

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court  
 Central District of California**

In re **Beshmada of Delaware, LLC**  
 Debtor(s)

Case No. **2:09-bk-25510-BR**  
 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; 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>
<b>Internal Revenue Service Ogden, UT 84201-0039</b>	<b>Internal Revenue Service Ogden, UT 84201-0039</b>		<b>Disputed</b>	<b>3,240.00</b>
<b>Delaware Division of Corporations P.O. Box 11728 Newark, NJ 07101-4728</b>	<b>Delaware Division of Corporations P.O. Box 11728 Newark, NJ 07101-4728</b>		<b>Contingent Unliquidated Disputed</b>	<b>Unknown</b>
<b>MidFirst Bank Attn: Jay R. Ganske 3030 East Camelback Road Phoenix, AZ 85016</b>	<b>MidFirst Bank Attn: Jay R. Ganske 3030 East Camelback Road Phoenix, AZ 85016</b>	<b>Debtor is a Contingent Guarantor on a Promissory Note made by SC Springfield, LLC to MidFirst Bank. Modified loan amount is \$8.3mm with the collatera</b>	<b>Contingent Unliquidated Disputed</b>	<b>Unknown</b>
<b>National Registered Agents, Inc. P.O. Box 927 Princeton Junction, NJ 08550-0927</b>	<b>National Registered Agents, Inc. P.O. Box 927 Princeton Junction, NJ 08550-0927</b>		<b>Contingent Unliquidated Disputed</b>	<b>Unknown</b>

B4 (Official Form 4) (12/07) - Cont.  
 In re **Beshmada of Delaware, LLC**

Case No. **2:09-bk-25510-BR**

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
 (Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]

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

I, the Its Current Manager 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 **August 31, 2010**

Signature *Louis A. Cicalese*  
**Louis A. Cicalese**  
 Its Current Manager

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  
Central District of California

In re Beshmada of Delaware, LLC  
Debtor

Case No. 2:09-bk-25510-BR

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

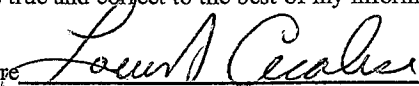
Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Benjamin Namvar (cust.-Ezri Namvar) c/o Ezri Namvar 12855 Parkyns Street Los Angeles, CA 90049			25%
Daniel Navmar (cust. - Ezri Namvar) c/o Ezri Namvar 12855 Parkyns Street Los Angeles, CA 90049			25%
Malka Namvar (cust. - Ezri Namvar) c/o Ezri Namvar 12855 Parkyns Street Los Angeles, CA 90049			25%
Shirah Namvar (cust. - Ezri Namvar) c/o Ezri Namvar 12855 Parkyns Street Los Angeles, CA 90049			25%

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Its Current Manager 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 August 31, 2010

Signature   
Louis A. Cicalese  
Its Current Manager

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.

**STATEMENT OF RELATED CASES**  
**INFORMATION REQUIRED BY LOCAL BANKRUPTCY RULE 1015-2**  
**UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA**

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

**Namco Capital Group, Inc.: 2:08-bk-32333-BR, Central District of California Los Angeles Division, filed 12/22/2008, Hon. Barry Russell; case pending.**

**Namco Financial Exchange: 2:09-bk-17727-BR, Central District of California Los Angeles Division, filed 4/2/2009, Hon. Barry Russell; case pending.**

**Dimes, LLC: 2:09-bk-25517-BR, Central District of California Los Angeles Division, filed 6/19/2009, Hon. Barry Russell; case pending.**

**St. Patrick's Day Lease, LLC: 2:09-bk-45134-BR, Central District of California Los Angeles Division, filed 12/11/2009, Hon. Barry Russell; case pending.**

**Wall Street Mart, L.P.: 2:09-bk-42717-BR, Central District of California Los Angeles Division, filed 12/23/2009, Hon. Barry Russell; case pending.**

**Bundy Dimes, LLC: 10-22149, Central District of California Los Angeles Division, filed 3/31/2010, Hon. Barry Russell; case pending.**

**Bunwil Capital, LLC: 10-22153, Central District of California Los Angeles Division, filed 3/31/2010, Hon. Barry Russell; case pending.**

