

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA (WEST PALM BEACH)
BANKRUPTCY DIVISION**

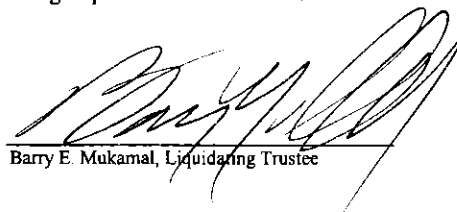
IN RE: PBF LIQUIDATING TRUST	}	CASE NUMBER: 09-36379-BKC-PGH
Palm Beach Finance Partners, L.P.	}	
c/o Barry E. Mukamal, Liquidating Trustee	}	
One S.E. 3rd Avenue, 10th Fl.	}	
Miami, FL 33131	}	
Tax ID/EIN: 43-1979943	}	JUDGE: Paul G. Hyman Jr.
DEBTOR.	}	
	}	CHAPTER 11 VOLUNTARY

**DEBTOR'S POST-CONFIRMATION
QUARTERLY OPERATING REPORT
FOR THE PERIOD**

FROM 04/01/12 **TO** 06/30/12

Comes now the above-named debtor and files its Post-Confirmation Quarterly Operating Report in accordance with the Guidelines established by the United States Trustee and FRBP 2015.

Dated: July 19, 2012



Barry E. Mukamal, Liquidating Trustee

**Liquidating Trustee's Address
and Phone Number:**

PBF Liquidating Trust
Barry E. Mukamal, Trustee
One S.E. 3rd Avenue, 10th Fl.
Miami, FL 33131
Tel. 305-995-9600

**Liquidating Trustee's Attorney Address
and Phone Number:**

Michael S. Budwick, Esq.
3200 Southeast Financial Center
200 South Biscayne Blvd.
Miami, FL 33131
Bar No. 938777
Tel. 305-358-6363

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 1

QUESTIONNAIRE		
	YES*	NO
1. Have any assets been sold or transferred outside the normal course of business, or outside the Plan of Reorganization during this reporting period?		X
2. Are any post-confirmation sales or payroll taxes past due?		X
3. Are any amounts owed to post-confirmation creditors/vendors over 90 days delinquent?		X
4. Is the Debtor current on all post-confirmation plan payments?	X	

*If the answer to any of the above questions is "YES," provide a detailed explanation of each item on a separate sheet.

INSURANCE INFORMATION		
	YES	NO*
1. Are real and personal property, vehicle/auto, general liability, fire, theft, worker's compensation, and other necessary insurance coverages in effect?	N/A	N/A
2. Are all premium payments current?	N/A	N/A

*If the answer to any of the above questions is "NO," provide a detailed explanation of each item on a separate sheet.

CONFIRMATION OF INSURANCE					
TYPE of POLICY	and	CARRIER	Period of Coverage	Payment Amount and Frequency	Delinquency Amount
N/A			N/A	N/A	N/A

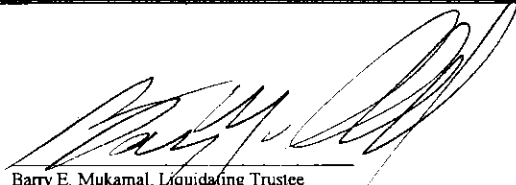
DESCRIBE PERTINENT DEVELOPMENTS, EVENTS, AND MATTERS DURING THIS REPORTING PERIOD:

For additional information, please see case website at: www.palmbeachfinanceinfo.com

Estimated Date of Filing the Application for Final Decree: TBD

I declare under penalty of perjury that this statement and the accompanying documents and reports are true and correct to the best of my knowledge and belief.

This 19th day of July 2012.


