K E Austin Corporation Attn: Managing Agent 3301 Burnt Mill Dr Wilmington, NC 28403-2699	Common	1,722	Shareholder
Carl Kaczmarski & Carol Kaczmarski JT TEN 11 Meadowbrook Alley Barnegat, NJ 08005	Common	343	Shareholder
Douglas E Keen & Linda S Keen JT TEN 209 Bretonshire Road Wilmington, NC 28405	Common	171	Shareholder
Linda S Keen & Douglas E Keen JT TEN 209 Bretonshire Road Wilmington, NC 28405	Common	275	Shareholder

In re Cape Fear Bank Corporation

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Melissa M Kirkby 533 Camway Drive Wilmington, NC 28403	Common	171	Shareholder
Irene D Kisler 1548 Grandflora Dr Leland, NC 28451	Common	1,377	Shareholder
Amy Klass 2305 Danbury Rd Greensboro, NC 27408	Common	137	Shareholder
Elizabeth W Kline C/F Mackenzie C Kline UGMA/NC 2547 Croquest Dr Unit 6 Wilmington, NC 28412-5195	Common	137	Shareholder
Elizabeth W Kline C/F Tucker L Kline UGMA/NC 2547 Croquet Dr Unit6 Wilmington, NC 28412-5195	Common	137	Shareholder
Patricia L Knox CUST Catherine Alston Knox NC UTMA 510 Valley Rd Fayetteville, NC 28305	Common	171	Shareholder
Patricia L Knox CUST John B Knox NC UTMA 510 Valley Rd Fayetteville, NC 28305	Common	171	Shareholder
Gary N Kramer 307 Fuller Circle Whiteville, NC 28472	Common	171	Shareholder
Raphael Krasa & Debra Krasa JT TEN 14 Porter Rd Natick, MA 01760	Common	861	Shareholder
Michael A Kugatow & Carolyn G Kugatow JT TEN PO Box 2459 Surf City, NC 28445	Common	171	Shareholder
Janet L Lambert CUST William T Lambert NC UTMA 67 Willett Road Siler City, NC 27334	Common	309	Shareholder

In re Cape Fear Bank Corporation

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Debtor

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Dwight E Laney & Maragret Q Laney JT TEN 442 Long Leaf Acres Drive Wilmington, NC 28405	Common	256	Shareholder
William G. Lankas Sr & Carolyn P. Lankas JT TEN 180 Misty Hollows Ln Sneads Ferry, NC 28460	Common	1,722	Shareholder
Phillip W Lanzi & Jamie B Lanzi JT TEN 3210 Graylyn Terrace Wilmington, NC 28405	Common	171	Shareholder
Edward S Lassiter & Mary K Lassiter JT TEN 1606 Brunswick Drive Dunn, NC 28334	Common	171	Shareholder
E Keen Lassiter PO Box 2636 Winterville, NC 28590	Common	171	Shareholder
Linda Lavin 411 S Front St Wilmington, NC 28401	Common	861	Shareholder
Rebecca S Laymon 506 Bradley Creek Point Wilmington, NC 28403	Common	171	Shareholder
Robert B Leder & Linda O Leder JT TEN PO Box 937 Whiteville, NC 28472	Common	429	Shareholder
David C Lee & Jennifer W Lee JT TEN 107 Wild Berry Land Hampstead, NC 28443	Common	171	Shareholder
John W Lester & Melissa D Lester JT TEN 100 Driftwood Ct Wrightsville Beach, NC 28480	Common	275	Shareholder
William P Lewis II CUST Caroline H Lewis NC UTMA PO Box 1314 Wilmington, NC 28402	Common	171	Shareholder

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
William P Lewis II PO Box 1314 Wilmington, NC 28402	Common	343	Shareholder
Jane Lewis 7712 Lost Tree Rd Wilmington, NC 28411-9160	Common	171	Shareholder
Linda C Kraulk Box 564 Magnolia, NC 28453-0564	Common	171	Shareholder
Edward Alan Lion 812 Everette's Creek Dr Wilmington, NC 28405	Common	1,722	Shareholder
Gregory J Littleton 3131 9th Street Dr NE #35 Hickory, NC 28601	Common	1,377	Shareholder
Sandra D Logan & Joanthana M Logan JT TEN 352 Pilchers Branch Rd Holly Ridge, NC 28445	Common	164	Shareholder
Larry D Logsdon & Margaret D Logsdon JT TEN 3436 Catherine Lake Road Chinquapin, NC 28521	Common	171	Shareholder
Joseph O Loker & Andrea M Loker JT TEN 501 Saddle Horn Dr Mckinney, TX 75071	Common	184	Shareholder
Jeffrey J Longman & Kristen L Longman JT TEN 6713 Red Cedar Rd Wilmington, NC 28411	Common	137	Shareholder
Alejandro S Lopez 2527 Shadebranch Ct Wilmington, NC 28411	Common	171	Shareholder
Kenneth A Lucas 7424 Chapel Hill Road Raleigh, NC 27607	Common	688	Shareholder
David G Lucht 2605 Iron Gate Dr Ste 100 Wilmington, NC 28412	Common	150	Shareholder

