

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.,

Case No.: 09-36379-PGH
Case No.: 09-36396-PGH
(Jointly Administered)

Debtors.

**LIQUIDATING TRUSTEE'S APPLICATION TO EMPLOY
MICHAEL J. LESSER, NUNC PRO TUNC TO SEPTEMBER 26, 2014**

Barry E. Mukamal, in his capacity as liquidating trustee ("*Liquidating Trustee*") of the Palm Beach Finance Partners Liquidating Trust and Palm Beach Finance II Liquidating Trust, by and through undersigned counsel, and pursuant to 11 U.S.C. § 327(a) and *Fed. R. Bank. P.* 2014(a), respectfully requests that this Court enter an Order, authorizing the employment of Michael J. Lesser ("*Applicant*"), *nunc pro tunc* to September 26, 2014. In support, the Liquidating Trustee states as follows:

1. On November 30, 2009, the Debtors filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code [ECF No. 1]. By subsequent Order of this Court, the cases are jointly administered.
2. On January 28, 2010, the Court entered the Agreed Order Directing Appointment of Chapter 11 Trustee and Denying United States Trustee's Motion to Convert Cases to Cases under Chapter 7 [ECF No. 100].
3. On January 29, 2010, the United States Trustee appointed the Liquidating Trustee as Chapter 11 Trustee in both of the Debtors' estates [ECF No. 107].

4. The Liquidating Trustee is the Liquidating Trustee by virtue of this Court's Order Confirming Second Amended Joint Plan of Liquidation dated October 21, 2010 [ECF No. 444].

5. The Liquidating Trustee desires to employ the Applicant as an expert, *nunc pro tunc* to September 26, 2014.

6. The Liquidating Trustee believes that the Applicant is qualified to advise the Liquidating Trustee on certain issues relating to banking and financial services regulations. In support, attached as Exhibit 1 is the Applicant's curriculum vitae.

7. The Applicant will assist the Liquidating Trustee in an objective and independent evaluation of issues relating to certain banking and financial services regulations, as well as other related or similar analyses that the Liquidating Trustee may request. This will include expert consulting services, and may include expert testifying services, in contested matters or one or more adversary proceedings commenced by the Liquidating Trustee. The Applicant's hourly rate for this engagement is \$500 per hour.

8. To the best of the Liquidating Trustee's knowledge, the Applicant does not (i) have any connection with the Debtors or the Debtors' estates; or (ii) represent any interest adverse to the Liquidating Trustee, the Debtors or the Debtors' estates.

9. Attached as Exhibit 2 is the Applicant's fully executed and notarized affidavit, executed on behalf of him personally, demonstrating that he is disinterested as required by 11 U.S.C. § 327(a) and a verified statement as required under *Fed. R. Bank. P.* 2014.

10. The Liquidating Trustee believes that the employment of the Applicant is in the best interest of the Debtors' estates and their creditors.

11. Article 7.1.11 of the Plan states, among other things, that professionals retained shall: (i) be entitled to monthly interim compensation for fees and expenses incurred and; (ii)

professionals shall, no less frequently than once every four (4) months, submit applications to the Bankruptcy Court for final approval of same.

12. Article 1.76 of the Plan, entitled "Pro Rata Allocation Formula", provides for a *pro rata* allocation formula supporting an 18% / 82% allocation between the PBF and PBF II estates, respectively, based upon the total assets of each entity. The Trustee believes that this formula is the proper methodology to allocate certain fees and expenses between the two estates.

WHEREFORE, the Liquidating Trustee respectfully requests the Court enter an Order (similar in form to the attached Exhibit 3) (i) authorizing the retention of the Applicant, *nunc pro tunc* to September 26, 2014, as his expert upon the terms and conditions set forth above; and (ii) for all other relief this Court deems just and proper.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing was served on October 10, 2014, via the Court's Notice of Electronic Filing upon the Registered Users listed on the attached Exhibit 4 and via U.S. Mail to those parties listed on the attached Composite Exhibit 5.¹

s/ Solomon B. Genet
Solomon B. Genet, Esquire
Florida Bar No. 617911
sgenet@melandrussin.com
MELAND RUSSIN & BUDWICK, P.A.
3200 Southeast Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131
Telephone: (305) 358-6363
Telecopy: (305) 358-1221

Attorneys for Liquidating Trustee

¹ "NEF" means that service was made by Notice of Electronic Filing as set forth on Exhibit 4 and is not being additionally served by mail.

"DUP" means that the address appears more than once on this exhibit and is only being served one time by mail.

"INC" means that the Matrix contains an incomplete addresses; hence, no service by mail.

"NNR" means no notice is required. Examples are professionals retained.

"ADDL" means these additional parties served as a courtesy. See Exhibit 6.



Michael J. Lesser

Banking and Financial Services Regulatory Expert
68 Mountainview Road
Millburn, NJ 07041
USA
M +1-201-341-7982
H +1-973-467-1561
m.lesser@yahoo.com

Qatar Financial Centre Regulatory Authority (Doha, Qatar) 2006-retired June 2011
Managing Director, Supervision and Authorisation

Managing Director of Supervision from November 2006 with responsibility for the Supervision of all firms authorised in the Qatar Financial Centre, Member of the Executive Committee and the Chairman's Committee, involved in setting strategic vision and directing the overall management of the organization.

From mid 2009, Managing Director for Supervision and Authorisation, with the added responsibility of the application process for all new firms coming into the QFC.

State of New York Banking Department 1972-2006
Deputy Superintendent of Banks

July to October 2006 overall charge of Bank Supervision, responsible for the Divisions covering bank supervision and examination, examination support, applications, research and technical assistance.

October 2004 to July 2006 headed of the Large Complex Banks Division with responsibility for most of the major banking institutions under New York State supervision.

November 2000 to October 2004 Head of the Foreign Financial Services Division.

1998-2000 Chief Examiner, responsible for all safety and soundness examinations conducted by the Department and later, after a Departmental reorganization, in charge of the specialist examination teams, overseas offices, training and quality assurance.

Earlier roles:

1996-1998 Assistant Deputy Superintendent in Examinations Division

1990-1996 Assistant Deputy Superintendent in the Foreign Banks Division

1972-1990 Field and later office examiner with increasing levels of responsibility working in the New York, Rochester and London offices and in the Domestic Commercial Banks Division.

Represented the Department and the Conference of State Bank Supervisors' ("CSBS") on the Federal Financial Services Examination Council's ("FFIEC") Interagency Country Exposure Review Committee and the FFIEC BSA Working Group (the US Interagency AML working group). Worked on a number of CSBS committees and working groups including the Technology Committee, the Internet Banking Working Group on Supervision and the International Working Group. Chairman of the CSBS International Regulatory Task Force, a member of its International Bankers Advisory Board and a member of its Regulatory Committee.

Graduate of the City College of New York with a degree in Economics.

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Case No.: 09-36379-PGH
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(Jointly Administered)

Debtors.
_____/

AFFIDAVIT OF MICHAEL J. LESSER

STATE OF NEW JERSEY)
) ss:
COUNTY OF ESSEX)

Michael J. Lesser, being duly sworn, says:

1. I am over the age of eighteen and of sound mind.
2. I am a banking and financial services regulatory expert.
3. I do not represent any interest adverse to the Liquidating Trustee, the Liquidating

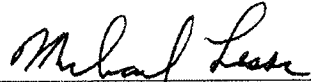
Trusts, the Debtors or their estates with respect to the matters for which I am to be employed.

Further, I am "disinterested" as that term is used in 11 U.S.C. § 327(a).

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4. Except for the performance of services for the Liquidating Trustee, I do not and will not represent any other entity in connection with this case, and I will not accept any fee from any other party or parties in this case in connection with my work in the instant case.