Barry E. Mukamal, Liquidating Trustee

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 2

CHAPTER 11 POST-CONFIRMATION
SCHEDULE OF RECEIPTS AND DISBURSEMENTS

Case Name:	<u>Palm Beach Finance Partners, L.P.</u>
Case Number:	<u>09-36379-BKC-PGH</u>
Date of Plan Confirmation:	<u>November 1, 2010</u>

All items must be answered. Any which do not apply should be answered "none" or "N/A".

	July 31, 2012	July 31, 2012
	Quarterly	Post Confirmation Total
1. CASH (Beginning of Period)^a	\$ 3,112,136.16	\$ none
2. INCOME or RECEIPTS during the Period	\$ 145,833.69	\$ 5,344,564.19
3. DISBURSEMENTS		
a. Operating Expenses (Fees/Taxes):		
(i) U.S. Trustee Quarterly Fees	\$ 975.00	\$ 19,175.00
(ii) Federal Taxes	none	none
(iii) State Taxes	none	none
(iv) Other Taxes	none	none
b. All Other Operating Expenses:	\$ 144,535.82	\$ 1,964,275.05
c. Plan Payments:		
(i) Administrative Claims	\$ -	\$ 248,655.11
(ii) Class One	none	none
(iii) Class Two	none	none
(iv) Class Three	none	none
(v) Class Four	none	none
(Attach additional pages as needed)		
Total Disbursements (Operating & Plan)	\$ 145,510.82	\$ 2,232,105.16
4. CASH (End of Period)^a	\$ 3,112,459.03	\$ 3,112,459.03

^a As reflected on the Debtor's Statement of Financial Affairs (6.b.), a U.S. Bank, N.A. cash account totaling \$131,238 (which amount is *not* included in the cash balances herein) was frozen as of October, 2008. The account continues to be frozen and under the custody and control of Receiver Douglas A. Kelley.

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 3

**CHAPTER 11 POST-CONFIRMATION
BANK ACCOUNT RECONCILIATIONS**
Prepare Reconciliation for each Month of the Quarter
Apr 2012

Bank Account Information	Account #1	Account #2	Account #3	Account #4
Name of Bank:	Bank of New York Mellon	Bank of New York Mellon		
Account Number:	██████████	██████████		
Purpose of Account (Operating/Payroll/Tax)	Deposit Account	Operating		
Type of Account (e.g. checking)	Checking (was MM)	Checking		
1. Balance per Bank Statement	3,090,637.92	-		
2. ADD: Deposits not credited	none	none		
3. SUBTRACT: Outstanding Check #1030	(975.00)	none		
3. SUBTRACT: Outstanding Check #1031	(773.98)	none		
3. SUBTRACT: Outstanding Check #1032	(38,720.94)	none		
3. SUBTRACT: Outstanding Check #1033	(1,327.75)	none		
4. Other Reconciling Items	none	none		
5. Month End Balance (Must Agree with Books)	3,048,840.25	-		

Note: Attach copy of each bank statement and bank reconciliation.

Investment Account Information	Date of Purchase	Type of Instrument	Purchase Price	Current Value
Bank / Account Name / Number	none	none	none	none

Note: Attach copy of each investment account statement.

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 3

**CHAPTER 11 POST-CONFIRMATION
BANK ACCOUNT RECONCILIATIONS**
Prepare Reconciliation for each Month of the Quarter
May 2012

Bank Account Information	Account #1	Account #2	Account #3	Account #4
Name of Bank:	Bank of New York Mellon	Bank of New York Mellon		
Account Number:	██████████	██████████		
Purpose of Account (Operating/Payroll/Tax)	Deposit Account	Operating		
Type of Account (e.g. checking)	Checking (was MM)	Checking		
1. Balance per Bank Statement	2,995,884.39	-		
2. ADD: Deposits not credited	none	none		
3. SUBTRACT: Outstanding Check #1045	(2,163.00)	none		
3. SUBTRACT: Outstanding Check #1046	(174.60)	none		
3. SUBTRACT: Outstanding Check #1049	(1,707.50)	none		
3. SUBTRACT: Outstanding Check #1050	(1,583.14)	none		
4. Other Reconciling Items	none	none		
5. Month End Balance (Must Agree with Books)	2,990,256.15	-		

Note: Attach copy of each bank statement and bank reconciliation.