In re Cape Fear Bank Corporation

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Ray G Lutz 22 Columbia Dr Marlton, NJ 08056	Common	61	Shareholder
Jimmy R. Lynch 1110 Coon Rd Pinnacle, NC 27043	Common	6,890	Shareholder
Donna D'Amico Lynn 6236 Teal Street 1A Wilmington, NC 28403	Common	343	Shareholder
R James MacLaren 1408 Avenel Drive Wilmington, NC 28411	Common	240	Shareholder
Dina M Mahoney & John J Mahoney JT TEN 1338 Gradiflora Drive Leland, NC 28451	Common	515	Shareholder
Bryan M Mahoney 1013 Natural Springs Way Leland, NC 28451	Common	171	Shareholder
Fred M Maliga 1609 Hawthorne Road Wilmington, NC 28403	Common	171	Shareholder
Amy Manina 8101 Galwood Drive Linden, NC 28356	Common	171	Shareholder
James R Marley Jr & Beverly S Marley JT TEN 253 Verona Road Jacksonville, NC 28540	Common	143	Shareholder
Joey D Marlowe & Debra P Marlowe JT TEN 5033 Monck Court Wilmington, NC 28409	Common	343	Shareholder
Nancy M Marsh 202 Brookside Drive Andover, MA 01810	Common	171	Shareholder
Tommy D Martin & Sandra H Martin JT TEN 123 N W 8th Street Long Beach, NC 28465	Common	171	Shareholder

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
John W Mathews 685 Love Mill Road Whiteville, NC 28472	Common	619	Shareholder
Joseph Mauz Julie Mauz JT TEN 3005 Island Drive SE Bolivia, NC 28422	Common	343	Shareholder
Leon J Mavrolas & Mary S Mavrolas JT TEN 525 Long Leaf Acres Drive Wilmington, NC 28405	Common	275	Shareholder
Mark L Maynard & Anna U Maynard JT TEN 110 Skystasail Dr Wilmington, NC 28409	Common	1,377	Shareholder
Mark L. Maynard 110 Skystasail Dr Wilmington, NC 28409	Common	1,722	Shareholder
Paul E McArdle 333 Spartan Drive Wilmington, NC 28405	Common	171	Shareholder
John D McCarley III 4010 Carolina Beach Rd Wilmington, NC 28412	Common	1,377	Shareholder
David L McCluney 6094 Ironwood Ct Harrisburg, NC 28075	Common	171	Shareholder
Esther McCreedy TTEE Esther McCreedy Living Trust 925 North Union St Tecumseh, MI 49286	Common	171	Shareholder
Ralph McCue Jr CUST Anne McCue OH UTMA 598 Delaware Ave Akron, OH 44303	Common	8	Shareholder
Ralph W McCue Jr 598 Delaware Ave Akron, OH 44303	Common	21	Shareholder
Anne J McCue 598 Delaware Ave Akron, OH 44303	Common	25	Shareholder

In re Cape Fear Bank Corporation

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Jean Ellen McCue 598 Delaware Ave Akron, OH 44303	Common	21	Shareholder
Nancy McDowell CUST Selena McDowell NC UTMA 1717 Windward PI Shallotte, NC 28470	Common	45	Shareholder
Nancy McDowell CUST Thomas McDowell NC UTMA 1717 Windward PI Shallotte, NC 28470	Common	45	Shareholder
Patricia A McGinnis & Michael R McGinnis JT TEN 1744 Chadwick Landing Dr Shallotte, NC 28470	Common	688	Shareholder
Herbert P McKim & Catherine S McKim JT TEN 424 Robert E Lee Dr Wilmington, NC 28412	Common	343	Shareholder
Deborah R McKnight PO Box 744 Sneads Ferry, NC 28460	Common	171	Shareholder
Hannah P McKoy 481 McKoy Loop Rd Ivanhoe, NC 28447	Common	137	Shareholder
Mary E McLaughlin 28 Pine Ave Takoma Park, MD 20912-4611	Common	171	Shareholder
Susan H McMillan CUST Neil P Mcmillan SC UGMA 907 Lakewood Avenue Conway, SC 29526	Common	171	Shareholder
James M McMillian 907 Lakewood Ave Conway, SC 29526	Common	343	Shareholder
Charles G McNeill 5415 Woodridge Road Wilmington, NC 28409	Common	275	Shareholder
Delores M McRae PO Box 7616 Wilmington, NC 28406	Common	171	Shareholder

Sheet 30 of 55 continuation sheets attached to the List of Equity Security Holders

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Angela T McSwain 1907 Fenwick Place Wilmington, NC 28403	Common	596	Shareholder
Jasper W Mee & Fay S Mee JT TEN 313 Breckenridge Drive Wilmington, NC 28412	Common	275	Shareholder
Kimberly F Mee 901 Brewster Lane Wilmington, NC 28412	Common	137	Shareholder
Francis Warren Meekins PO Box 152 Manteo, NC 27954	Common	861	Shareholder
Virginia H Meekins PO Box 152 Manteo, NC 27954	Common	861	Shareholder
Janet L Mehrmann & Harry F Mehrmann JT TEN 8244 Normandy Road Denver, NC 28037	Common	343	Shareholder
Thomas E. Melin & Michele J. Melin JT TEN 208 Beach Road North Wilmington, NC 28411	Common	3,445	Shareholder
Mary E Merryman 301 Longstreet Drive Wilmington, NC 28412	Common	137	Shareholder
Emma T Miars PO Box 3291 Wilmington, NC 28406	Common	412	Shareholder
Marianne F Michael 917 Summerlin Falls Ct Wilmington, NC 28412-5173	Common	171	Shareholder
Anna M Miller & Lisa A Miller JT TEN PO Box 1729 Wilmington, NC 28402-1729	Common	171	Shareholder
Charles T Miller & Betty H Miller JT TEN 429 Long Leaf Acres Drive Wilmington, NC 28405	Common	343	Shareholder

