

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court  
Southern District of Florida**

In re Palm Beach Finance Partners, L.P.

Debtor(s)

Case No. 09-36379-BKC-PGHChapter 11

**AMENDED LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

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

(1) <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>
Strategic Stable Return Fund II, LP c/o R. James George, Jr., Esq. 114 W. Seventh Street Suite 1100 Austin, TX 78701	Strategic Stable Return Fund II, LP c/o R. James George, Jr., Esq. 114 W. Seventh Street Austin, TX 78701	Pending Civil Litigation	Contingent Unliquidated Disputed	24,000,000.00 <sup>1</sup>
Strategic Stable Return Fund (ID), LP c/o R. James George, Jr., Esq. 114 West Seventh Street Suite 1100 Austin, TX 78701	Strategic Stable Return Fund (ID), LP c/o R. James George, Jr., Esq. 114 West Seventh Street Austin, TX 78701	Pending Civil Litigation	Contingent Unliquidated Disputed	24,000,000.00 (See Footnote 1)
SSR Capital Partners, LP c/o R. James George, Jr., Esq. 114 W. Seventh Street Suite 1100 Austin, TX 78701	SSR Capital Partners, LP c/o R. James George, Jr., Esq. 114 W. Seventh Street Austin, TX 78701	Pending Civil Litigation	Contingent Unliquidated Disputed	24,000,000.00 (See Footnote 1)
Fulbright & Jaworski 2100 IDS Center 80 South Eighth Street Minneapolis, MN 55402-2112	Fulbright & Jaworski 2100 IDS Center 80 South Eighth Street Minneapolis, MN 55402-2112			750,000.00 <sup>2</sup>
Palm Beach Capital Management, LLC 3601 PGA Blvd Suite 301 Palm Beach Gardens, FL 33410	Palm Beach Capital Management, LLC 3601 PGA Blvd Suite 301 Palm Beach Gardens, FL 33410			87,167.11

<sup>1</sup>This entity is one of three plaintiffs in a Texas state court lawsuit (Case No.: DC-09-08239) which assert total losses of approximately \$24,000,000.00.

<sup>2</sup>Palm Beach Finance II, L.P., also a Debtor before this Court (Case No.: 09-36396-BKC-PGH), is jointly and severally liable for this debt.

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Debtor(s)

Case No. 09-36379-BKC-PGH

**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>
Kaufman Rossin & Co. 2699 S Bayshore Dr Miami, FL 33133	Kaufman Rossin & Co. 2699 S Bayshore Dr Miami, FL 33133			50,320.00
Lewis B. Freeman & Partners, Inc. c/o Kenneth A. Welt, Receiver 1776 North Pine Island Road, Suite 102 Plantation, FL 33322	Lewis B. Freeman & Partners, Inc. c/o Kenneth A. Welt, Receiver 1776 North Pine Island Road, Suite 102 Plantation, FL 33322		Disputed	10,536.18 <sup>3</sup>
SSR Capital Partners, LP c/o R. James George, Jr., Esq. 114 W. Seventh Street Suite 1100 Austin, TX 78701	SSR Capital Partners, LP c/o R. James George, Jr., Esq. 114 W. Seventh Street Austin, TX 78701	Punitive Damages	Contingent Unliquidated Disputed	Unknown
Strategic Stable Return Fund (ID), LP c/o R. James George, Jr., Esq. 114 West Seventh Street Suite 1100 Austin, TX 78701	Strategic Stable Return Fund (ID), LP c/o R. James George, Jr., Esq. 114 West Seventh Street Austin, TX 78701	Punitive Damages	Contingent Unliquidated Disputed	Unknown
Strategic Stable Return Fund II, LP c/o R. James George, Jr., Esq. 114 W. Seventh Street Suite 1100 Austin, TX 78701	Strategic Stable Return Fund II, LP c/o R. James George, Jr., Esq. 114 W. Seventh Street Austin, TX 78701	Punitive Damages	Contingent Unliquidated Disputed	Unknown

<sup>3</sup>Palm Beach Finance II, L.P., also a Debtor before this Court (Case No.: 09-36396-BKC-PGH), is jointly and severally liable for this debt.

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

I, the Chief Restructuring Officer 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 December 15, 2009

Signature /s/ Kenneth A. Welt  
**Kenneth A. Welt**  
**Chief Restructuring Officer**

*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.