Investment Account Information	Date of Purchase	Type of Instrument	Purchase Price	Current Value
Bank / Account Name / Number				
none	none	none	none	none

Note: Attach copy of each investment account statement.

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 3

**CHAPTER 11 POST-CONFIRMATION
BANK ACCOUNT RECONCILIATIONS**
Prepare Reconciliation for each Month of the Quarter
Jun 2012

Bank Account Information	Account #1	Account #2	Account #3	Account #4
Name of Bank:	Bank of New York Mellon	Bank of New York Mellon		
Account Number:	██████████	██████████		
Purpose of Account (Operating/Payroll/Tax)	Deposit Account	Operating		
Type of Account (e.g. checking)	Checking (was MM)	Checking		
1. Balance per Bank Statement	3,112,459.03	-		
2. ADD: Deposits not credited	none	none		
3. SUBTRACT: Outstanding Check #	none	none		
3. SUBTRACT: Outstanding Check #	none	none		
3. SUBTRACT: Outstanding Check #	none	none		
3. SUBTRACT: Outstanding Check #	none	none		
4. Other Reconciling Items	none	none		
5. Month End Balance (Must Agree with Books)	3,112,459.03	-		

Note: Attach copy of each bank statement and bank reconciliation.

Investment Account Information	Date of Purchase	Type of Instrument	Purchase Price	Current Value
Bank / Account Name / Number				
none	none	none	none	none

Note: Attach copy of each investment account statement.

BNY MELLON
 PO BOX 535413
 PITTSBURGH, PA 15253-5413



BNY MELLON

Statement Period
 April 1 - April 30, 2012

09-36379-L
 PBF LIQUIDATING TRUST
 BARRY E MUKAMAL (0000290464)

CHECKING ACCOUNT SUMMARY		Account No.
	Balance \$	2,090,637.92
Beginning Balance	Instances	Amount
	o/s v# 1030 (915.00)
	1031 (773.98)
Deposits and Additions	1	1032 (
		38720.94)
Withdrawals	8	1033 (
		1327.75)
Ending Balance	9	\$3,090,637.92
		<u>3,048,840.25</u>

TRANSACTION DETAIL			
Date	Description	Debits	Credits
04/03	CHECK # 0000001023	\$(3,084.12)	
04/03	CHECK # 0000001024	\$(2,397.97)	
04/04	OUTGOING WIRE TRANSFER	\$(2,460.45)	MAY 27 2012
04/04	CHECK # 0000001029	\$(10,386.54)	
04/04	CHECK # 0000001028	\$(4,950.00)	
04/04	CHECK # 0000001027	\$(396.00)	
04/06	CHECK # 0000001025	\$(2,158.67)	
04/13	CHECK # 0000001026	\$(2,676.58)	
04/16	DEPOSIT # 0000100019		\$1,530.00
Totals		\$(28,510.33)	\$1,530.00

CHECKS PAID IN NUMERICAL ORDER								
Check No.	Date	Amount	Check No.	Date	Amount	Check No.	Date	Amount
1023	04/03	\$3,084.12	1026	04/13	\$2,676.58	1028	04/04	\$4,950.00
1024	04/03	\$2,397.97	1027	04/04	\$396.00	1029	04/04	\$10,386.54
1025	04/06	\$2,158.67						
Total Checks Paid:								<u>\$26,049.88</u>

As of April 30, 2012, the funds for this account were on deposit in the following institutions as shown below:

First TN	\$249,500.00	Zions First National Bank	\$9,894.75
Union Bank	\$249,500.00	New York Community	\$249,500.00
Citi	\$249,500.00	The Bank of New York Mellon	\$2,082,743.17
Grand Total:			<u>\$3,090,637.92</u>