**Mission Real Associates, LLC: 10-22370, Central District of California Los Angeles Division, filed 3/31/2010, Hon. Barry Russell; case pending.**

**Westland Group, LLC: 09-16294-mkn, District of Nevada, filed 4/24/2009, Hon. Mike K. Nakagawa; dismissed.**

**Dynasty Towers, LLC: 09-16293-mkn, District of Nevada, filed 4/24/2009, Hon. Mike K. Nakagawa; dismissed.**

**Playa Properties, LLC: 09-13920, Central District of California Los Angeles Division, filed 2/23/2009, Hon. Barry Russell; case pending.**

**Beshmada, LLC: 2:09-bk-25523-BR, Central District of California Los Angeles Division, filed 6/19/2009, Hon. Barry Russell; case pending.**

**Rancho Malibu, LLC: 2:10-bk-18138-BR, Central District of California, filed 7/6/2010, Hon. Geraldine Mund; case pending.**

**Namwest, LLC: 2-08-bk-13935-CGC, District of Arizona, filed 10/9/2008, Hon. Charles G. Case II; case pending.**

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

**None.**

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

**Ezri Namvar: 2:08-bk-32349-BR, Central District of California Los Angeles Division, filed 12/22/2008, Hon. Barry Russell; case pending.**

4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has

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This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

ALL FINANCIAL DATA IS PROVIDED AS OF THE INVOLUNTARY PETITION DATE (JUNE 19, 2009).

8/31/10 9:30AM

DATA IS BASED ON THE DEBTOR'S BOOKS AND RECORDS AND IS NOT VERIFIED AT THIS TIME BY THE DEBTOR OR ITS CURRENT MANAGER.

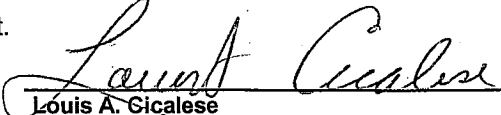
been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None.

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed at \_\_\_\_\_, California.

Dated August 31, 2010

  
\_\_\_\_\_  
Louis A. Cicalese  
Debtor

\_\_\_\_\_  
Joint Debtor

This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA  
LOS ANGELES DIVISION

In re:  
Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

**GENERAL NOTE TO SCHEDULES OF ASSETS AND LIABILITIES,  
STATEMENT OF FINANCIAL AFFAIRS, AND MASTER MAILING LIST**

Beshmada of Delaware, LLC, debtor and debtor in possession (the "Debtor"), submits its Schedules of Assets and Liabilities (the "Schedules"), Statement of Financial Affairs ("SOFAs"), and Master Mailing List pursuant to 11 U.S.C § 521, Federal Rule of Bankruptcy Procedure 1007, and Local Bankruptcy Rule 1007-1.

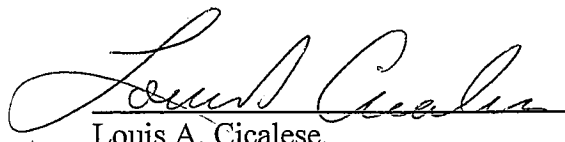
This bankruptcy case was filed on June 19, 2009 as an involuntary chapter 7 case (the "Petition Date"). An order for relief was entered on July 1, 2010 (the "Relief Date"), pursuant to which the case was converted to a case under Chapter 11 of the Bankruptcy Code. **The information shown on these documents reflects the financial status of the Debtor as of the Petition Date, not the Relief Date.**

The Schedules, SOFA and Master Mailing List were prepared by the Debtor and professionals engaged on behalf of the Debtor. The Schedules, the SOFAs and the Master Mailing List are executed on behalf of the Debtor by its current manager, Louis A. Cicalese.

The Debtor has used its best efforts to complete the Schedules and SOFAs. The information set forth in the Schedules and SOFAs is based upon the Debtor's books and records as of the Petition Date. The Schedules and SOFAs and such information may not be correct or accurately reflect the Debtor's actual assets and liabilities as of the Petition Date. The Schedules and SOFAs are unaudited. Current management of the Debtor believes that some of the financial data set forth in the Debtor's books and records may be inaccurate, incomplete and unreliable.