In re Cape Fear Bank Corporation

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Gracie W Miller & Terry T Miller JT TEN 4904 New Britton Hwy East Whiteville, NC 28472	Common	68	Shareholder
Gracie Miller C/F Brandon Miller UGMA/NC 4904 New Britton Hwy E Whiteville, NC 28472	Common	33	Shareholder
Gracie Miller C/F Erie Miller UGMA/NC 4904 New Britton Hwy E Whiteville, NC 28472	Common	33	Shareholder
Daniel S Miller 350 Country Walk Ln Midland, NC 28107	Common	6	Shareholder
Patricia E Miller 1051 Fearington Post Pittsboro, NC 27312	Common	275	Shareholder
Donna T Millis & Timmie L Mills JT TEN PO Box 864 Sneads Ferry, NC 28460	Common	171	Shareholder
Tim M Millis PO Box 376 Sneads Ferry, NC 28460	Common	171	Shareholder
Stanley G Minor 2510 Guilford Rd Wilmington, NC 28403	Common	8	Shareholder
Charles M Mitchell PO Box 409 Sneads Ferry, NC 28460	Common	137	Shareholder
Helen T Mitchum Box 725 Mount Pleasant, NC 28124	Common	688	Shareholder
James L Mize & Barbara Page Mize JT TEN 701 North Main Street Graham, NC 27253	Common	114	Shareholder
James C Mize 701 N Main St Graham, NC 27253	Common	68	Shareholder

In re Cape Fear Bank Corporation

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Qasim D Mohammad C/F Jacob Q Mohammad UGMA/NC 817 Seabury Court Wilmington, NC 28403	Common	137	Shareholder
Joyce B Montgomery 5009 Sun Coast Drive Wilmington, NC 28411	Common	170	Shareholder
Michael P Montgomery 1820 Wilshire Ave Raleigh, NC 27608	Common	110	Shareholder
Charles A Mooney 2640 Middle Sound Loop Rd Wilmington, NC 28411	Common	137	Shareholder
Ellen A Mooney 2640 Middle Sound Loop Rd Wilmington, NC 28411	Common	137	Shareholder
Jason C Mooney 2640 Middle Sound Loop Rd Wilmington, NC 28411	Common	137	Shareholder
Lee A Moore & Doris M Moore JT TEN PO Box 507 Sneads Ferry, NC 28460	Common	514	Shareholder
Robert D Moore III 1107 Chestnut Street Wilmington, NC 28401	Common	171	Shareholder
John A Moore PO Box 1261 Wrightsville Beach, NC 28480	Common	429	Shareholder
Michael G Moran & Patti Moran JT TEN Box 222 Pinnacle, NC 27043-0222	Common	30	Shareholder
Michael G Moran Box 222 Pinnacle, NC 27043	Common	275	Shareholder
Robert F Moseman & Marilyn H Moseman JT TEN 723 Gulfstream Drive Kure Beach, NC 28449	Common	227	Shareholder

In re Cape Fear Bank Corporation

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
William H Mowery & Kathy J Mowery JT TEN 5921 Oxford Green Drive Apex, NC 27502	Common	343	Shareholder
Dwight M Murray & Deborah M Murray JT TEN 104 Buckstone Ln Spartanburg, SC 29307	Common	480	Shareholder
John W Myers 106 Valley Oak Drive Bunnlevel, NC 28323	Common	412	Shareholder
Clarence S Nagel & June M Nagel JT TEN 49404 Quail Trail Road Norwood, NC 28128	Common	170	Shareholder
Najobe Incorporated Attn: Managing Agent 5441 Oleander Dr Wilmington, NC 28403-5811	Common	343	Shareholder
Betty T Nance & Robinette Nance JT TEN 6328 Wrightsville Av #B-1 Wilmington, NC 28403	Common	171	Shareholder
Jo A Nelson & Floyd J Nelson JT TEN 6416 Serena Court Wilmington, NC 28411	Common	256	Shareholder
Breck M Newber & Mary L Newber JT TEN PO Box 902 Sneads Ferry, NC 28460	Common	171	Shareholder
Carol T Newberry C/F William Newberry UGMA/NC 5387 Hwy 53 East Burgaw, NC 28425	Common	917	Shareholder
Carol T Newberry C/F Sarah Newberry UGMA/NC 5387 Hwy 53 East Burgaw, NC 28425	Common	458	Shareholder

In re Cape Fear Bank Corporation

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Debtor

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Barbara Newell-Dinkins TOD Crystal L Dinkins 1017 Rosa Parks Lane Wilmington, NC 28409	Common	137	Shareholder
Robert C Newman Jr & Josephine Newman CO-TTEES 1302 Portside Drive Wilmington, NC 28405	Common	171	Shareholder
Nick Nicholson & Barbara Nicholson JT TEN 10115 Mason Rd Berlin, MD 21811	Common	52	Shareholder
Denana Ninkovic 529 Kelly Rd Wilmington, NC 28409-3161	Common	33	Shareholder
Michael Nixon & Ila Nixon JT TEN 121 Sunset Ave Wilmington, NC 28401	Common	1,136	Shareholder
Kenneth L Norris & Candace P Norris JT TEN 108 Sand Hill Road Sneads Ferry, NC 28460	Common	171	Shareholder
Charles W Norris 307 Claremont Lane Sneads Ferry, NC 28460	Common	343	Shareholder
Ronald K North & Charlene A North JT TEN 405 Upland Dr Wilmington, NC 28411	Common	963	Shareholder
W C Nowell & Carolyn Nowell JT TEN 287 Fulchers Landing Rd Sneads Ferry, NC 28460	Common	68	Shareholder
Robert O'Briant Jr & Georgia O'Briant JT TEN PO Box 10841 Southport, NC 28461	Common	861	Shareholder
James R O'Dell & Rebecca A O'Dell JT TEN 276 Austin Lane Newton Grove, NC 28366	Common	171	Shareholder