BNY MELLON
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PITTSBURGH, PA 15253-5413



BNY MELLON

Statement Period
April 1 - April 30, 2012

09-36379-L
PBF LIQUIDATING TRUST
BARRY E MUKAMAL (0000290464)

CHECKING ACCOUNT SUMMARY **Account No.** [REDACTED]

	<u>Instances</u>	<u>Amount</u>
Beginning Balance		\$0.00
Deposits and Additions	0	\$0.00
Withdrawals	0	\$(0.00)
Ending Balance	0	\$0.00

ACCOUNT CLOSED

BNY MELLON
 PO BOX 535413
 PITTSBURGH, PA 15253-5413



BNY MELLON

Statement Period
 April 1 - April 30, 2012

09-36379-L
PBF LIQUIDATING TRUST
BARRY E MUKAMAL (0000290464)

For Customer Service
 Call 1-800-634-7734, Ext. 8
 Email BMSBankingCenter@bms7.com

ONE SE THIRD AVENUE, BOX158
 10TH FLOOR
 MIAMI, FL 33131

CONSOLIDATED BALANCE SUMMARY

	<u>Maturity Date</u>	<u>Ending Balance Prior Period</u>	<u>Ending Balance This Period</u>
CHECKING ACCOUNT			
[REDACTED]		\$3,117,618.25	\$3,090,637.92
[REDACTED]		\$0.00	\$0.00
Total		\$3,117,618.25	\$3,090,637.92

Important Information Regarding You

DUE TO THE BMS ANNUAL MEETING, THE BMS BANKING CENTER WILL BE OPEN 5AM TO 10AM PT ON MAY 22ND. ON MAY 28TH, IN OBSERVANCE OF MEMORIAL DAY, BOTH BNY MELLON AND THE BMS BANKING CENTER WILL BE CLOSED. ANY BANKING TRANSACTIONS CONDUCTED WILL BE POSTED THE FOLLOWING BUSINESS DAY. THE BMS BANKING CENTER IS AVAILABLE FOR ASSISTANCE MON-FRI FROM 8AM to 8PM ET AT (800) 634-7734, OPT 8.

As of April 30, 2012, the funds for this case were on deposit in the following institutions as shown below:

First TN	\$249,500.00	Zions First National Bank	\$9,894.75
Union Bank	\$249,500.00	New York Community	\$249,500.00
Citi	\$249,500.00	The Bank of New York Mellon	\$2,082,743.17
		Grand Total:	\$3,090,637.92

BNY MELLON
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 BNY MELLON

Statement Period
 May 1 - May 31, 2012

09-36379-L
 PBF LIQUIDATING TRUST
 BARRY E MUKAMAL (0000290464)

CHECKING ACCOUNT SUMMARY		Account No.
	Balance	\$ 2,995,884.39
	Less O/S # 1045	2,163.00
	1046	174.60
	1049	1,707.50
	1050	1,583.14
Beginning Balance		\$3,090,637.92
Deposits and Additions	2	\$9,009.36
Withdrawals	18	\$(103,762.89)
Ending Balance	20	\$2,995,884.39

2,990,256.15

TRANSACTION DETAIL			
Date	Description	Debits	Credits
05/01	CHECK # 0000001033	\$(1,327.75)	
05/01	CHECK # 0000001030	\$(975.00)	
05/02	CHECK # 0000001031	\$(773.98)	
05/09	DEPOSIT # 0000100020		\$8,055.00
05/10	OUTGOING WIRE TRANSFER	\$(1,465.38)	
05/10	CHECK # 0000001032	\$(38,720.94)	
05/11	CHECK # 0000001039	\$(5,794.07)	
05/11	CHECK # 0000001038	\$(2,504.30)	
05/11	CHECK # 0000001041	\$(1,074.83)	
05/11	CHECK # 0000001040	\$(937.22)	
05/11	CHECK # 0000001042	\$(153.00)	
05/15	CHECK # 0000001036	\$(1,824.84)	
05/16	CHECK # 0000001034	\$(4,354.83)	
05/16	CHECK # 0000001037	\$(850.50)	
05/17	CHECK # 0000001035	\$(2,670.22)	
05/18	DEPOSIT # 0000100021		\$954.36
05/29	CHECK # 0000001043	\$(964.80)	
05/30	CHECK # 0000001044	\$(38,470.29)	
05/30	CHECK # 0000001048	\$(805.50)	
05/30	CHECK # 0000001047	\$(95.44)	
Totals		\$(103,762.89)	\$9,009.36