Any failure to designate a claim listed on the Debtor's Schedules as "disputed," "contingent" or "unliquidated" does not constitute an admission by the Debtor that such amount or claim is not "disputed," "contingent" or "unliquidated." The Debtor reserves the right to dispute, or to assert setoff rights, counterclaims or defenses to, any claim reflected on its Schedules as to amount, liability or classification, or to otherwise subsequently designate any claim as "disputed," "contingent" or "unliquidated". The dollar amounts of claims listed may be exclusive of contingent and unliquidated amounts, including accrued and unpaid interest.

Dated: August 31, 2010



Louis A. Cicalese,  
Current Manager of Beshmada of Delaware, LLC

**United States Bankruptcy Court  
Central District of California**

In re **Beshmada of Delaware, LLC**  
Debtor

Case No. **2:09-bk-25510-BR**

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	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>4</b>	<b>11,745,773.42</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>1</b>		<b>0.00</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>2</b>		<b>3,240.00</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>5</b>		<b>26,983,931.48</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>1</b>			
H - Codebtors	<b>Yes</b>	<b>2</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>16</b>			
Total Assets			<b>11,745,773.42</b>		
Total Liabilities				<b>26,987,171.48</b>	

**United States Bankruptcy Court  
Central District of California**

In re **Beshmada of Delaware, LLC**  
Debtor

Case No. **2:09-bk-25510-BR**

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)		

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

Debtor

**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

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

Debtor

**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 petition 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.	X			
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
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.	X			
10. Annuities. Itemize and name each issuer.	X			

Sub-Total > **0.00**  
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re **Beshmada of Delaware, LLC**

Case No. **2:09-bk-25510-BR**

Debtor

**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.		<b>Budget Suites Holdings, LLC (100% interest)</b>	-	<b>Unknown</b>
		<b>Westland Group, LLC (100% interest)</b>	-	<b>Unknown</b>
		<b>Sierra Coast Development, LLC (60% interest)</b>	-	<b>Unknown</b>
		<b>Secret Beach Estates, LLC (50% interest)</b>	-	<b>Unknown</b>
		<b>Polos South, LLC (50% interest)</b>	-	<b>Unknown</b>
		<b>Dynasty Towers, LLC (100% interest)</b>	-	<b>Unknown</b>
		<b>Besh/Riverwinds, LLC (100% interest)</b>	-	<b>Unknown</b>
		<b>Eloy Community Holdings, LLC (100% interest)</b>	-	<b>Unknown</b>
		<b>Flamingo 26, LLC</b>	-	<b>Unknown</b>
		<b>Windmill Market, LLC (Capital Contributions)</b>	-	<b>Unknown</b>
14. Interests in partnerships or joint ventures. Itemize.		<b>Kohnam 26, LLC</b>	-	<b>Unknown</b>
		<b>Flamingo Chateau 2, LLC</b>	-	<b>Unknown</b>
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		<b>Beshmada, LLC</b>	-	<b>11,737,233.61</b>
		<b>Ted Kohan</b>	-	<b>8,539.81</b>
		<b>Nevada K, LLC</b>	-	<b>Unknown</b>
			Sub-Total >	<b>11,745,773.42</b>
				(Total of this page)

Sheet 1 of 3 continuation sheets attached to the Schedule of Personal Property

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

Debtor

**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
		<b>Koval LN6, LLC</b>	-	<b>Unknown</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			
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.	<b>X</b>			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<b>X</b>			
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.		<b>The Debtor may have substantial claims against third parties, including affiliated and unaffiliated entities. The nature, extent and value of such claims are currently unknown.</b>	-	<b>Unknown</b>
22. Patents, copyrights, and other intellectual property. Give particulars.	<b>X</b>			
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
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.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
Sub-Total >				<b>0.00</b>
(Total of this page)				

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

In re **Beshmada of Delaware, LLC**

Case No. **2:09-bk-25510-BR**

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
 (Continuation Sheet)

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
28. Office equipment, furnishings, and supplies.	<b>X</b>			
29. Machinery, fixtures, equipment, and supplies used in business.	<b>X</b>			
30. Inventory.	<b>X</b>			
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.	<b>X</b>			

Sub-Total > **0.00**  
 (Total of this page)  
 Total > **11,745,773.42**

(Report also on Summary of Schedules)

Sheet **3** of **3** continuation sheets attached to the Schedule of Personal Property

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

Debtor

### SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by 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. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, 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 all secured 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.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)								
Total (Report on Summary of Schedules)							<b>0.00</b>	<b>0.00</b>

0 continuation sheets attached

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

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 \$11,725\* 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 \$5,775\* 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 \$2,600\* 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).