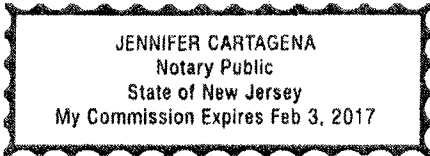
FURTHER AFFIANT SAYETH NAUGHT.


MICHAEL J. LESSER

Sworn to and Subscribed before me
10/10, 2014.


Notary Public, State of New Jersey

My Commission Expires: 2/3/17



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PAL BEACH FINANCE II, L.P.,

Case No.: 09-36379-PGH
Case No.: 09-36396-PGH
(Jointly Administered)

Debtors.

_____ /

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION
OF MICHAEL J. LESSER, NUNC PRO TUNC TO SEPTEMBER 26, 2014**

THIS CAUSE came before the Court on _____ at _____ upon the Liquidating Trustee’s *Application to Employ Michael J. Lesser (“Applicant”), Nunc Pro Tunc to September 26, 2014* [ECF No. ____] (“*Application*”). Upon the representations that the Applicant (i) is duly qualified, (ii) holds no interest adverse to the Liquidating Trustee or the Debtors’ estates in the matters upon which the Applicant is engaged, (iii) is disinterested as required by 11 U.S.C. § 327(a), (iv) has disclosed any connections with parties set forth in *Fed. R. Bankr. P.* 2014, and

(v) the Applicant's employment is necessary and would be in the best interests of the Debtors' estates and their creditors, it is

ORDERED as follows:

1. The Application is **GRANTED**, *nunc pro tunc* to September 26, 2014.
2. The Liquidating Trustee is authorized to retain the Applicant as a consultant (expert) pursuant to 11 U.S.C. §§ 327, 330 and 331, and the terms set forth in the Application.
3. The Applicant is entitled to monthly interim compensation for fees and expenses incurred and shall, no less frequently than once every four (4) months, submit applications to the Bankruptcy Court for final approval of same.
4. The "Pro Rata Allocation Formula" is the proper methodology to allocate Applicant's fees and expenses between the two estates.

###

Submitted By:

Solomon B. Genet, Esquire
Florida Bar No. 617911
sgenet@melandrussin.com
MELAND RUSSIN & BUDWICK, P.A.
Counsel for Liquidating Trustee
3200 Southeast Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131
Telephone: (305) 358-6363
Telefax: (305) 358-1221

Copies Furnished To:

Attorney Solomon B. Genet is directed to serve copies of this Order on all parties in interest and to file a Certificate of Service.

Mailing Information for Case 09-36379-PGH

Electronic Mail Notice List

The following is the list of parties who are currently on the list to receive email notice/service for this case.

- **Geoffrey S. Aaronson** gaaronson@aspalaw.com, jevans@aspalaw.com
- **Melissa Alagna** mma@segallgordich.com, jxp@segallgordich.com
- **Vincent F Alexander** vfa@kttl.com, lf@kttl.com
- **Keith T Appleby** kappleby@hwhlaw.com, lbecker@hwhlaw.com
- **Paul A Avron** pavron@bergersinger.com, efile@bergersinger.com; efile@ecf.inforuptcy.com
- **Scott L. Baena** sbaena@bilzin.com, eservice@bilzin.com; lfflores@bilzin.com
- **Marc P Barmat** ndixon@furrcohen.com, mbarmat@furrcohen.com; atty_furrcohen@bluestylus.com
- **Sean M. Berkowitz** sean.berkowitz@lw.com, chefiling@lw.com; roger.schwartz@lw.com; robert.malionek@lw.com; megan.fitzpatrick@lw.com; barbara.pipchok@lw.com; alicia.davis@lw.com
- **Steven M Berman** sberman@slk-law.com, bgoodall@slk-law.com
- **Mark D. Bloom** bloomm@gtlaw.com, MiaLitDock@gtlaw.com; miaecfbky@gtlaw.com
- **Ira Bodenstein** ibodenstein@shawgussis.com
- **Noel R Boeke** noel.boeke@hklaw.com, wendysue.henry@hklaw.com
- **Michael S Budwick** mbudwick@melandrussin.com, ltannenbaum@melandrussin.com; mrbnefs@yahoo.com
- **Michael S Budwick** mbudwick@melandrussin.com, ltannenbaum@melandrussin.com; mrbnefs@yahoo.com
- **Dennis M. Campbell** dcampbell@campbelllawfirm.net, gschmied@campbelllawfirm.net; lartigas@campbelllawfirm.net
- **Rilyn A Carnahan** rilyn.carnahan@gmlaw.com, efileu1092@gmlaw.com; efileu1089@gmlaw.com; efileu1435@gmlaw.com; efileu1094@gmlaw.com; lauren.baio@gmlaw.com; gregory.stolzberg@gmlaw.com
- **Francis L. Carter** flc@fcarterpa.com
- **Francis L. Carter** flc@katzbarron.com
- **Francis L. Carter** flc@katzbarron.com
- **Lisa M. Castellano** lcastellano@becker-poliakoff.com, thenry@becker-poliakoff.com; tfritz@becker-poliakoff.com
- **Helen Davis Chaitman** , jgorchkova@beckerny.com; lblanco@beckerny.com; cdavis@beckerny.com
- **Helen Davis Chaitman** hchaitman@beckerny.com, jgorchkova@beckerny.com; lblanco@beckerny.com; cdavis@beckerny.com
- **Franck D Chantayan** franck@chantayan.com
- **Daniel DeSouza** ddesouza@desouzalaw.com, ddesouza13@gmail.com
- **John R. Dodd** doddj@gtlaw.com, miaecfbky@gtlaw.com; mialitdock@gtlaw.com
- **John D Eaton** jeaton@shawde-eaton.com, sramirez@shawde-eaton.com
- **Darren D. Farfante** darren.farfante@bipc.com, Denise.Strand@bipc.com
- **Heidi A. Feinman** Heidi.A.Feinman@usdoj.gov
- **Jonathan S. Feldman** jfeldman@melandrussin.com, ltannenbaum@melandrussin.com; mrbnefs@yahoo.com
- **G Steven Fender** efileu1113@gmlaw.com, efileu1094@gmlaw.com; efileu1092@gmlaw.com; efileu1435@gmlaw.com; lauren.baio@gmlaw.com; gregory.stolzberg@gmlaw.com
- **David S Foster** chefiling@lw.com
- **Robert G Fracasso Jr** rfracasso@shutts.com, jgoodwin@shutts.com
- **Robert C Furr** rbnasralla@furrcohen.com, atty_furrcohen@bluestylus.com
- **Solomon B Genet** sgenet@melandrussin.com, ltannenbaum@melandrussin.com; mrbnefs@yahoo.com
- **John H Genovese** jgenovese@gjb-law.com, hburke@gjb-law.com; gjbcf@gjb-law.com
- **Michael I Goldberg** michael.goldberg@akerman.com, charlene.cerda@akerman.com
- **Lawrence Gordich** LAG@segallgordich.com, jxp@segallgordich.com; mma@segallgordich.com
- **Scott M. Grossman** grossmansm@gtlaw.com, smithl@gtlaw.com; MiaLitDock@gtlaw.com; FTLitDock@GTLaw.com; miaecfbky@gtlaw.com
- **Jennifer Hayes** jhayes@foley.com, crowell@foley.com
- **Zachary N James** zjames@melandrussin.com, ltannenbaum@melandrussin.com; mrbnefs@yahoo.com
- **Kenneth M Jones** kjones@moodyjones.com
- **Michael A Kaufman** michael@mkaufmanpa.com, diamondmk@aol.com; kaufmanesq@gmail.com; dgimbel@mkaufmanpa.com; kwatson@mkaufmanpa.com
- **Michael A Kaufman** michael@mkaufmanpa.com, diamondmk@aol.com; kaufmanesq@gmail.com; dgimbel@mkaufmanpa.com; kwatson@mkaufmanpa.com
- **Stephen J Kolski Jr** stevekolski@catlin-saxon.com
- **Harris J. Koroglu** hkoroglu@shutts.com, jgoodwin@shutts.com
- **James A Lodoen** jlodoen@lindquist.com, ghildahl@lindquist.com
- **David S Mandel** dmandel@mandel-law.com, susan@mandel-law.com
- **Joshua A Marcus** jmarcus@melandrussin.com, ltannenbaum@melandrussin.com; mrbnefs@yahoo.com
- **Joshua A Marcus** jmarcus@melandrussin.com, ltannenbaum@melandrussin.com; mrbnefs@yahoo.com
- **Aleida Martinez Molina** amartinez@wsh-law.com, jfuentes@wsh-law.com
- **Paul J McMahon** pjmc@pjmlawmiami.com
- **Brian M Mckell** brian.mckell@wilsonelser.com, lourdes.riestra@wilsonelser.com
- **Yvonne F Mizusawa** yvonne.f.mizusawa@frb.gov
- **James C. Moon** jmoon@melandrussin.com, ltannenbaum@melandrussin.com; mrbnefs@yahoo.com
- **Barry E Mukamal** bankruptcy@marcumllp.com, FL64@ecfcbis.com
- **Barry E Mukamal** bemtrustee@kapilamukamal.com, FL64@ecfcbis.com
- **Barry E. Mukamal** bemtrustee@kapilamukamal.com
- **David J Myers** myers@fsblegal.com
- **Office of the US Trustee** USTPRegion21.MM.ECF@usdoj.gov
- **Leslie S. Osborne** rappaport@kennethrappaportlawoffice.com
- **John E Page** jpage@sfl-pa.com, scusack@sfl-pa.com; lrosetto@sfl-pa.com
- **Kristopher E Pearson** kpearson@stearnsweaver.com, mmasvidal@stearnsweaver.com; bank@stearnsweaver.com; rross@stearnsweaver.com; dillworthcdp@ecf.epiqsystems.com; larrazola@stearnsweaver.com; cgraver@stearnsweaver.com
- **Jennifer H Pinder** jpinder@foley.com, crowell@foley.com
- **Chad P Pugatch** cpugatch.ccf@rprslaw.com
- **Cristopher S Rapp** csrapp@jones-foster.com, eservice@tobinreyes.com; dboentgen@tobinreyes.com; rar@tobinreyes.com; mhorton@tobinreyes.com
- **Cristopher S Rapp** csrapp@tobinreyes.com, eservice@tobinreyes.com; dboentgen@tobinreyes.com; rar@tobinreyes.com; mhorton@tobinreyes.com
- **Patricia A Redmond** predmond@stearnsweaver.com, jmartinez@stearnsweaver.com; bank@stearnsweaver.com; rross@stearnsweaver.com; dillworthcdp@ecf.epiqsystems.com; sdaddese@akingump.com
- **Patricia A Redmond** predmond@stearnsweaver.com, jmartinez@stearnsweaver.com; bank@stearnsweaver.com; rross@stearnsweaver.com; dillworthcdp@ecf.epiqsystems.com; sdaddese@akingump.com