CHECKS PAID IN NUM								
Check No.	Date	Amount	Check No.	Date	Amount	Check No.	Date	Amount
1030	05/01	\$975.00	1036	05/15	\$1,824.84	1042	05/11	\$153.00
1031	05/02	\$773.98	1037	05/16	\$850.50	1043	05/29	\$964.80
1032	05/10	\$38,720.94	1038	05/11	\$2,504.30	1044	05/30	\$38,470.29
1033	05/01	\$1,327.75	1039	05/11	\$5,794.07	1047 *	05/30	\$95.44
1034	05/16	\$4,354.83	1040	05/11	\$937.22	1048	05/30	\$805.50
1035	05/17	\$2,670.22	1041	05/11	\$1,074.83			
Total Checks Paid:								<u>\$102,297.51</u>

BNY MELLON
PO BOX 535413
PITTSBURGH, PA 15253-5413



BNY MELLON

Statement Period

May 1 - May 31, 2012

09-36379-L
PBF LIQUIDATING TRUST
BARRY E MUKAMAL (0000290464)

CHECKING ACCOUNT SUMMARY **Account No.** [REDACTED]

As of May 31, 2012, the funds for this account were on deposit in the following institutions as shown below:

Zions First National Bank	\$18,904.11	Union Bank	\$249,500.00
New York Community	\$249,500.00	Citi	\$249,500.00
First TN	\$249,500.00	The Bank of New York Mellon	\$1,978,980.28
		Grand Total:	<u>\$2,995,884.39</u>

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BNY MELLON

Statement Period
 May 1 - May 31, 2012

09-36379-L
PBF LIQUIDATING TRUST
BARRY E MUKAMAL (0000290464)

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ONE SE THIRD AVENUE, BOX158
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 MIAMI, FL 33131

CONSOLIDATED BALANCE SUMMARY

	<u>Maturity Date</u>	<u>Ending Balance Prior Period</u>	<u>Ending Balance This Period</u>
CHECKING ACCOUNT			
		\$3,090,637.92	\$2,995,884.39
Total		\$3,090,637.92	\$2,995,884.39

Information Regarding Your Account

TIP: WE RECOMMEND YOU REVIEW THE BANK ACTIVITY LOG DAILY. FOR RECEIVED ITEMS, POST THEM TO THE LEDGER BY CLICKING POST-TO-LEDGER OR TO REMOVE FROM LOG WITHOUT POSTING CLICK MARK-AS-REVIEWED. TO DISCUSS BANKING NEEDS, PLEASE CONTACT THE BMS BANKING CENTER AT (800)634-7734, OPT.8, MON-FRI FROM 8AM TO 8PM ET OR EMAIL BMSBANKINGCENTER@BMS7.COM.