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
 (Continuation Sheet)

**Taxes and Certain Other Debts  
 Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	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	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.  <b>Delaware Division of Corporations P.O. Box 11728 Newark, NJ 07101-4728</b>				X	X	X	Unknown	Unknown
Account No.  <b>Internal Revenue Service Ogden, UT 84201-0039</b>		Fiscal Year 2008				X	3,240.00	0.00 3,240.00
Account No.								
Account No.								
Account No.								

Sheet 1 of 1 continuation sheets attached to  
 Schedule of Creditors Holding Unsecured Priority Claims

Subtotal  
 (Total of this page)

Total  
 (Report on Summary of Schedules)

0.00	0.00
3,240.00	3,240.00
0.00	0.00
3,240.00	3,240.00

## **SCHEDULE F - DISCLAIMER**

THE EXISTENCE AND AMOUNTS OF POTENTIAL LIABILITIES ARE UNKNOWN. THE DEBTOR HAS COMPILED THE FOLLOWING LIST SOLELY FOR NOTICE PURPOSES.

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

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.						
<b>Arlington 360 Associates, L.P.</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		-	X	X	X	Unknown
Account No.						
<b>Bruce Yasmeh</b> Oxia Sleep 7324 N. Sepulveda Blvd. Van Nuys, CA 91405		-	X	X	X	Unknown
Account No.						
<b>Bruton Buckner Associates, L.P.</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		-	X	X	X	Unknown
Account No.						
<b>Budget Suites Holdings, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		-	X	X	X	Unknown
Subtotal (Total of this page)						<b>0.00</b>

4 continuation sheets attached

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E 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.							
<b>Budget Suites Properties, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	-						<b>0.00</b>
Account No.							
<b>Burton 25, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	-			X	X	X	<b>Unknown</b>
Account No.							
<b>Burtonam Properties, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	-			X	X	X	<b>Unknown</b>
Account No.							
<b>Dynasty Tower, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	-			X	X	X	<b>Unknown</b>
Account No.							
<b>Eloy Community Holdings, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	-			X	X	X	<b>Unknown</b>
Subtotal (Total of this page)							<b>0.00</b>

Sheet no. 1 of 4 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

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.  <b>Flamingo Chateau, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		-		X	X	X	Unknown
Account No.  <b>MidFirst Bank</b> Attn: Jay R. Ganske 3030 East Camelback Road Phoenix, AZ 85016	X	-	<b>10/16/2007</b> Debtor is a Contingent Guarantor on a Promissory Note made by SC Springfield, LLC to MidFirst Bank. Modified loan amount is \$8.3mm with the collateral property being owned by SC Springfield, LLC.	X	X	X	Unknown
Account No.  <b>Namco 8, LLC</b> c/o R. Todd Neilson 2049 Century Park East #2300 Los Angeles, CA 90067		-		X	X	X	Unknown
Account No.  <b>Namco Capital Group, Inc.</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		-	<b>Note: The Debtor reserves its right to assert set off and counter claims, if any. The amount shown is supported by the Debtor's books and records as of the Petition Date.</b>				26,983,931.48
Account No.  <b>National Registered Agents, Inc.</b> P.O. Box 927 Princeton Junction, NJ 08550-0927		-		X	X	X	Unknown
<p align="right">Subtotal (Total of this page)</p>							<b>26,983,931.48</b>

Sheet no. 2 of 4 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E 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.								
<b>Nevada K, LLC</b> 16861 Ventura Blvd. #303 Encino, CA 91436	-				X	X	X	Unknown
Account No.								
<b>Polos South, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	-				X	X	X	Unknown
Account No.								
<b>Rainbow L.V. Properties, LLC</b> 7324 N. Sepulveda Blvd. Van Nuys, CA 91405	-				X	X	X	Unknown
Account No.								
<b>Sam Sohrab Shakib</b> 16861 Ventura Blvd. #303 Encino, CA 91436	-				X	X	X	Unknown
Account No.								
<b>Secret Beach Estates, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	-				X	X	X	Unknown
Subtotal								<b>0.00</b>
(Total of this page)								