- **Jason S Rigoli** jrigoli@furrcohen.com, ndixon@furrcohen.com;atty_furrcohen@bluestylus.com
- **Kenneth B Robinson** krobinson.ecf@rprslaw.com
- **Joseph Rodowicz** bankruptcy@rodowiczlaw.com, rodowiczlaw@gmail.com
- **Robin J. Rubens** rjr@klsg.com, esf@klsg.com
- **Peter D. Russin** prussin@melandrussin.com, ltannenbaum@melandrussin.com;mrbnfs@yahoo.com
- **Franklin H Sato** fsato@wickersmith.com, alazaro@wickersmith.com
- **Bradley M Saxton** bsaxton@whww.com, scolgan@whww.com;rweinman@whww.com;breece@whww.com
- **Michael L Schuster** mschuster@gjb-law.com, gjbecf@gjb-law.com;mchang@gjb-law.com
- **Michael D. Seese** mseese@seeselaw.com, sseward@seeselaw.com
- **Steven E Seward** sseward@seeselaw.com
- **Bradley S Shraiberg** bshraiberg@sfl-pa.com, dwoodall@sfl-pa.com;vchapkin@sfl-pa.com;rosetto@sfl-pa.com;scusack@sfl-pa.com;blee@sfl-pa.com
- **Paul Steven Singerman** singerman@bergersingerman.com, mdiaz@bergersingerman.com;efile@bergersingerman.com;efile@ecf.inforuptcy.com
- **Jeffrey I. Snyder** jsnyder@bilzin.com, eservice@bilzin.com;lflores@bilzin.com
- **James S Telepman** jst@fcohenlaw.com
- **Charles W Throckmorton** cwt@kttlaw.com, lf@kttlaw.com;ycc@kttlaw.com
- **Trustee Services Inc 2** court@trusteeservices.biz, sandirose.magder@gmail.com
- **Skipper J Vine** jonathan.vine@csklegal.com
- **Jessica L Wasserstrom** jwasserstrom@melandrussin.com, ltannenbaum@melandrussin.com;mrbnfs@yahoo.com
- **Morris D. Weiss** morrisw@hts-law.com, sherris@hts-law.com;annmariej@hts-law.com
- **George L. Zinkler** gzinkler.ecf@rprslaw.com

Label Matrix for local noticing
113C-9
Case 09-36379-PGH
Southern District of Florida INC
West Palm Beach
Wed Sep 24 08:58:02 EDT 2014

Blackpool Absolute Return Fund, LLC
c/o John E. Page, Esquire NEF
Shraiberg, Ferrara & Landau, P.A.
2385 N.W. Executive Center Drive
Suite 300
Boca Raton, FL 33431-8530
Crown Financial Ministries, Inc.
c/o Timothy M. Obitts, Esq.
Gammon & Grange, P.C.
8280 Greensboro Dr., 7th Floor
McLean, VA 22102-3885

First Baptist Church of Tequesta, Inc.
c/o Roberto M. Vargas, Esq.
Jones Foster Johnston & Stubbs, P.A.
505 S. Flagler Drive
Suite 1100
West Palm Beach, FL 33401-5950

Geoff Varga, as Liquidator
c/o Robin Rubens NEF
201 S Biscayne Blvd 34 Fl
Miami, FL 33131-4332

HSBC USA, INC
c/o Franck D. Chantayan
Carlton Fields, P.A.
525 Okeechobee Blvd., Suite 1200
West Palm Beach, FL 33401-6350

Kinetic Partners (Cayman) Ltd
c/o Robin Rubens, Esq. at LKLSG
201 S. Biscayne Blvd., 22 FL
Miami, FL 33131-4338 NEF

MIO Partners Inc
c/o Robin E Keller Esq
590 Madison Ave
New York, NY 10022-2524

Palm Beach Finance II, L.P.
3601 PGA Blvd
Suite 301
Palm Beach Gardens, FL 33410-2712

Raymond G. Feldman Family Ventures, L.P.
c/o John E. Page, Esquire
Shraiberg, Ferrara & Landau, P.A.
2385 N.W. Executive Center Drive
Suite 300 NEF
Boca Raton, FL 33431-8530

Ashton Revocable Living Trust
c/o Helen Chaitman NEF
45 Broadway
New York, NY 10006-3007

Blackpool Partners, LLC
c/o John E. Page, Esquire NEF
Shraiberg, Ferrara & Landau, P.A.
2385 N.W. Executive Center Drive
Suite 300
Boca Raton, FL 33431-8530
Douglas A. Kelly, Chapter 11 Trustee
c/o Bradley M. Saxton
PO Box 1391
Orlando, FL 32802-1391

General Electric Credit Corporation
c/o Patricia A. Redmond NEF
Stearns Weaver Miller
150 W. Flagler St., #2200
Miami, FL 33130-1545

Golden Gate VP Absolute Return Fund, LP
c/o Manuel Farach, Esq.
Richman Greer, P.A.
250 Australian Avenue South, Ste. 1504
West Palm Beach, FL 33401-5016

KBC Financial Products (Cayman Islands) Ltd.