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Rosemary O'Hayer 1104 Pointe Summerset Drive Wilmington, NC 28403	Common	412	Shareholder
John Oden 309 North 21th Street Wilmington, NC 28405	Common	171	Shareholder
Clifford Owens & Tammy Owens JT TEN 173 Ben Williams Road Jacksonville, NC 28540	Common	343	Shareholder
Frank E Owens & Whitney S Owens JT TEN 6444 Tucker Avenue Mc Lean, VA 22101	Common	515	Shareholder
James T Owens & Christine J Owens JT TEN 145 Owens Ln Sneads Ferry, NC 28460	Common	1,722	Shareholder
Golie L Owens TOD Debbie S Owens 266 Peiffer Avenue Wilmington, NC 28409	Common	137	Shareholder
Rachel P Pace 825 Inlet View Dr Wilmington, NC 28409-2106	Common	171	Shareholder
Billy F Parker & Elizabeth N Parker JT TEN 4911 Rembert Drive Raleigh, NC 27612	Common	171	Shareholder
James W Parker & Gloria Parker JT TEN 3684 Highway 24 Newport, NC 28570	Common	171	Shareholder
Kerry W Parker & Linda M Lyon Parker JT TEN 702B Norfolk Lane Alexandria, VA 22314	Common	480	Shareholder
Thomas W Parker 37 Rubin Walk Fredericksburg, VA 22405	Common	171	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Wade L Parker Carolyn S Parker JT TEN 4316 Gordon Rd Wilmington, NC 28405	Common	515	Shareholder
Marylynn Patterson Cust J Patterson SC UGMA PO Box 597 Due West, SC 29639	Common	1,549	Shareholder
Marylynn Patterson Cust R Patterson SC UGMA PO Box 597 Due West, SC 29639	Common	1,549	Shareholder
Jerry P Payton 204 First Street Hampstead, NC 28443	Common	171	Shareholder
George B Perry 7809 Niffer Lane Wilmington, NC 28412	Common	256	Shareholder
Joyce E Persky SUCC TTEE Johnathan Persky REV TRUST 1740 Wildrose CT Highland Park, IL 60035-5517	Common	790	Shareholder
Joyce E Persky SUCC TTEE Laura Persky REV TRUST 1740 Wildrose Ct Highland Park, IL 60035	Common	790	Shareholder
Annabel J Peters 8083 Teague Farm Lane Kernersville, NC 27284	Common	342	Shareholder
Dwight L Peterson & Laura I Peterson JT TEN PO Box 371 Sneads Ferry, NC 28460-0371	Common	171	Shareholder
Janet Petris Scotia Hall 109 2200 Elm Ave Laurinburg, NC 28352	Common	33	Shareholder
Felicia G Phipps & Tommy C Spivey JT TEN 1700 Soft Wind Way Wilmington, NC 28403	Common	171	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Piedmont Transportation Attn: John Miller Box 156/2361 Ben Yount Ln Vale, NC 28168-8646	Common	861	Shareholder
Frank J Piscetelli & Connie Piscetelli JT TEN 1138 Groppo CV Wilmington, NC 28412-2542	Common	343	Shareholder
Elsie H Plummer 2182 New River Inlet Rd #180 North Topsail Beach, NC 28460	Common	171	Shareholder
Kathy H Poore & Ted H Poore JT TEN 1010 Timber Run Drive Salisbury, NC 28146	Common	688	Shareholder
Patricia M Popoulis & Michael Popoulis JT TEN 4730 Silva Terra Drive Wilmington, NC 28412	Common	137	Shareholder
Porters Neck Chiropractic Inc Attn: Managing Agent 8207 D Market St Wilmington, NC 28411	Common	275	Shareholder
Leigh T Powell CUST Ginny Powell NC UTMA 3101 Birnamwood Rd Raleigh, NC 27607	Common	110	Shareholder
Thomas Cox Powell III 8525 Caldbeck Dr Raleigh, NC 27615	Common	1,377	Shareholder
Gayle W. Powell PO Box 283 Whiteville, NC 28472	Common	1,722	Shareholder
Leigh T Powell 3101 Birnamwood Rd Raleigh, NC 27607	Common	163	Shareholder
Marvin C Powers & Bonnie A Powers JT TEN 104 Eldorado Court Jacksonville, NC 28546	Common	171	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Felecia Prease & Whitney Prease JT TEN 3001 Answorth Ct Wilmington, NC 28405-6425	Common	171	Shareholder
Arthur L. Presnell Jr 6310 Ferncliff Dr Concord, NC 28027	Common	1,720	Shareholder
Kristie Priest & Melvyn Priest Jr JT TEN 325 CCC Rd Council, NC 28434	Common	68	Shareholder
Kristie Priest C/F Jarret Priest UGMA/NC 325 CCC Rd Council, NC 28434	Common	18	Shareholder
David C Prince 2214 D Wrightsville Ave Wilmington, NC 28403	Common	77	Shareholder
R&T-Exch Agt for Unex S/H of Bank of Wilmington #4890 10 Commerce Dr Cranford, NJ 07016	Common	19,096	Shareholder
Lloyd C Ranew & Kathleen N Ranew JT TEN 1224 S Peninsula Dr #401 Daytona Beach, FL 32118	Common	343	Shareholder
Jeffrey M Ranew 3 Toulouse Place Greenville, SC 29615	Common	343	Shareholder
Adam V Relan 2201 Bel Arbor Pl Wilmington, NC 28403	Common	137	Shareholder
Dina I Relan 2201 Bel Arbor PL Wilmington, NC 28403	Common	137	Shareholder
Jody R. Relan 827 Hillside Ave Glen Ellyn, IL 60137	Common	1,722	Shareholder
Scott J Relan 2201 Bel Arbor Pl Wilmington, NC 28403	Common	137	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Terri J Richardson 1308 Lanvale Rd Leland, NC 28451	Common	27	Shareholder
Betty G Riddle 1009 W Cole St Dunn, NC 28334	Common	688	Shareholder
Robert A Riley & Frances B Riley TTEES 17521 SE 112th Ave Summerfield, FL 34491	Common	171	Shareholder
R W Rivenbark Jr Ttee Raymond Rivenbark Family Trst 588 Stratford Drive Blue Ridge, VA 24064	Common	171	Shareholder
Jerry Rivenbark 610 Forest Hills Dr Wilmington, NC 28403	Common	6	Shareholder
Peggy G Rivenbark 744 Shady Lane Rd Watha, NC 28478	Common	275	Shareholder
Thomas E Roberson & Susan M Roberson JT TEN 2905 Harvard Dr Wilmington, NC 28403	Common	894	Shareholder
Thomas E Roberson 2905 Harvard Drive Wilmington, NC 28403	Common	228	Shareholder
John W Robertson Jr PO Box 958 Sneads Ferry, NC 28460	Common	171	Shareholder
Steven Robinson & Bonnie Robinson JT TEN PO Box 700 Atlantic Beach, NC 28512	Common	515	Shareholder
James H Robinson Jr & Robin W Robinson JT TEN 1940 Hawthorne Rd Wilmington, NC 28403-5329	Common	171	Shareholder
Dudley L Rogers Jr 5546 Peden Point Rd Wilmington, NC 28409	Common	458	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Jackie L Rogerson 5865 Bear Grass Road Williamston, NC 27892	Common	343	Shareholder
Peter R Rogol 73 West Rock Avenue New Haven, CT 06515	Common	170	Shareholder
George William Rohe 4101 Black Sycamore Dr Charlotte, NC 28226	Common	861	Shareholder
Bryan Ventin Roles & Martha S Roles JT TEN 433 Pine Hurst Cir Hampstead, NC 28443	Common	68	Shareholder
Bryan Ventin Roles C/F Sarah Roles UGMA/NC 433 Pine Hurst Cir Hampstead, NC 28443	Common	68	Shareholder
Robert Roslund & Patricia Roslund JT TEN 1102 N Country Club Dr Schenectady, NY 12309	Common	861	Shareholder
Victoria L Runyon PO Box 631 Wrightsville Beach, NC 28480	Common	343	Shareholder
Johnny M Russ & Beverly C Russ JT TEN 202 Friendly Lane Wilmington, NC 28409	Common	412	Shareholder
Brenda G Russ 226 Bermuda Drive Wilmington, NC 28401	Common	137	Shareholder
Oma Taylor Russell 609-A South Lumina Avenue Wrightsville Beach, NC 28480	Common	515	Shareholder
OMA Taylor Russell TOD Louise Montgomery 609-A South Lumina Avenue Wrightsville Beach, NC 28480	Common	137	Shareholder
Joseph T. Sample PO Box 388 Garner, NC 27529-0388	Common	16,722	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Darleen J Samuels PO Box 385 Sneads Ferry, NC 28460	Common	171	Shareholder
Ricardo F Sanchez 205 E Jimmy St Candor, NC 27229	Common	275	Shareholder
Carl Wayne Sandlin 348 N Country Club Dr Kenansville, NC 28649-8926	Common	1,240	Shareholder
Newton D Sasser Jr PO Box 100 Sneads Ferry, NC 28460	Common	861	Shareholder
Annette W Sauls 10579 NC 50 N Angier, NC 27501	Common	157	Shareholder
Joanna C A Schimizzi & David G Schimizzi JT TEN 8528 Castle Cliff Drive Matthews, NC 28105	Common	308	Shareholder
Suzanne K Scholte 3014 Castle Rd Falls Church, VA 22044	Common	551	Shareholder
Mark J Schulman & Debra Schulman TEN COM 5616 Marsh Bay Dr Wilmington, NC 28409	Common	861	Shareholder
Georgia Amerson Scott 18055 NC Hwy 210 Rocky Point, NC 28457	Common	1,722	Shareholder
James L Seay Jr & Mary E Seay JT TEN 5410 Cross Creek Road Wilmington, NC 28403	Common	275	Shareholder
Frank Seiferth & Dorothy Seiferth TRUSTEES 232 Par Dr Williamsburg, VA 23188	Common	688	Shareholder
Seiferth Living Trust Frank/Dorothy Seiferth TRS 232 Par Drive Williamsburg, VA 23188	Common	1,722	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
T Scott Sessions C/F Graceanna Sessions UGMA/NC 105 Pecan Avenue Lake Waccamaw, NC 28450	Common	688	Shareholder
T Scott Sessions CUST Sealy Jane Sessions 105 Pecan Avenue Lake Waccamaw, NC 28450	Common	688	Shareholder
Jerry Setzer Jr CUST Charles Setzer SC UGMA 483 Connecticut Ave Spartanburg, SC 29302	Common	171	Shareholder
CS Shaw & Gail Shaw DJA 109 Blackbrook Lane Wilmington, NC 28409	Common	309	Shareholder
Harry M. Shaw 217 Lisbon St Clinton, NC 28328	Common	13,781	Shareholder
Judy C Shaw PO Box 25 Four Oaks, NC 27524	Common	171	Shareholder
George L Sheets Box 157 Sparta, NC 28675	Common	343	Shareholder
Juanita Shepard C/F Tristan Cook UTMA NC 1123 Factory Rd Hampstead, NC 28443	Common	33	Shareholder
Danika L Showalter & C Showalter TR, C Hargett 20759 Steamside Place Ashburn, VA 20147	Common	343	Shareholder
Edith H Sills 406 Shuney Street Wilmington, NC 28409	Common	171	Shareholder
Michael Simon & Jinwei Nui JT TEN 2974 Northeast 14th Avenue Hillsboro, OR 97124	Common	137	Shareholder