Sheet no. 3 of 4 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re Beshmada of Delaware, LLC

Case No. 2:09-bk-25510-BR

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E 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.								
<b>Sierra Coast Development, LLC</b> 7510 Longley Lane Suite 102 Reno, NV 89511	-				X	X	X	Unknown
Account No.								
<b>Westland Group, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	-				X	X	X	Unknown
Account No.								
<b>WFS 22706 PCH, LLC FKA Whitsett LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	-				X	X	X	Unknown
Account No.								
<b>Wilshire 19, LLC</b> c/o R. Todd Neilson 2049 Century Park East #2300 Los Angeles, CA 90067	-				X	X	X	Unknown
Account No.								

Sheet no. 4 of 4 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal  
(Total of this page)

**0.00**

Total  
(Report on Summary of Schedules)

**26,983,931.48**

## **SCHEDULE G - DISCLAIMER**

THE INCLUSION OF ANY OPERATING AGREEMENT OR MEMBERSHIP INTEREST IS NOT AN ADMISSION THAT THE AGREEMENT OR MEMBERSHIP IS IN FACT AN EXECUTORY CONTRACT.

In re Beshmada of Delaware, LLCCase No. 2:09-bk-25510-BR

Debtor

**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.
<b>Besh/Riverwinds, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	<b>Debtor is Sole Member as per Operating Agreement dated 2/1/2007.</b>
<b>Budget Suites Holdings, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	<b>Debtor is Sole Member.</b>
<b>Dynasty Tower, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	<b>Debtor is Sole Member.</b>
<b>Eloy Community Holdings, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	<b>Debtor is Sole Member as per Operating Agreement dated 3/18/2005</b>
<b>Polos South, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	<b>Debtor is 50% Member as per Amended Operating Agreement dated 1/19/2006.</b>
<b>Secret Beach Estates, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	<b>Debtor is Member as per Action of Written Consent dated 4/22/2010.</b>
<b>Sierra Coast Development, LLC</b> 7510 Longley Lane Suite 102 Reno, NV 89511	<b>Debtor is 60% Member as per Operating Agreement dated 3/15/2005.</b>
<b>Westland Group, LLC</b> 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	<b>Debtor is Sole Member as per Amended Operating Agreement dated 2/28/2005.</b>

## **SCHEDULE H - DISCLAIMER**

IN ADDITION TO THOSE ENTITIES LISTED, ONE OR MORE OF THE DEBTOR'S AFFILIATED AND NON-AFFILIATED ENTITIES MAY BE LIABLE WITH THE DEBTOR ON ONE OF MORE OF THE DEBTOR'S KNOWN AND UNKNOWN LIABILITIES.

In re Beshmada of Delaware, LLCCase No. 2:09-bk-25510-BR

Debtor

**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
<b>Beshmada, LLC</b> <b>12121 Wilshire Blvd.</b> <b>Suite 200</b> <b>Los Angeles, CA 90025</b> Debtor is a Contingent Guarantor on a Promissory Note made by SC Springfield, LLC to MidFirst Bank. Modified loan amount is \$8.3mm with the collateral property being owned by SC Springfield, LLC.	<b>MidFirst Bank</b> <b>Attn: Jay R. Ganske</b> <b>3030 East Camelback Road</b> <b>Phoenix, AZ 85016</b>
<b>Ezri Namvar</b> <b>c/o R. Todd Neilson</b> <b>LECG, LLC</b> <b>2049 Century Park East, Suite 2300</b> <b>Los Angeles, CA 90067</b> Debtor is a Contingent Guarantor on a Promissory Note made by SC Springfield, LLC to MidFirst Bank. Modified loan amount is \$8.3mm with the collateral property being owned by SC Springfield, LLC.	<b>MidFirst Bank</b> <b>Attn: Jay R. Ganske</b> <b>3030 East Camelback Road</b> <b>Phoenix, AZ 85016</b>
<b>Jeff &amp; Lynette Belle</b> <b>c/o Rebecca J. Winthrop, Esq.</b> <b>Ballard Spahr LLP</b> <b>2029 Century Park East, #800</b> <b>Los Angeles, CA 90067</b> Debtor is a Contingent Guarantor on a Promissory Note made by SC Springfield, LLC to MidFirst Bank. Modified loan amount is \$8.3mm with the collateral property being owned by SC Springfield, LLC.	<b>MidFirst Bank</b> <b>Attn: Jay R. Ganske</b> <b>3030 East Camelback Road</b> <b>Phoenix, AZ 85016</b>
<b>Namvar Family Trust</b> <b>c/o R. Todd Neilson</b> <b>LECG, LLC</b> <b>2049 Century Park East, Suite 2300</b> <b>Los Angeles, CA 90067</b> Debtor is a Contingent Guarantor on a Promissory Note made by SC Springfield, LLC to MidFirst Bank. Modified loan amount is \$8.3mm with the collateral property being owned by SC Springfield, LLC.	<b>MidFirst Bank</b> <b>Attn: Jay R. Ganske</b> <b>3030 East Camelback Road</b> <b>Phoenix, AZ 85016</b>