Levine Kellogg Lehman Schneider & Grossman L
LKLSG c/o Robin Rubens NEF
201 S. Biscayne Blvd., 34th Fl
Miami, FL 33131-4332

Minnesota Teen Challenge, Inc.
c/o NEF
Paul Joseph McMahon, P.A.
Miami, FL 33129 US

Palm Beach Finance Partners, L.P.
3601 PGA Blvd
Suite 301
Palm Beach Gardens, FL 33410-2712

Reed Smith LLP
599 Lexington Ave 22 Flr
New York, NY 10022-7650

BMO Harris Bank, N.A.
c/o Charles W. Throckmorton NEF
2525 Ponce de Leon
9th Floor
Coral Gables, FL 33134-6039

Calhoun Multi-Series Fund, L.P.
John E. Page, Esquire NEF
Shraiberg, Ferrara & Landau, P.A.
2385 NW Executive Center Dr.
Suite 300
Boca Raton, FL 33431-8530
Father's Heart-A Ranch for Children Inc
Shumaker, Loop, & Kendrick, LLP
101 E. Kennedy Blvd
Suite 2800
Tampa, FL 33602-5153

Geoff Varga, as Liquidating Trust Monitor fo
Levine Kellogg, et al. c/o Robin Rubens
201 S. Biscayne Blvd., 34th Floor NEF
Miami, FL 33131-4332

Golden Sun Capital Management, LLC
c/o Michael L. Schuster, Esq. NEF
100 SE 2nd Street
Suite 4400
Miami, f 33131-2118

Kaufman, Rossin & Co.
c/o Rice Pugatch Robinson & Schiller
101 NE 3rd Avenue
Suite 1800
Fort Lauderdale, FL 33301-1162

M&I Marshall & Ilsley Bank
c/o Charles W. Throckmorton NEF
2525 Ponce de Leon
9th Floor
Coral Gables, FL 33134-6039

Mosaic Fund, L.P. NEF
c/o Kristopher E. Pearson
Stearns Weaver Miller
150 W. Flagler St.
Ste. 2200
Miami, FL 33130-1545

Prison Fellowship Ministries, Inc.
c/o Timothy M. Obitts, Esq.
Gammon & Grange, P.C. DUP
8280 Greensboro Dr., 7th Floor
McLean, VA 22102-3885

SCALL, LLC
c/o Weissman, Dervishi, Borgo & Nordlund
SunTrust International Center
One Southeast Third Avenue, Suite 1980
Miami, FL 33131-1716

Sims Moss Kline & Davis, LLP
 Davis Gillett Mottern & Sims LLC
 c/o Jerry L Sims
 Promenade #2445
 1230 Peachtree St NE
 Atlanta, GA 30309-3574

The Christensen Group, Inc.
 Wicker Smith O'Hara McCoy & Ford, P
 515 North Flagler Drive
 Suite 1600
 West Palm Beach, FL 33401-4346

Trustee Services Inc 2
 Ken Welt
 3790 N 28 Tr
 Hollywood, FL 33020-1112

Agile Safety Fund (International)
 730 17th Street
 Suite 550
 Denver, CO 80202-3539

Albert Liguori
 16590 Crownsbury Way, #201
 Ft. Myers, FL 33908-5695

Amy Davenport
 POB 3511
 Midland, TX 79702-3511

Barry Beal
 104 S Pecos St
 Midland, TX 79701-5021

Beal Family Trust FBO Kelly S Beal
 104 S Pecos St
 Midland, TX 79701-5021

Bruce Prevost #15810-041
 9595 W Quincy Ave
 Littleton, CO 80123-1159

Carlton Beal Family Trust FBO Barry Beal
 104 S Pecos St
 Midland, TX 79701-5021

Southwest Key Programs, Inc.
 c/o Noel Boeke
 Holland & Knight
 P.O. Box 1288
 Tampa, FL 33601-1288

Thomas J. Ginley Life Ins. Trust Dated 1-22-
 6650 N. Tower Circle Drive
 Lincolnwood, IL 60712-3218

West Capital Management
 c/o Simon B. Paris
 1 Liberty Pl 52 FL
 1650 Market St
 Philadelphia, PA 19103-7301

Agile Safety Fund (Master Fund)
 730 17th Street
 Suite 550
 Denver, CO 80202-3539

Alton Opitz
 144 Newhaven Ln
 Butler, PA 16001-7910

Armadillo Fund
 40 Random Farms Cir
 Chappaqua, NY 10514-1000

BayRoc Associates
 c/o JamiScott
 15 W 53rd St. #24-B
 New York, NY 10019-5401

Beal GST Exemption Trust
 104 S Pecos St
 Midland, TX 79701-5021

Calhoun Multi-Series Fund, L.P.
 c/o John E. Page, Esquire
 Shraiberg, Ferrara & Landau, P.A.
 2385 NW Executive Center Dr, Suite 300
 Boca Raton, FL 33431-8530

Christopher J Topolewski, West Capital Manag
 c/o Simon B. Paris
 1 Liberty Pl 52 FL
 1650 Market St
 Philadelphia, PA 19103-7301

NEF

NEF

NEF

Sunnicht Money Masters Fund I Liquidating Tr
 c/o John E Page, Esquire
 Shraiberg, Ferrara & Landau, PA
 2385 NW Executive Center Drive
 Suite 300
 Boca Raton, FL 33431-8530

Toledo Fund, LLC
 c/o Weissman, Dervishi, Borgo & Nordlund
 SunTrust International Center
 One Southeast Third Avenue, Suite 1980
 Miami, FL 33131-1716

ZCALL, LLC
 c/o Weissman, Dervishi, Borgo & Nordlund
 SunTrust International Center
 One Southeast Third Avenue, Suite 1980
 Miami, FL 33131-1716

Agile Safety Variable Fund, L.P.
 730 17th Street
 Suite 550
 Denver, CO 80202-3539

Amy Davenport
 3 Greenwich Dr
 Midland, TX 79705-6418

BTA Oil Producers
 104 S Pecos St
 Midland, TX 79701-5099

Beacon Partners, Ltd
 3030 McKinney Ave, #305
 Dallas, TX 75204-7472

Blackpool Absolute Return Fund, LLC
 c/o John E. Page, Esquire
 Shraiberg, Ferrara & Landau, P.A.
 2385 N.W. Executive Center Drive, Suite
 Boca Raton, Florida 33431-8510

NEF

Cannonball Funds/Globefin Asset Manageme
 PO Box 218
 Wickatunk, NJ 07765-0218

Claude Lestage
 4893 N Kay
 Palm Beach Gardens, FL 33418-6167

NEF

Cohen Milstein Sellers & Toll, PLLC
1100 New York Avenue, N.W.
Suite 500, West Tower
Washington, D.C 20005-3964
Attn: Andrew N. Friedman, Esq.