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LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Carole J Smart 530 Lea Drive Hampstead, NC 28443	Common	171	Shareholder
Bonnie Smith & Arthur J Smith JT TEN 1261 Washington Acres Rd Hampstead, NC 28443	Common	170	Shareholder
Charles E Smith & Doris J Smith JT TEN 202 Navaho Trail Wilmington, NC 28409	Common	343	Shareholder
Darryl M Smith & Cheryl L Smith JT TEN 3220 Orchestra Ct Apex, NC 27539	Common	343	Shareholder
Paul M Smith & Mary L Smith JT TEN 509 Deer Creek Drive Swansboro, NC 28584-9702	Common	171	Shareholder
W L Smith & Margaret T Smith JT TEN 1605 Viking Court Wilmington, NC 28405	Common	137	Shareholder
Annette M Smith 5013 Crosswinds Drive Wilmington, NC 28409	Common	343	Shareholder
Charles G. Smith 454 Womble Street Oak Island, NC 28465	Common	4,306	Shareholder
John J Smith PO Box 837 Atlantic Beach, NC 28512	Common	171	Shareholder
Mildred R Smith 99 Arn Ward Road Whiteville, NC 28472	Common	137	Shareholder
Sharon L. Smith 6603 Providence Rd Wilmington, NC 28411	Common	1,722	Shareholder