In re **Beshmada of Delaware, LLC**

Case No. **2:09-bk-25510-BR**

Debtor

**SCHEDULE H - CODEBTORS**

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<p><b>SC Springfield, LLC</b>  <b>Debtor is a Contingent Guarantor on a Promissory Note made by SC Springfield, LLC to MidFirst Bank. Modified loan amount is \$8.3mm with the collateral property being owned by SC Springfield, LLC.</b></p>	<p><b>MidFirst Bank</b>  <b>Attn: Jay R. Ganske</b>  <b>3030 East Camelback Road</b>  <b>Phoenix, AZ 85016</b></p>

ALL FINANCIAL DATA IS PROVIDED AS OF THE INVOLUNTARY PETITION DATE (JUNE 19, 2009).  
DATA IS BASED ON THE DEBTOR'S BOOKS AND RECORDS AND IS NOT VERIFIED AT THIS TIME BY THE DEBTOR OR ITS CURRENT MANAGER.  
B6 Declaration (Official Form 6 - Declaration). (12/07)

8/31/10 9:30AM

**United States Bankruptcy Court  
Central District of California**

In re Beshmada of Delaware, LLC

Debtor(s)

Case No. 2:09-bk-25510-BR

Chapter 11

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

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

I, the Its Current Manager 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 18 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date August 31, 2010

Signature

  
Louis A. Cicalese  
Its Current Manager

*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) (04/10)

**United States Bankruptcy Court  
Central District of California**

In re **Beshmada of Delaware, LLC**

Debtor(s)

Case No. **2:09-bk-25510-BR**

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.

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**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

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**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

**\$-98,896.00**

**2008 - Loss from membership in other LLC's - Tax Return**

**\$112,935.00**

**2007 - Income from membership in other LLC's - Tax Return**

**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 credit 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 \$5,850\*. 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 credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other 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 CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
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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
---------------------------------------------------------------------	-----------------	--------------------------------------

**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
-------------------------------------------	------------------------------------------------------------------	--------------------------------------

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

**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
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**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	NAME USED	DATES OF OCCUPANCY
12121 Wilshire Blvd. Suite 1400 Los Angeles, CA 90025	Beshmada of Delaware, LLC	August 2003 to May 2009

**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.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Besh/Riverwinds, LLC	26-2525388			
Budget Suites Holdings, LLC	20-2792462	12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		
Dynasty Tower, LLC	20-2192911	12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		
Eloy Community Holdings, LLC				
Kohnam 26, LLC	20-1679003	1333 S. Beverly Glen #706 Los Angeles, CA 90024		
Polos South, LLC	20-4076026	12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		
Secret Beach Estates, LLC	42-1664459	12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		
Sierra Coast Development, LLC	20-2654515	7510 Longley Lane Suite 102 Reno, NV 89511		
Westland Group, LLC	20-2192911			
Budget Suites Properties, LLC	20-2792419	12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025		

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

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  
**Greg Johnson**  
**12121 Wilshire Blvd.**  
**Suite 601**  
**Los Angeles, CA 90025**

DATES SERVICES RENDERED  
**Until December 2008**

NAME AND ADDRESS  
**Rollie Pronuevo**  
**2148 Echo Park Ave.**  
**Los Angeles, CA 90026**