Compass Special Situations Fund LP
c/o MIO Partners, Inc.
55 E 52 St
New York, NY 10055-0102

David W Harrold, #15809-041
FCI Coleman Low
POB 1033
Coleman, FL 33521-1033

Deer Island, LP
Red Bird Farm 89 Nason Hill Rd
Sherborn, MA 01770-1233

Dennis Dobrinich
3860 Dogwood Ave
Palm Beach Gardens, FL 33410-4755

Douglas A. Kelley, Chapter 11 Trustee
Attn: James A. Rubenstein, Esq.
Moss and Barnett
150 South Fifth Street, Suite 1200
Minneapolis, MN 55402-4200

Douglas A. Kelley, Chapter 11 Trustee
Attn: Terrence J. Fleming, Esq.
4200 IDS Center
80 South Eighth Street
Minneapolis, MN 55402-2100

Father's Heart Family Foundation Inc. (
8292 Nashua Dr
Palm Beach Garden, FL 33418-6046 DUP

Frank Carruth
5407 S Flagler Dr
West Palm Beach, FL 33405-3311

Frank Vennes
2440 N. Courtenay Pkwy.
Merritt Island, FL 32953-4127

Freestone Capital Management, Inc
c/o Mr. Justin Young
1918 Eighth Avenue, Suite 3400
Seattle, WA 98101-1214

Fulbright & Jaworski
2100 IDS Center
80 South Eighth Street
Minneapolis, MN 55402-2100

George & Nancy Slain
59-1089 Maluhi Pl
Kamuela, HI 96743-8504

George Novograder
875 N Michigan Ave #3612
Chicago, IL 60611-1947

Gillett Mottern and Walker, LLP
1230 Peachtree St. NE #2445
Atlanta, GA 30309-7500
At. Bob Mottern - Sky Bell
Pete L DeMahy, Esquire

Golden Gate VP Absolute Return Fund, LP
c/o Michael J Cordone, Esq
2600 One Commerce Square
Philadelphia, PA 19103-7018

Golden Sun Capital Management
Attn: Solomon Halpern
885 Arapahoe Ave
Boulder, CO 80302-6011

Golden Sun Multi-Manager Fund
c/o Jeffrey S Posta, Esq
POB 5315
Princeton, NJ 08543-5315

Guy M. Hohmann, Esq.
100 Congress Ave
18th Floor
Austin, TX 78701-4042

HSBC USA, Inc.
c/o Franck D. Chantayan
Carlton Fields, PA
525 Okeechobee Blvd., Suite 1200
West Palm Beach, FL 33401-6350

NEF

Holland & Knight, LLP
701 Brickell Ave
Suite 3000
Attn: Mitchell Herr
Miami, FL 33131-2847

JamiScott
c/o Leonard & Lillian Schneider
15 W 53rd St #24-B
New York, NY 10019-5401

JamiScott LLC
15 W 53rd St #24-B
New York, NY 10019-5401

Janeete Bancroft
9052 SW 103 Ave
Ocala, FL 34481-8230

Janet Bonebrake
13956 San Pablo Ave., Apt. 336
San Pablo, CA 94806-5304

Jerry L. Sims, Davis Gillett Mottern & Sims
Promenade Ste 2445
1230 Peachtree St NE
Atlanta, GA 30309-3574

John Bergman
c/o Erika L. Morabito, Esq.
Foley k Lardner LLP
3000 K St NW, Ste 600
Washington, DC 20007-5111

Judith Goldsmith
3 Water Ln
Manhasset, NY 11030-1021

K&K Capital Management, Inc.
8701 N. Merrill St
Niles, IL 60714-1922

Karasel, LP
2385 Executive Center Dr, #190
Boca Raton, FL 33431-8581

Kaufman Rossin & Co.
2699 S Bayshore Dr
Miami, FL 33133-5486

Keleen H. Beal Estate
104 S Pecos St
Midland, TX 79701-5021

Kelly Beal
104 S Pecos St
Midland, TX 79701-5021

LAB Investments Fund, LP
1875 S Grant St, #600
San Mateo, CA 94402-7013

Leslie Schneider
c/o JamiScott
15 W 53rd St., #24-B
New York, NY 10019-5401

Lewis B. Freeman & Partners, Inc.
c/o Kenneth A. Welt, Receiver
1776 North Pine Island Road
Suite 102
Plantation, Florida 33322-5200

Lionheart LP
3545 Lake St #201
Wilmette IL 60091-1058

Lynda Beal
104 S Pecos St
Midland, TX 79701-5021

M. Lee Toothman
216 Barbados Dr
Jupiter, FL 33458-2917

MB Investments, LLC
110 N Wacker Dr, #330
Chicago, IL 60606-1511

MIO Partners Inc
c/o Robin E. Keller, Esq.
Hogan Lovells US LLP
875 Third Ave
New York, NY 10022-7222

Marder Investment Advisors Corp.
8033 Sunset Blvd, #830
Los Angeles, CA 90046-2401

Mark Prevost
2372 Hidden Ridge Ln
Jasper, AL 35504-7268

Martin Casdagli
554 E Coronado Rd
Santa Fe, NM 87505-0347

McKinsey Master Retirement Trust
c/o Mio Partners, Inc.
55 E 52nd St
New York, NY 10055-0102

Mosaic Capital Fund LLC
680 Fifth Ave, 8th Fl
New York, NY 10019-5429

Nancy Beal
104 S Pecos St
Midland, TX 79701-5021

Nancy Dobrinich
3860 Dogwood Ave
Palm Beach Gardens, FL 33410-4755

Nancy Hollingsworth
7107 Arrowood Rd
Bethesda, MD 20817-2808

NetWide Capital LLC
P.O. Box 957
Boulder, CO 80306-0957

Office of the US Trustee
51 S.W. 1st Ave.
Suite 1204
Miami, FL 33130-1614

Palm Beach Finance Holdings, Inc.
c/o Lindquist & Vennum, PLLP
80 South Eighth Street, Ste 4200
Minneapolis, MN 55402-2223

Palm Beach Offshore II, Ltd
Admiral Financial Center, 5th Floor
90 Fort Street, PO Box 32021
Grand Cayman KY - 1208
Cayman Islands

Palm Beach Offshore LTD
Anchorage Centre, 2nd Floor
PO Box 32021 SMB
Grand Cayman, Cayman Islands

Pemco Partners, LP
8 Lyman St, #204
Westborough, MA 01581-1487

Petters Company, Inc.
c/o Lindquist & Vennum, PLLP
80 South Eighth St, Ste 4200
Minneapolis, MN 55402-2223

Prateek Mehrotra, CFA, CAIA
Sumnicht & Associates
W6240 Communication Ct, #1
Appleton, WI 54914-8549

Randall Linkous
1174 SW 27 Ave
Boynton Beach, FL 33426-7824

Robert Davenport
POB 3511
Midland, TX 79702-3511

Robert Davenport, Jr
104 S Pecos St
Midland, TX 79701-5021

Ron Priestley
5565 N Espina Rd
Tuscon, AZ 85718-5101

Ronald R. Peterson
Jenner & Block LLP
353 North Clark St.
Chicago, IL 60654-5474

Ronald R. Peterson
c/ Wilkie Farr & Gallagher, LLP
Attn: Michael S. Schachter, Esq.
787 Seventh Ave
New York, NY 10019-6099

Ronald R. Peterson
c/o McDermott Will & Emery, LLP
Attn: Lazar P. Raynal, Esq.
227 West Monroe Street
Chicago, IL 60606-5096

SALI Fund Services, LLC
6836 Austin Center St #320
Austin, TX 78731-3193

SBL-DIF
c/o MIO Partners, Inc
55 E 52nd St
New York, NY 10055-0002

SSR Capital Management LLC
4514 Cole Ave, #1000
Dallas, TX 75205-4177

SSR Capital Partners, LP
c/o R. James George, Jr., Esq.
114 W 7th St #1100
Austin, TX 78701-3015