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LIST OF EQUITY SECURITY HOLDERS
 (Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
SNL Financial LLC C/O Daniel Oakey One SNL PLaza Box 2124 Charlottesville, VA 22902	Common	1	Shareholder
Carolyn B Soders 10315 S Olde Towne Wynd SE Leland, NC 28451-8414	Common	171	Shareholder
J. Winton Southerland & Jackie Southerland JT TEN 166 Country Sq Lane Jacksonville, NC 28540-3041	Common	1,722	Shareholder
Corey M Southerland 410 N Belvedere Dr Hampstead, NC 28443	Common	99	Shareholder
Donna B Spears C/F Penn S Compton Box 963 Oxford, NC 27565-0963	Common	137	Shareholder
Donna B Spears CUST Kinsley B Compton Box 963 Oxford, NC 27565	Common	137	Shareholder
Donna Bryan Spears 144 Pine Cone Dr Oxford, NC 27565	Common	1,377	Shareholder
Evelyn H Spence 10805 Leslie Dr Raleigh, NC 27614	Common	515	Shareholder
Latessa A Spiers CUST Mary E Spiers UTMA NC 1611 Windy Ridge Rd Charlotte, NC 28270	Common	688	Shareholder
Latessa Ann Spiers 1611 Windy Ridge Rd Charlotte, NC 28270-1107	Common	688	Shareholder
Marsha Spiller & Rex D. Sidbury JT TEN 1658 Watts Landing Rd Hampstead, NC 28443	Common	1,722	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Donna M Spivey & Tommy C Spivey JT TEN 1700 Softwind Way Wilmington, NC 28403	Common	861	Shareholder
Tommy C. Spivey & Donna M. Spivey JT TEN 1700 Soft Wind Way Wilmington, NC 28403	Common	5,167	Shareholder
John B St Leger 707 Maiden Choice Ln #7105 Catonsville, MD 21228	Common	343	Shareholder
Michael D Stacey 413 Rivage Promenade Wilmington, NC 28412	Common	171	Shareholder
David W Stack & Marie R Stack JT TEN 326 NE 54th St Oak Island, NC 28465	Common	171	Shareholder
Marie R Stack 326 NE 54th St Oak Island, NC 28465-4905	Common	171	Shareholder
Judith D Stanaland 1710 Beach Dr SW Calabash, NC 28467	Common	328	Shareholder
Mary P Stanford CUST Christopher Taylor NC UTMA PO Box 1236 Oak Island, NC 28465	Common	171	Shareholder
James C Stasios & Maria M Stasios JT TEN 424 Camway Drive Wilmington, NC 28403	Common	171	Shareholder
Richard A Steinkopf & Jane D Steinopf JT TEN 4308 Fireside Court Wilmington, NC 28412	Common	137	Shareholder
Helen W Stevens & Kelly L Stevens JT TEN 5630 Oak Bluff Lane Wilmington, NC 28409	Common	688	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Terry L Stewart 1125 Veranda Ct Leland, NC 28451-7790	Common	171	Shareholder
Charles H Stolze & Cheryl E Stolze JT TEN 2240 Providence Street Falls Church, VA 22043	Common	412	Shareholder
Charles H Stolze & Cheryl Stolze TEN ENT 2240 Providence St Falls Church, VA 22043	Common	137	Shareholder
Sasha Strickland 1523 34th St NW Washington, DC 20007	Common	137	Shareholder
Earl R Swaney & Linda K Swaney JT TEN Sneads Ferry, NC 28460	Common	171	Shareholder
Vila Rae Swaney TOD Bradford E Swaney PO Box 102 Sneads Ferry, NC 28460	Common	343	Shareholder
Wanda O. Swanson 199 Lancashire Run Smithfield, NC 27577-8028	Common	1,722	Shareholder
Bobby Gene Taylor PO Box 445 Sneads Ferry, NC 28460	Common	33	Shareholder
Linwood E Taylor PO Box 845 Sneads Ferry, NC 28460	Common	515	Shareholder
Sam Taylor 118 Dogwood Lane Sneads Ferry, NC 28460	Common	515	Shareholder
Kenyon P Temple 105 River Drive Southport, NC 28461	Common	343	Shareholder
Bethany M Terry 121 Stoneybrook Rd Wilmington, NC 28411-7866	Common	2	Shareholder