DATES SERVICES RENDERED  
**January 2009 to Petition Date**

**Hamid Tabatabai**  
**5306 Edgeware Drive**  
**Agoura Hills, CA 91301**

**January 2009 to Petition Date**

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  
**Hamid Tabatabai**

ADDRESS  
**5306 Edgeware Drive**  
**Agoura Hills, CA 91301**

DATES SERVICES RENDERED  
**January 2009 to Petition Date**

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  
**Hamid Tabatabai**

ADDRESS  
**5306 Edgeware Drive**  
**Agoura Hills, CA 91301**

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  
**Unknown**

DATE ISSUED

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**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

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**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  
**Benjamin Namvar (cust.-Ezri Namvar)**  
**c/o Ezri Namvar**  
**12855 Parkyns Street**  
**Los Angeles, CA 90049**

TITLE  
**Member**

NATURE AND PERCENTAGE  
OF STOCK OWNERSHIP  
**25% Interest**

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Daniel Navmar (cust. - Ezri Namvar) c/o Ezri Namvar 12855 Parkyns Street Los Angeles, CA 90049	Member	25% Interest
Malka Namvar (cust. - Ezri Namvar) c/o Ezri Namvar 12855 Parkyns Street Los Angeles, CA 90049	Member	25% Interest
Shirah Namvar (cust. - Ezri Namvar) c/o Ezri Namvar 12855 Parkyns Street Los Angeles, CA 90049	Member	25% Interest
Louis A. Cicalese 12121 Wilshire Blvd. Suite 200 Los Angeles, CA 90025	Current Manager	

**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
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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
Ezri Namvar c/o R. Todd Neilson LECG, LLC 2049 Century Park East, Suite 2300 Los Angeles, CA 90067	Former Manager	

**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
-----------------------------------------------------	--------------------------------	------------------------------------------------------

**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)
----------------------------	--------------------------------------

**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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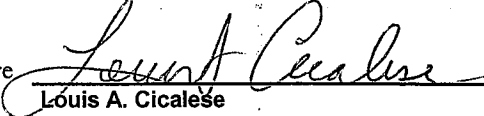
ALL FINANCIAL DATA IS PROVIDED AS OF THE INVOLUNTARY PETITION DATE (JUNE 19, 2009).  
DATA IS BASED ON THE DEBTOR'S BOOKS AND RECORDS AND IS NOT VERIFIED AT THIS TIME BY THE DEBTOR OR ITS CURRENT MANAGER.

8/31/10 9:30AM

**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 August 31, 2010

Signature   
Louis A. Cicalese  
Its Current Manager

[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*

**MASTER MAILING LIST**  
**Verification Pursuant to Local Bankruptcy Rule 1007-2(d)**

Name David W. Meadows

Address 1801 Century Park East Suite 1250 Los Angeles, CA 90067

Telephone (310) 557-8490 Fax: (310) 557-8493

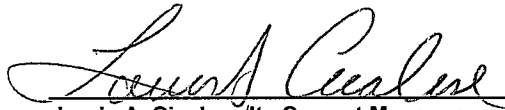
- Attorney for Debtor(s)  
 Debtor in Pro Per

<b>UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA</b>	
List all names including trade names used by Debtor(s) within last 8 years: <b>Beshmada of Delaware, LLC</b>	Case No.: <b>2:09-bk-25510-BR</b>
	Chapter: <b>11</b>

**VERIFICATION OF CREDITOR MAILING LIST**

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 7 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: August 31, 2010

  
 Louis A. Cicalese/Its Current Manager  
 Signer/Title

Date: August 31, 2010

\_\_\_\_\_  
 Signature of Attorney  
**David W. Meadows**  
 Law Offices of David W. Meadows  
 1801 Century Park East  
 Suite 1250  
 Los Angeles, CA 90067  
 (310) 557-8490 Fax: (310) 557-8493

Beshmada of Delaware, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

David W. Meadows  
Law Offices of David W. Meadows  
1801 Century Park East  
Suite 1250  
Los Angeles, CA 90067

Arlington 360 Associates, L.P.  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Arlington 360 Management, LLC  
c/o R. Todd Neilson  
2049 Century Park East  
#2300  
Los Angeles, CA 90067