As of May 31, 2012, the funds for this case were on deposit in the following institutions as shown below:

First TN	\$249,500.00	Zions First National Bank	\$18,904.11
Union Bank	\$249,500.00	New York Community	\$249,500.00
Citi	\$249,500.00	The Bank of New York Mellon	\$1,978,980.28
		Grand Total:	\$2,995,884.39

BNY MELLON
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BNY MELLON

Statement Period
 June 1 - June 30, 2012

09-36379-L
 PBF LIQUIDATING TRUST
 BARRY E MUKAMAL (0000290454)

CHECKING ACCOUNT SUMMARY

	<u>Instances</u>	<u>Amount</u>
Beginning Balance		\$2,995,884.39
Deposits and Additions	1	\$135,294.33
Withdrawals	9	\$(18,719.69)
Ending Balance	10	\$3,112,459.03

TRANSACTION DETAIL

<u>Date</u>	<u>Description</u>	<u>Debits</u>	<u>Credits</u>	<u>Balance</u>
06/01	CHECK # 0000001045	\$(2,163.00)		\$2,993,721.39
06/05	CHECK # 0000001049	\$(1,707.50)		\$2,992,013.89
06/06	CHECK # 0000001050	\$(1,583.14)		\$2,990,430.75
06/13	OUTGOING WIRE TRANSFER	\$(2,320.56)		\$2,988,110.19
06/13	CHECK # 0000001046	\$(174.60)		\$2,987,935.59
06/19	CHECK # 0000001052	\$(2,115.72)		\$2,985,819.87
06/20	CHECK # 0000001054	\$(4,968.74)		\$2,980,851.13
06/21	CHECK #1053 MANUALLY POSTED	\$(2,633.79)		\$2,978,217.34
06/22	CHECK # 0000001051	\$(1,052.64)		\$2,977,164.70
06/29	DEPOSIT # 0000100022		\$135,294.33	\$3,112,459.03
Totals		\$(18,719.69)	\$135,294.33	

CHECKS PAID

<u>Check No.</u>	<u>Date</u>	<u>Amount</u>	<u>Check No.</u>	<u>Date</u>	<u>Amount</u>	<u>Check No.</u>	<u>Date</u>	<u>Amount</u>
1045	06/01	\$2,163.00	1050	06/06	\$1,583.14	1052	06/19	\$2,115.72
1046	06/13	\$174.60	1051	06/22	\$1,052.64	1054 *	06/20	\$4,968.74
1049 *	06/05	\$1,707.50						
Total Checks Paid:								\$13,765.34

As of June 30, 2012, the funds for this account were on deposit in the following institutions as shown below:

First TN	\$249,500.00	Zions First National Bank	\$0.00
Union Bank	\$249,500.00	New York Community	\$249,500.00
Citi	\$249,500.00	The Bank of New York Mellon	\$2,114,459.03
Grand Total:			\$3,112,459.03

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BNY MELLON

Statement Period
 June 1 - June 30, 2012

09-36379-L
PBF LIQUIDATING TRUST
BARRY E MUKAMAL (0000290464)

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 MIAMI, FL 33131

CONSOLIDATED BALANCE SHEET

	<u>Maturity Date</u>	<u>Ending Balance Prior Period</u>	<u>Ending Balance This Period</u>
CHECKING ACCOUNT			
		\$2,995,884.39	\$3,112,459.03
Total		\$2,995,884.39	\$3,112,459.03

THE BMS BANKING USER GUIDE PROVIDES HELPFUL INFORMATION ON MANY TOPICS. TO LOCATE, CLICK THE AUTOMATIC LOGIN LINK UNDER BANKING FROM YOUR BMS SOFTWARE HOMEPAGE, CHOOSE KNOWLEDGE BASE/DOCUMENTS, CLICK ON MANUALS, AND SELECT BANKING USER GUIDE. YOU CAN REACH THE BMS BANKING CENTER AT (800)634-7734, OPT.8 OR EMAIL BMSBANKINGCENTER@BMS7.COM MON-FRI FROM 8AM TO 8PM ET.

As of June 30, 2012, the funds for this case were on deposit in the following institutions as shown below:

First TN	\$249,500.00	Zions First National Bank	\$0.00
Union Bank	\$249,500.00	New York Community	\$249,500.00
Citi	\$249,500.00	The Bank of New York Mellon	\$2,114,459.03
		Grand Total:	\$3,112,459.03