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LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
The Mary Ann Matthewson Rev Trust DTD 3/28/01 6680 Beulah Hill Church Rd West End, NC 27376	Common	861	Shareholder
Louis Walker Thomas III & Bonnie E Thomas JT TEN 365 Beacon Lane Sneads Ferry, NC 28460	Common	343	Shareholder
Diane L. Thomas 92 Red Maple Dr Pawleys Island, SC 29585	Common	1,722	Shareholder
George Thomas PO Box 324 Four Oaks, NC 27524	Common	447	Shareholder
Joyce G Thomas 1410 Pendergress Rd Sanford, NC 27330	Common	860	Shareholder
Patricia B Thompson 109 Baker St Winters, CA 95694-1907	Common	75	Shareholder
Jennifer W Thurston Tod John W Thurston 309 Deerfield Road Castle Hayne, NC 28429	Common	825	Shareholder
Hollace L Tiger 506A Spartanburg Ave Carolina Beach, NC 28428-5209	Common	85	Shareholder
Bonnie T Tompkins C/F Anthony J Tompkins UGMA/NC 19521 NC Highway 210 Rocky Point, NC 28457	Common	137	Shareholder
Douglas M Tompkins PO Box 11 Ennice, NC 28623	Common	861	Shareholder
Suzanne O Turner & Bruce L Turner JT TEN 106 Lake Drive Sterling, VA 20164	Common	171	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
William R Turner III & William R Turner Jr JT TEN 5208 Clear Run Drive Wilmington, NC 28403	Common	170	Shareholder
Otis R Tuter Jr PO Box 1114 Sneads Ferry, NC 28460	Common	171	Shareholder
Two-Ten Investors Inc Attn: Harry M. Shaw 217 Lisbon St Clinton, NC 28328	Common	13,781	Shareholder
Ashley Tyler CUST FBO Jackson Tyler UTMA NC 5001 Godfrey Way Wilmington, NC 28409	Common	6	Shareholder
R Mitchel Tyler CUST Jackson Tyler UGMA NC PO Box 222 Lake Waccamaw, NC 28450	Common	275	Shareholder
Deborah F Tyman 501 Hunt Street Whiteville, NC 28472	Common	171	Shareholder
Mary S Urban C/F Richard G Urban UGMA/NC 7890 Market Street Wilmington, NC 28411	Common	137	Shareholder
Mario Vaillancourt 1125 Veranda Ct Leland, NC 28451	Common	171	Shareholder
Daniel G Valentine & Karen K Valentine JT TEN 334 Zonnie Ln Hampstead, NC 28443-8707	Common	137	Shareholder
Karen Valentine C/F Brandi A Yeager UGMA/NC 334 Zonnie Ln Hampstead, NC 28443-8707	Common	137	Shareholder
Ronald S Vaughn & Belinda C Vaugh JT TEN PO Box 832 Sneads Ferry, NC 28460	Common	343	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Travis J Veach PO Box 363 Sneads Ferry, NC 28460	Common	861	Shareholder
Don W Viets Jr 1227 Forest Drive Whiteville, NC 28472	Common	171	Shareholder
Charlene F Waggett TTEE Charlene Waggett Rev Trst 612 Bayshore Dr Wilmington, NC 28411	Common	1,170	Shareholder
John D Waggett 612 Bayshore Drive Wilmington, NC 28411	Common	205	Shareholder
Ronnie C Walker Sr & Ronnie C Walker Jr JT TEN 204 West C Street Erwin, NC 28339	Common	429	Shareholder
Ronnie C Walker Sr & Brian K Walker JT TEN 204 West C Street Erwin, NC 28339	Common	429	Shareholder
Jerry W Wallace 1415 Balls Creek Rd Claremont, NC 28610	Common	137	Shareholder
Jason H Ward & Anita J Ward JT TEN 2718 Creek Point Rd Graham, NC 27253	Common	203	Shareholder
John H Ward & Rita C Ward JT TEN 3035 Lebanon Church Road Clarendon, NC 28452	Common	137	Shareholder
Joan G Ward 6448 Shinnwood Road Wilmington, NC 28403	Common	171	Shareholder
William H Ward Dianne D Ward JT TEN 744 Tar Landing Road Holly Ridge, NC 28445	Common	393	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Meredith P Warshaw 1000 East 8th Street Austin, TX 78702	Common	171	Shareholder
Joyce S Warwick & Lindsay Yarbrough JT TEN 89 Dales Dr Whiteville, NC 28422	Common	12	Shareholder
Margaret S Washington 1012 Redding Rd Asheboro, NC 27203	Common	256	Shareholder
Ellen D Watts 226 Brighton Rd Wilmington, NC 28405	Common	275	Shareholder
Lisa Wayne C/F Jonathan Wayne Jr UGMA/NC 805 Wood Cove Road Wilmington, NC 28409	Common	137	Shareholder
Gary L Weaver 8111 Schooner Place Wilmington, NC 28412	Common	205	Shareholder
G Steve Webb & Sarah B Webb JT TEN 129 Bell Pointe Sneads Ferry, NC 28460	Common	343	Shareholder
Thomas C Webb Sr 527 Peru Rd Sneads Ferry, NC 28460	Common	861	Shareholder
Elisabeth Weckenmann C/F Chase Weckenmann UGMA/NC 5316 Ivocet Drive Wilmington, NC 28409	Common	137	Shareholder
Hazel G Wells 5061 Penderlea Highway Willard, NC 28478	Common	343	Shareholder
Hendrick C Wells PO Box 697 Sneads Ferry, NC 28460	Common	515	Shareholder
Joyce M Wentz 4104-102 Breezewood Dr Wilmington, NC 28412	Common	137	Shareholder