Benjamin Namvar (cust.-Ezri Namvar)  
c/o Ezri Namvar  
12855 Parkyns Street  
Los Angeles, CA 90049

Besh/Riverwinds, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Beshmada, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Bruce Yasmeh  
Oxia Sleep  
7324 N. Sepulveda Blvd.  
Van Nuys, CA 91405

Bruton Buckner Associates, L.P.  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Bruton Buckner Management, LLC  
c/o R. Todd Neilson  
2049 Century Park East  
#2300  
Los Angeles, CA 90067

Budget Suites Holdings, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Budget Suites Properties, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Burton 25, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Burtonam Properties, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Calexico Warehouse 1, LLC  
12121 Wilshire Blvd.  
Suite 601  
Los Angeles, CA 90025

Claremont Law Group, Inc.  
618 West Baseline Road  
Claremont, CA 91711

Daniel Navmar (cust. - Ezri Namvar)  
c/o Ezri Namvar  
12855 Parkyns Street  
Los Angeles, CA 90049

Delaware Division of Corporations  
P.O. Box 11728  
Newark, NJ 07101-4728

Dimes, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Dynasty Tower, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Eloy Community Holdings, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Expo Ltd.  
12121 Wilshire Blvd.  
Suite 601  
Los Angeles, CA 90025

Ezri Namvar  
c/o R. Todd Neilson  
LECG, LLC  
2049 Century Park East, Suite 2300  
Los Angeles, CA 90067

Flamingo Chateau, LLC  
12121 Wilshire Blvd.  
Suite 200  
Los Angeles, CA 90025

Internal Revenue Service  
Ogden, UT 84201-0039

Jeff & Lynette Belle  
c/o Rebecca J. Winthrop, Esq.  
Ballard Spahr LLP  
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Namco Financial, Inc.  
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Namvar Family Trust  
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LECG, LLC  
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ALL FINANCIAL DATA IS PROVIDED AS OF THE INVOLUNTARY PETITION DATE (JUNE 19, 2009).  
DATA IS BASED ON THE DEBTOR'S BOOKS AND RECORDS AND IS NOT VERIFIED AT THIS TIME BY THE DEBTOR OR ITS CURRENT MANAGER.

WFS 22706 PCH, LLC FKA Whitsett LLC  
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Woodman Partners, LLC  
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Los Angeles, CA 90025

In re: Beshmada of Delaware, LLC

CHAPTER 11

Debtor(s).

CASE NUMBER 2:09-25510-BR

**NOTE:** When using this form to indicate service of a proposed order, **DO NOT** list any person or entity in Category I. Proposed orders do not generate an NEF because only orders that have been entered are placed on the CM/ECF docket.

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: 1801 Century Park East, Suite 1250, Los Angeles, CA 90067.

A true and correct copy of the foregoing document described:

**1) List of Creditors Holding 20 Largest Unsecured Claims; 2) List of Equity Security Holders; 3) Statement of Related Cases; 4) General Note To Schedules of Assets and Liabilities, Statement of Financial Affairs, and Master Mailing List; 5) Summary of Schedules and Schedules of Assets and Liabilities; 6) Statement of Financial Affairs; 7) Master Mailing List**

will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner indicated below:

**I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (“NEF”)** – Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s) (“LBR”), the foregoing document will be served by the court via NEF and hyperlink to the document. On 8/31/10, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email address(es) indicated below:

Service information continued on attached page

**II. SERVED BY U.S. MAIL OR OVERNIGHT MAIL** (indicate method for each person or entity served):

On \_\_\_\_\_ I served the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States Mail, first class, postage prepaid, and/or with an overnight mail service addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

**III. SERVED BY PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR EMAIL** (indicate method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on 8/31/2010, I served the following person(s) and/or entity(ies) by personal delivery, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on the judge will be completed no later than 24 hours after the document is filed.

Hon. Barry Russell (messenger)

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

8/31/2010

Date

David W. Meadows

Type Name

/s/ David W. Meadows

Signature

In re: Beshmada of Delaware, LLC

Debtor(s).

CHAPTER 11

CASE NUMBER 2:09-25510-BR

I. (Continued)

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