SSR Capital Partners, LP
c/o R. James George, Jr., Esq.
114 W. Seventh Street
Suite 1100
Austin, TX 78701-3015

Sage Capital Resources
3006 Julia St W, Unit A
Tampa, FL 33629-8809

Sandra Linkous
1174 SW 27 Ave
Boynton Beach, FL 33426-7824

Sarah Stroebel, Snr Corp Counsel
U.S. Bank National Association
800 Nicollet Mall
Minneapolis, MN 55402-2511

Scall, LLC
c/o Edward Toptani, Esq.
127 East 59th Street
New York, NY 10022-1225

Scott Schneider
c/o JamiScott
15 W 53rd St, #24-B
New York, NY 10019-5401

Special Situations Investment Fund, LP
c/o Robin Keller, Esq.
Hogan Lovells US LLP
875 Third Avenue
New York, NY 10022-7222

Spencer Beal
104 S Pecos St
Midland, TX 79701-5021

Spencer Evans Beal Family Trust
104 S Pecos St
Midland, TX 79701-5021

Spring Investor Services Inc.
Red Bird Farm
89 Nason Hill Rd
Sherborn, MA 01770-1233

Sterling Management Inc.
160 White Oaks Ln
Vadnais Heights, MN 55127-6132

Steven Feder
730 17th Street
Suite 550
Denver, CO 80202-3539

Strategic Stable Return Fund (ID), LP
c/o R. James George, Jr., Esq.
114 West Seventh Street
Suite 1100
Austin, TX 78701-3015

Strategic Stable Return Fund II, LP
c/o R. James George, Jr., Esq.
114 W. Seventh Street
Suite 1100
Austin, TX 78701-3015

Sumnicht Money Masters Fund I
Liquidating Trust I
Cust/Ttee Nat'l Advisors Trust Co
8717 West 110th St, #700
Overland Park, KS 66210-2127

DUP

Sumnicht Money Masters Fund I
Liquidating Trust I
c/o John E. Page
2385 NW Executive Center Dr. #300
Boca Raton, FL 33431-8530

Sumnicht Money Masters Fund, LP
c/o John E. Page, Esquire
Shraiberg Ferrara & Landau PA
2385 NW Executive Center Dr. #300
Boca Raton, FL 33431-8530

Table Mountain Capital, LLC
850 Quince Ave
Boulder, Co 80304-0746

Ted Goldsmith
3 Water Ln
Manhasset, NY 11030-1021

The Beal Trust U/A 4/17/68
104 S Pecos St
Midland, TX 79701-5021

Toledo Fund, LLC
c/o Edward Toptani, Esq.
127 East 59th Street
New York, NY 10022-1225

Tradex Global Advisors
35 Mason St, 4th Fl
Greenwich, CT 06830-5436

U.S. Bank Nat. Assoc.
c/o Richard Wilson
90 S 7th St. Ste 3300
Minneapolis, MN 55402-4104

U.S. Bank National Association
c/o Richard G. Wilson, Esq.
Maslon Edeman Borman & Brand LLP
90 S 7th Street, Suite 3300
Minneapolis, MN 55402-4104

VAS Partners, LLC
Attn: Vincent P Allegra
4401 W Roosevelt Rd
Hillside, IL 60162-2031

Vincent Allegra
449 S Evergreen St
Bensenville, IL 60106-2505

West Capital Management
1818 Market St, #3323
Philadelphia, PA 19103-3655

Wilbur Hobgood
2189 Radnor Ct
North Palm Beach, FL 33408-2157

Zcall, LLC
c/o Edward Toptani, Esq.
127 East 59th Street
New York, NY 10022-1225

Alton Optiz
144 Newhaven Ln
Butler, PA 16001-7910

Barry E Mukamal
KapilaMukamal LLP
1 SE 3 Avenue Ste 2150
Box 158
Miami, FL 33131-1716

NEF

Barry E. Mukamal
1 SE 3 Ave. Ste 2150
Miami, FL 33131-1716

NEF

Barry E. Mukamal
1 SE 3rd Ave 10th FL
Miami, FL 33131-1710

NEF

Boris Onefater
305 Madison Ave #2036
New York, NY 10165-0027

Brett A Stillman
PC Doctor
3300 N Palmyra Dr #407
Pompano Beach, FL 33069-4235

NNR

Bruce Prevost
c/o Rappaport Osborne & Rappaport PL
1300 N Federal Hwy #203
Boca Raton, FL 33432-2848

NEF

Carolyn Robbins Manley
Carolyn Robbins Jury Simulations, Inc
1933 S Oak Haven Cir
North Miami Beach, FL 33179-2834

NNR

Catherine A Ghiglieri
Ghiglieri & Company
2300 Cypress Point West
Austin, TX 78746-7117

NNR

Chad P. Pugatch
RPRS, PA
101 NE 3rd Ave., #1800
Ft. Laud., FL 33301-1252

NEF

Christopher Flynn
c/o Charles W. Throckmorton
2525 Ponce de Leon
9th Floor
Coral Gables, FL 33134-6039

NEF

Christopher Laursen
National Economic Research Associates,
1255 23rd St NW
Washington, DC 20037-1169

NNR

Daniel N. Rosen
300 Avenue North #200
Minneapolis, MN 55425-5527

NEF

David Harrold
c/o Rappaport Osborne & Rappaport, PL
1300 N Federal Hwy #203
Boca Raton, FL 33432-2848

NEF

David S Mandel
Mandel & Mandel LLP
1200 Alfred I. duPont Bldg
169 East Flagler St
Miami, FL 33131-1205

NNR

Elliot B Kula
Kula & Samson, LLP
17501 Biscayne Blvd
Aventura, FL 33160-4804

NNR

Eric Rubin
6861 SW 196 Ave #201
Ft. Lauderdale, FL 33332-1658

NNR

Hubert Thomas Wilkins III
Robert Hughes Associates, Inc
508 Twilight Trail #200
Richardson, TX 75080-8100

NNR

Ira H Holt Jr
Analytic Focus, LLC
11467 Huebner Rd, #4200
San Antonio, TX 78230-1075

NNR

James S. Feltman
600 Brickell Ave #2525
Miami, FL 33131-3082

NNR

Jay P Tarshis
Arnstein & Lehr LLP
120 S. Riverside Plaza #1200
Chicago, IL 60606-3941

NNR

John D. Eaton
Rasco Klock Reininger
283 Catalonia Avenue, 2nd Floor
Coral Gables, FL 33134-6712

NNR

John H Genovese
100 SE 2 St Ste 4400
Miami, FL 33131-2118

NEF

Kenneth A Ralston c/o John E. Page, Esquire Shraiberg, Ferrara & Landau, P.A. 2385 N.W. Executive Center Drive Suite 300 Boca Raton, FL 33431-8530	NEF	Kenneth A Welt Trustee Services, Inc. 8255 West Sunrise Boulevard Suite #177 Plantation, FL 33322-5403	NEF	Kevin O'Halloran Newbridge Management, LLC 1720 Peachtree St #425N Atlanta, GA 30309-2449	NNR
Luke Dalchow c/o Fabian Hoffner 310 4th Ave South Suite 5010 Minneapolis, MN 55415-1053		Lynn E Turner LitiNomics 444 S Flower St #2140 Los Angeles, CA 90071-2984	NNR	Marc Hurwitz Crossroads Investigations, Inc. 1835 NE Miami Gardens Dr #547 North Miami Beach, FL 33179-5035	NNR
Marie Ashton c/o Helen Chaitman 45 Broadway New York, NY 10006-3007	NEF	Michael R Slade Callaway & Price Inc 1639 Forum Pl #5 West Palm Beach, FL 33401-2330	NNR	Michael S Budwick Esq 200 S Biscayne Blvd # 3200 Miami, FL 33131-5323	NEF
Michelle Harrold c/o Furr and Cohen, P.A. 2255 Glades Road Suite 337W Boca Raton, FL 33431-7379	NEF	Nancy B Rapoport 530 Farrington Court Las Vegas, NV 89123-0622	NNR	Paul A Avron Esq. 2650 N. Military Trail # 240 Boca Raton, FL 33431-6346	NEF
Paul Steven Singerman Esq 1450 Brickell Ave #1900 Miami, FL 33131-3453	NEF	Peter Hagan Berkeley Research Group 2200 Powell St., Ste. 1200 Emeryville, CA 94608-1833	NNR	Richard Painter 7128 Mark Terrace Dr Edina, MN 55439-1628	NNR
Richard B Solum	NNR	Soneet R Kapila Kapila & Company 1000 S Federal Hwy #200 Ft. Lauderdale, FL 33316-1237	NNR	Stephen Williams 59 Damonte Ranch Pkwy #3360 Reno, NV 89521-1907	
Steven Bakaysa 2251 Wigwam Pkwy #1026 Henderson, NV 89074-6235	BAD				