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LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Kenneth S White 3412 Upton Court Wilmington, NC 28401	Common	171	Shareholder
Edward W. Whitesides 2310 Waverly Dr Wilmington, NC 28403	Common	1,722	Shareholder
Gwynne T Whitley C/F William D Allen UGMA/NC 3735 Providence Manor Road Charlotte, NC 28270	Common	275	Shareholder
Kim M. Whitten & Christopher Whitten JT TEN 3350 Woodcreek Dr Charlottesville, VA 22911	Common	3,960	Shareholder
Kim M Whitten C/F Anna M Whitten UGMA/NC 3350 Woodcreek Dr Charlottesville, VA 22911	Common	205	Shareholder
Kim M Whitten C/F Tobyn Whitten UGMA/NC 3350 Woodcreek Dr Charlottesville, VA 22911	Common	411	Shareholder
Kim M Whitten 3350 Woodcreek Dr Charlottesville, VA 22911	Common	669	Shareholder
James P Whittenton & Margaret Whittenton JT TEN 1055 Tilghman Rd Dunn, NC 28334	Common	861	Shareholder
David O Whittenton Jr & Jennifer H Whittenton JT TEN 608 Bumpas Creek Rd Dunn, NC 28334	Common	343	Shareholder
David O Whittenton Jr CUST E Dare Whittenton NC UTMA 608 Bumpus Creek Rd Dunn, NC 28334	Common	171	Shareholder
Elizabeth D Whittenton 608 Bumpas Creek Access Dunn, NC 28334	Common	429	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Helen B Williams C/F Claire Williams UTMA/NC 2009 Carrbridge Way Raleigh, NC 27615	Common	110	Shareholder
Helen B Williams CUST Mitchell G Williams UTMA NC 2009 Carrbridge Way Raleigh, NC 27615	Common	137	Shareholder
Annette Williams 2132 Woodyard Road Riegelwood, NC 28456	Common	515	Shareholder
Terryce E Willis 911 Main Street PO Box 7109 Navassa, NC 28451	Common	137	Shareholder
Williston Corporation Attn: Managing Agent 1348 Sycamore Rd Virginia Beach, VA 23452-6025	Common	429	Shareholder
Deborah S. Willoughby 2200 Effingham Circle Raleigh, NC 27615	Common	171	Shareholder
Jeffrey W Winegardner 422 Pinehurst Circle Hampstead, NC 28443	Common	137	Shareholder
E Juanita Winner TOD Rob R Slaughter PO Box 231 Carolina Beach, NC 28428-0231	Common	137	Shareholder
Morton N Winter & Ellen S Winter JT TEN 3910 Fawn Creek Dr Kingwood, TX 77339	Common	1,048	Shareholder
Walter O. Winter 1105 Harborway Pl Wilmington, NC 28405	Common	24,941	Shareholder
Natalie E Wiseman 119 Greer Street Defiance, OH 43512	Common	171	Shareholder

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Richard E Witherspoon & Kelly B Witherspoon JT TEN 139 Dogwood Lane Hampstead, NC 28443	Common	137	Shareholder
Robin Wood CUST Kimberly Wood NC/UTMA 622 Culler Ct Wilmington, NC 28409	Common	84	Shareholder
Ewell A Woolard & Esther S Woolard JT TEN 162 Biglings Creek Rd Sneads Ferry, NC 28460	Common	171	Shareholder
WPL Investments LLC Attn: Managing Agent PO Box 147 Parkton, NC 28371	Common	1,722	Shareholder
David L Yancey 4164 Ripken Circle W Jacksonville, FL 32224	Common	275	Shareholder
Joel B Yancey 7611 Rathlin Court Charlotte, NC 28270	Common	275	Shareholder
L Clement Yancey Box 945 Oxford, NC 27565	Common	6000	Shareholder
Charles L Yates & Sandra L Yates JT TEN 138 Biglings Creek Rd Sneads Ferry, NC 28460	Common	343	Shareholder
Earl B Yates & Patsy C Yates JT TEN 120 Hill Lane Sneads Ferry, NC 28460	Common	1,722	Shareholder
David T Yee & Laura L Yee JT TEN 23 Mount Pleasant Rd Morristown, NJ 07960	Common	343	Shareholder
Ronald Yopp Jr 2211 Hwy 172 Sneads Ferry, NC 28460	Common	6	Shareholder

In re Cape Fear Bank Corporation, Debtor Case No. _____

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Ronald A Yopp Sr & Wilma E Yopp JT TEN 100 Sea Turtle Cove Sneads Ferry, NC 28460	Common	515	Shareholder

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President and CEO 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 June 23, 2009

Signature /s/ Ralph Strayhorn
Ralph Strayhorn
President and CEO

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
Eastern District of North Carolina-Wilson Division**

In re Cape Fear Bank Corporation Debtor(s) Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

I, the President and CEO of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: June 23, 2009 /s/ Ralph Strayhorn
Ralph Strayhorn/President and CEO
Signer/Title

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