

**UNITED STATES BANKRUPTCY COURT
District of New Mexico**

MAXREP LLC, A New Mexico Domestic Limited
Liability Company

In re _____,
Debtor

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
MACROLEASE CORPORATION 1 WEST AMES COURT PLAINVIEW NY 11803		Financing leases of gym and exercise equipment		409,581.40 Collateral FMV 1.00
KEY EQUIPMENT FINANCE INC. 1000 S. McCASLIN BLVD SUPERIOR CO 80027		Financing leases of gym and exercise equipment		101,325.92 Collateral FMV 1.00

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(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
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VGM FINANCIAL SERVICES
P.O. BOX 78523
MILWAUKEE WI
53278-0523

Financing leases of gym and exercise equipment

77,817.27
Collateral FMV
1.00

GENEVA CAPITAL LLC
522 BROADWAY STREET SUITE 4
ALEXANDRIA MN
56308

Financing leases of gym and exercise equipment

32,919.26
Collateral FMV
1.00

Far North LLC
Vintage Real Estate LLC
Attention: Vice President of Operations
11611 San Vicente Blvd 10th Floor
Los Angeles CA
90049

Claim under lease of premises 6300 San Mateo NE

Contingent Unliquidated

18,620.15

Charter Fitness of Far North LLC
Attention: Peter J. Vrdolyak
10811 W. 143rd Street Suite 210
Orland Park IL 60467

Claim under Asset Purchase Agreement dated 7/1/11

Contingent Unliquidated Disputed

12,986.00

Skyview Center L.P.
250 W. Southlake Blvd, Ste. 250
Southlake TX 76092

Claim under Lease of premises 1520 Tramway Blvd. N

Contingent Unliquidated

12,594.56

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(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
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<p>Charter Fitness of Skyview LLC Attention: Peter J. Vrdolyak 10811 W. 143rd Street Suite 210 Orland Park IL 60467</p>	<p>Claim under Asset Purchase Agreement dated 7/1/11</p>	<p>Contingent Unliquidated Disputed</p>	<p>9,884.39</p>
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<p>Rio Rancho of NM Ltd. Partnership, Eckbird, Inc, and Bound Brook-28 LLC c/o Mark Rubin 777 Arthur Godfrey Road Suite 400 Miami FL 33140-3441</p>	<p>Claim under lease of premises 1660 Rio Rancho Blvd</p>	<p>Contingent Unliquidated</p>	<p>6,371.74</p>
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<p>Del Outdoor Advertising, Inc. 1702 S. Arizona Ave. Yuma AZ 85364</p>	<p>Outdoor Advertising Agreement</p>	<p>Contingent Unliquidated Disputed</p>	<p>6,307.60</p>
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<p>Charter Fitness of Rio Rancho LLC Attention: Peter J. Vrdolyak 10811 W. 143rd Street Suite 210 Orland Park IL 60467</p>	<p>Claim under Asset Purchase Agreement dated 7/1/11</p>	<p>Contingent Unliquidated Disputed</p>	<p>5,416.67</p>
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<p>Joseph P. Vrdolyak II 10811 W. 143rd Street, Suite 210 Orland Park IL 60467</p>	<p>Claims under Asset Purchase Agreement dated 7/1/11</p>	<p>Contingent Unliquidated Disputed</p>	<p>1.00</p>
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<p>Peter J. Vrdolyak III 10811 W. 143rd Street, Suite 210 Orland Park IL 60467</p>	<p>Claims under Asset Purchase Agreement dated 7/1/11</p>	<p>Contingent Unliquidated Disputed</p>	<p>1.00</p>
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, [the president or other officer or an authorized agent of the corporation] named as debtor in this case, declare under penalty of perjury that I have read the foregoing LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS and that it is true and correct to the best of my information and belief.

Date 10-26-11

Signature William Rodway
WILLIAM J. RODWAY,
Managing Member