Label Matrix for local noticing
113C-9
Case 09-36396-PGH
Southern District of Florida
West Palm Beach
Wed Sep 24 08:58:54 EDT 2014

INC

US Trust, Co-Trustee of the Maxine B Adler T
5200 Town Center Road #500
Boca Raton, FL 33486-1018

Agile Safety Fund (Master Fund)
1730 17th Street
Suite 550
Denver, CO 80202-3539

Barnett Capital Ltd.
450 Skokie Blvd, #604
Northbrook, IL 60062-7914

Blackpool Absolute Return Fund, LLC
c/o John E. Page, Esquire
Shraiberg, Ferrara & Landau, P.A.
2385 N.W. Executive Center Drive,
Boca Raton, Florida 33431-8510

NEF

Bruce Prevost #15810-041
9595 West Quincy Avenue
Littleton, CO 80123-1159

Cohen Milstein Sellers & Toll, PLLC
1100 New York Avenue, N.W.
Suite 500, West Tower
Washington, D.C 20005-3964
Attn: Andrew N. Friedman, Esq.

Douglas A. Kelley, Chapter 11 Trustee
Attn: James A. Rubenstein, Esq.
4800 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-3903

Frank Vennes
2440 N. Courtenay Pkwy
Merritt Island, FL 32953-4127

Geoffrey Varga and Neil Morris
Joint Liquidators of Palm Beach Offshore
c/o Mark W. Eckard, Esq.
1201 N. Market Street, Suite 1500
Wilmington, DE 19801-1163

Geoff Varga, as Liquidator
c/o Robin J. Rubens
201 S Biscayne Blvd 34 Fl
Miami, FL 33131-4332

NEF

ARIS Capital Management
333 SE 2nd Ave #2012
Miami, FL 33131-2177

Agile Safety Variable Fund, L.P.
730 17th Street
Suite 550
Denver, CO 80202-3539

Barry Beal
104 S Pecos St
Midland, TX 79701-5021

Blackpool Partners, LLC
c/o John E. Page, Esquire
Shraiberg, Ferrara & Landau, P.A.
2385 N.W. Executive Center Drive,
Boca Raton, Florida 33431-8510

NEF

Centermark Asset Management
21320 Baltic Dr
Cornelius, NC 28031-6425

Compass Offshore Special Situations, PCC
c/o MIO Partners, Inc
55 E 52nd St
New York, NY 10055-0102

DUP

Douglas A. Kelley, Chapter 11 Trustee
Attn: Terrence J. Fleming, Esq.
4200 IDS Center
80 South Eighth Street
Minneapolis, MN 55402-2100

Fulbright & Jaworski
2100 IDS Center
80 South Eighth Street
Minneapolis, MN 55402-2100

Gillett Mottern and Walker LLP
1230 Peachtree Street NE #2445
Atlanta, GA 30309-7500
Attn: Bob Mottern - Sky Bell
Pete L. DeMahy, Esquire

Palm Beach Finance II, L.P.
3601 PGA Blvd
Suite 301
Palm Beach Gardens, FL 33410-2712

NNR

ARIS Multi-Strategy Fund, LP
Aris Capital Management
333 SE 2nd Ave #2012
Miami, FL 33131-2177

Alton Opitz
144 Newhaven Ln
Butler, PA 16001-7910

BayRoc Associates LLC
c/o JamiScott LLC
15 West 53rd St #24-B
New York NY 10019-5401

Blackpool Partners, LP
701 Harger Rd, #190
Oak Brook, IL 60523-1490

Clarridge Associates LLC
c/o JamiScott LLC
15 West 53rd St #24-B
New York NY 10019-5401

DUP

David Harrold #15809-041
FCI Coleman Low
POB 1033
Coleman, FL 33521-1033

Frank Carruth
5407 S Flagler Dr
West Palm Beach, FL 33405-3311

Genesis Capital
Attention: Mike Dubinsky
7191 Wagner Way NW, Suite 302
Gig Harbor, WA 98335-6909

Golden Sun Capital Management
Attn: Solomon Halpern
885 Arapahoe Avenue
Boulder, CO 80302-6011

Golden Sun Multi-Manager Fund, LP
Attn: Solomon Halpern
885 Arapahoe Avenue
Boulder, CO 80302-6011

Guardian Capital, LLC
3225 Aviation Ave, #601
Miami, FL 33133-4741

Guy M. Hohmann, Esq.
100 Congress Ave
18th Floor
Austin, TX 78701-4042

HSBC USA, INC.
c/o Franck D. Chantayan
Carlton Fields, P.A.
525 Okeechobee Blvd., Suite 1200
West Palm Beach, FL 33401-6350

HSBC USA, Inc.
HSBC Alternative Fund Services
330 Madison Ave, 5th Floor
New York, NY 10017-5042

Hillcrest Properties, c/o Stephen Willia
59 Damonte Ranch Pkwy, #B-360
Reno, NV 89521-1907

Holland & Knight, LLP
701 Brickell Ave
Suite 3000
Attn: Mitchell Herr
Miami, FL 33131-2847

Integrity Partners, c/o Scott Walchek
1499 Danville Blvd, #202
Alamo, CA 94507-4907

James Corydon
6650 N Tower Circle Dr
Lincolnwood, IL 60712-3218

Jamiscott, LLC
15 W 53 St, #24-B
New York, NY 10019-5401

Jamiscott, LLC, c/o Leonard & Lillian Sc
1089 S Ocean Blvd
Palm Beach, FL 33480-4932

John Daniel
225 Wellington Ln
Cape Girardeau, MO 63701-9540

Judith Goldsmith
3 Water Ln
Manhasset, NY 11030-1021

Karasel, LP
2385 Executive Center Dr, #190
Boca Raton, FL 33431-8581

Kaufman Rossin & Co.
2699 S Bayshore Dr
Miami, FL 33133-5486

Kenneth A. Ralston
c/o John E. Page, Esquire
Shraiberg, Ferrara & Landau, P.A.
2385 N.W. Executive Center Drive,
Boca Raton, Florida 33431-8510

NEF

Kenneth Ralston
666 Riford Rd
Glen Ellyn, IL 60137-3973

DUP

Kenneth Ralston
c/o John E. Page, Esquire
Shraiberg, Ferrara & Landau, P.A.
2385 N.W. Executive Center Drive,
Boca Raton, Florida 33431-8510

NEF

LAB Investments Fund, LP
1875 S Grant St, #600
San Mateo, CA 94402-7013

Laulima Partners, LP
C/O Smithfield Trust Co.
Attn: Robert Kopf Jr.
20 Stanwix St, #650
Pittsburgh, PA 15222-1330

Leslie Schneider
c/o JamiScott LLC
15 West 53rd St #24-B
New York NY 10019-5401

Lewis B. Freeman & Partners, Inc.
c/o Kenneth A. Welt, Receiver
1776 North Pine Island Road
Suite 102
Plantation, Florida 33322-5200

NEF

Marder Investment Advisors Corp.
8033 Sunset Blvd, #830
Los Angeles, CA 90046-2401

Maxine Adler
109 Los Patios
Los Gatos, CA 95032-1127

Maxine Adler
c/o US Trust/Bank of America and Patrici
150 E. Palmetto Park Road, Suite 200
Boca Raton, FL 33432-4831

McKinsey Master Retirement Trust
c/o Robin Keller, Esq.
Hogan Lovells US LLP
875 Third Avenue
New York, NY 10022-7222

Mosaic Capital Fund LLC
680 Fifth Ave, 8th Fl
New York, NY 10019-5429

Ocean Gate Capital Management, LP
5 Sewall Street
Marblehead, MA 01945-3396

Office of the US Trustee
51 S.W. 1st Ave.
Suite 1204
Miami, FL 33130-1614

NEF

Palm Beach Finance Holdings, Inc.
c/o Lindquist & Vennum, PLLP
80 South Eighth Street, Ste 4200
Minneapolis, MN 55402-2223

Palm Beach Offshore II, Ltd.
Admiral Financial Center, 5th Floor
90 Fort Street, PO Box 32021
Grand Cayman KY-1208
Cayman Islands

Palm Beach Offshore, Ltd.
Anchorage Centre, 2nd Floor
PO Box 32021 SMB
Grand Cayman
Cayman Islands

Pemco Partners, LP
8 Lyman St, #204
Westborough, MA 01581-1487

Petters Company, Inc.
c/o Lindquist & Vennum, PLLP
80 South Eighth Street, Ste 4200
Minneapolis, MN 55402-2223

Quantum Family Office Group, LLC
6619 S Dixie Hwy #251
Miami, FL 33143-7919

Raymond Feldman
4644 Balboa Ave
Encino, CA 91316-4105

Raymond G. Feldman Family Ventures, L.P.
c/o John E. Page, Esquire
Shraiberg, Ferrara & Landau, P.A. NEF
2385 N.W. Executive Center Drive,
Boca Raton, Florida 33431-8510

Ronald R. Peterson
Jenner & Block LLP
353 North Clark St.
Chicago, IL 60654-5474

Ronald R. Peterson
c/ Wilkie Farr & Gallagher, LLP
Attn: Michael S. Schachter, Esq.
787 Seventh Ave
New York, NY 10019-6099

Ronald R. Peterson
c/o McDermott Will & Emery, LLP
Attn: Lazar P. Raynal, Esq.
227 West Monroe Street
Chicago, IL 60606-5096

SSR Capital Management LLC
4514 Cole Ave, #1000
Dallas, TX 75205-4177

SSR Capital Partners, LP
c/o R. James George, Jr., Esq.
114 W. Seventh Street
Suite 1100
Austin, TX 78701-3015

Santa Barbara Investment Capital
2220 Santiago Rd
Santa Barbara, CA 93103-1752

Scotia Capital
The Bank of Nova Scotia
Global Alternative Asset Group
40 King St W, 68th FL
Toronto, Ontario M5W 2X6 Canada

Scott Schneider
c/o JamiScott LLC
15 West 53rd St #24-B
New York NY 10019-5401

Select Access Management
15 Valley Dr
Greenwich, CT 06831-5205

Sims Moss Kline & Davis, LLP
Three Ravinia Drive
Suite 1700
Atlanta, GA 30346-2133

Special Olympics
Northern California, Inc
Attn: Rebecca Thompson, General Counsel
3480 Buskirk Ave #340
Pleasant Hill, CA 94523-4382

Steven Feder
730 17th Street
Suite 550
Denver, CO 80202-3539

Strategic Stable Return Fund (ID), LP
c/o R. James George, Jr., Esq. NEF
114 W. Seventh Street
Suite 1100
Austin, TX 78701-3015

Strategic Stable Return Fund II, LP
c/o J. James George, Jr., Esq. NEF
114 W. Seventh Street
Suite 1100
Austin, TX 78701-3015

Strategic Stable Return Fund, II, LP
c/o R. James George, Jr., Esq. NEF
114 W. Seventh Street
Suite 1100
Austin, TX 78701-3015

Table Mountain Capital, LLC
850 Quince Ave
Boulder, Co 80304-0746

Ted Goldsmith
3 Water Ln
Manhasset, NY 11030-1021

U.S. Bank Natl Assoc
c/o Richard G Wilson, Esq
90 S 7 St #3300
Minneapolis, MN 55402-4104

U.S. Trust and Patricia Swab
Successor Trustees, TUA Maxine B Adler
POB 842056
Dallas, TX 75284-2056

UC Davis School of Veterinary Medicine
Office of the Dean - Development
One Shields Avenue
Davis, CA 95616-5270

Umbach Financial Group, LLC
525 South Flagler Drive, #100
West Palm Beach, FL 33401-5932

Zimmer Lucas Capital
535 Madison Ave, 6th Fl
New York, NY 10022-4287

Barry E Mukamal NEF
KapilaMukamal LLP
1 SE 3 Avenue Ste 2150
Box 158
Miami, FL 33131-1716

Patricia Schwab, Co-Trustee of the Maxine B
1511 NE 57 Ct
Ft Lauderdale, FL 33334-5976

Paul A Avron Esq.
2650 N. Military Trail # 240
Boca Raton, FL 33431-6346

NEF

Paul Steven Singerman Esq
1450 Brickell Ave #1900
Miami, FL 33131-3453

NEF

ADDITIONAL (ADDL)

James L. Volling, Esquire 2200 Wells Fargo Center 90 South Seventh Street Minneapolis, MN 55402-3901	Pete L DeMahy, Esquire DeMahy Labrador et al. 150 Alhambra Circle Coral Gables, FL 33134
Debevoise & Plimpton LLP Attn: Edwin G. Schallert, Esquire 919 Third Avenue New York, NY 10022	Lionheart Insurance Fund Series Interests of the SALI Multi-Fund Series Fund, LP 6836 Austin Center Blvd. Ste 320 Austin, TX 78731
Ron Robertson, President Strategic Capital Group 7191 Wagner Way NW, Suite 302 Gig Harbor, WA 98335	Internal Revenue Service PO Box 7346 Philadelphia, PA 19101-7346
Andrew P. O'Brien, Esquire U.S. Securities and Exchange Commission Chicago Regional Office 175 West Jackson Blvd., Suite 900 Chicago, IL 60604	Sean O'D. Bosack, Esquire Godfrey & Kahn 780 N. Water Street Milwaukee, WI 53202
John L. Kirtley, Esquire Godfrey & Kahn 780 N Water Street Milwaukee, WI 53202	Matia L. Kreiter, Esquire Godfrey & Kahn 780 N Water Street Milwaukee, WI 53202
Daniel N. Rosen, Esquire Parker Rose, LLC 888 Colwell Building 123 North Third Street Minneapolis, MN 55401	Citco Global Securities Services 2600 Airport Business Park Kinsale Road Co.Cork Ireland
Lane E. Roesch White & Case, LLP 200 S. Biscayne Blvd., Suite 4900 Miami, FL 33131	Monica Hanlet PO Box 321255 Palm Coast, FL 32135-1255
Michael R. Band, Esquire Band Law Firm 169 East Flagler Street, Suite 1200 Miami, FL 33131	Deutsche Bank (Cayman) Ltd c/o Deutsche International Trust Corporation Mauritius Limited Level 5 Altima Building, 56 Ebene Cybercity Mauritius