

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
In re : Chapter 11
EXTENDED STAY INC., et al., : Case No. 09-13764 (JMP)
Debtors. : (Jointly Administered)
----- X

**SCHEDULES OF ASSETS AND LIABILITIES FOR
ESA P PORTFOLIO L.L.C.**



0913764090928000000000024

GENERAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY AND DISCLAIMER REGARDING THE DEBTORS' SCHEDULES AND SOFAS

On June 15, 2009 (the “Commencement Date”), Extended Stay Inc. (“ESI”), and certain of its affiliates, as debtors and debtors in possession (collectively, the “Debtors,” or “Extended Stay”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”). The chapter 11 cases have been consolidated for procedural purposes only under Case No. 09-13764 (JMP). The Debtors continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

With the assistance of their Bankruptcy Court-appointed advisors, the Debtors prepared their Schedules of Assets and Liabilities (collectively, the “Schedules”) and their Statements of Financial Affairs (the “SOFAs” and together with the Schedules, the “Schedules and SOFAs”) pursuant to section 521 of the Bankruptcy Code and Rule 1007 of the Federal Rules of Bankruptcy Procedure. The Schedules and SOFAs are unaudited and do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”), and they are not intended to be fully reconciled to the Debtors’ financial statements.

Although the Debtors have made every reasonable effort to ensure that the Schedules and SOFAs are accurate and complete based on information that was available to them at the time of preparation, inadvertent errors or omissions may have occurred. As discussed below in the section entitled “Disclaimer Regarding Information,” the information provided herein, except as otherwise noted, is what was available to the Debtors and their professionals, as may have been provided by HVM L.L.C. (“HVM”) and The Lightstone Group, as custodians of most of the books and records of the Debtors as of the close of business on May 31, 2009.

Because the information provided herein is unaudited and, except as otherwise noted, is as of the close of business on May 31, 2009, subsequent receipt of information or an audit may result in material changes in financial data requiring amendment of the Schedules and SOFAs. There can be no assurance that the Schedules and SOFAs are complete. Accordingly, the Schedules and SOFAs remain subject to the Debtors’ further review, verification, and potential adjustment. The Debtors reserve their right to amend the Schedules and SOFAs from time-to-time as may be necessary or appropriate, including, but not limited to, the right to dispute or otherwise assert offsets or defenses to any claim reflected in the Schedules and SOFAs as to amount, liability, or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” Furthermore, nothing contained in the Schedules and SOFAs shall constitute a waiver of rights with respect to these chapter 11 cases, including, but not limited to, any rights or claims of the Debtors against any third party, issues involving substantive consolidation, equitable subordination and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws to recover assets or avoid transfers.

Certain of the Schedules and SOFAs have been signed by F. Joseph Rogers, the Assistant Secretary for some of the Debtors. In reviewing and signing the Schedules and SOFAs, Mr. Rogers has necessarily relied upon the efforts, statements, and representations of the Debtors' personnel and professionals and the information, efforts, statements, and representations of the accounting and non-accounting personnel of the Debtors and their advisors. Mr. Rogers has not (and could not have) personally verified the accuracy of each such statement and representation, including statements and representations concerning amounts owed to creditors and their addresses.

Certain of the Schedules and SOFAs have been signed by Joseph Teichman, the Secretary for all of the Debtors. In reviewing and signing the Schedules and SOFAs, Mr. Teichman has necessarily relied upon the efforts, statements, and representations of the Debtors' personnel and professionals and the information, efforts, statements, and representations of the accounting and non-accounting personnel of the Debtors and their advisors. Mr. Teichman has not (and could not have) personally verified the accuracy of each such statement and representation, including statements and representations concerning amounts owed to creditors and their addresses.

These General Notes and Statement of Limitations, Methodology, and Disclaimer Regarding the Debtors' Schedules and SOFAs (the "General Notes") are incorporated by reference in, and comprise an integral part of, the Schedules and SOFAs and should be referred to and considered in connection with any review of the Schedules and SOFAs.

Disclaimer Regarding Information. All of the Extended Stay hotels are managed by HVM, an entity that is affiliated with, but not owned by, the Extended Stay family of companies. HVM, on behalf of Extended Stay, pays all property level expenses of the hotels, contracts with service providers and purchases substantially all goods and materials utilized in the operation of the business. HVM employs approximately 9,200 employees in connection with the operation of the hotels. Accordingly, the Debtors themselves do not have any employees. Thus, the Schedules and SOFAs have been prepared, in large part, based upon the information and work product and/or representations made available to the Debtors and their professionals by representatives of HVM, and in limited instances, corporate records held by The Lightstone Group (which owns the equity of certain of the Debtors).

Prior to the Commencement Date, and continuing thereafter, the operations of the Debtors were necessarily connected with and collectively managed by HVM. With the exception of certain service providers, HVM has historically been the entity that has been responsible for the payments to the employees, utility companies, and other third party providers that provide services to the Extended Stay hotels. However, certain contracts may also list one of the Debtor entities as a party, and as a result, it may not be immediately clear whether that certain Debtor entity or HVM is liable for certain of the obligations listed on the Schedules and SOFAs. In addition, the financial affairs and business of the Debtors and HVM are complex and intertwined, and certain payments may have been made by one entity on behalf of another.

Given that HVM's continued performance of its management services was critical to the Debtors' operations, the Debtors were authorized by the Bankruptcy Court to continue to

reimburse HVM so that HVM could continue to pay the employees, vendors, utility companies and other third party service providers that provide crucial and necessary services to continue the operations at the Extended Stay hotels. Additionally, HVM was authorized to pay certain amounts for services that may have been provided to the Debtors prior to the Commencement Date.

This disclaimer is incorporated by reference in, and comprises an integral part of the Schedules and SOFAs, and should be considered in connection with any review of the Schedules and SOFAs.

Asset Presentation. The Debtors have reported the market value of cash and cash equivalents and investment securities where market values were readily accessible as of May 31, 2009, unless otherwise noted. The Debtors believe that it would be an inefficient use of the assets of the Debtors' estates for the Debtors to obtain current market valuations of all of their assets. Accordingly, where necessary, the Debtors have indicated in the Schedules and SOFAs that the value of certain assets (and liabilities) is "Unknown" or "Undetermined." The Debtors have provided the net book value of their assets as of May 31, 2009; however, where possible, the Debtors have provided the net book value of their liabilities as of June 15, 2009. The ultimate market value of the Debtors' assets and liabilities may vary materially from the net book values presented in the Schedules and SOFAs.

In addition, notwithstanding the fact that some assets may not have been recorded on the Debtors' books and records, in certain circumstances the Debtors have listed assets as contingent assets on the Schedules and SOFAs. There may be additional assets that belong to the Debtors that have not been included on the Schedules and SOFAs. The Debtors reserve their right to amend or adjust the value of each asset or liability set forth herein and to add additional assets, as such information becomes available.

In addition, any omission of an asset of the Debtors on the Schedules and SOFAs does not constitute a representation regarding the ownership of the asset, and any such omission shall not constitute a waiver of any and all rights of the Debtors with respect to that particular asset.

Liabilities. The Debtors have sought to allocate liabilities between the prepetition and postpetition periods based on the information and research that was conducted in connection with the preparation of the Schedules and SOFAs. As additional information becomes available and further research is conducted, the allocation of liabilities between prepetition and postpetition periods may change. The Debtors reserve their right to change the allocation of liability to the extent additional information becomes available.

In addition, notwithstanding the fact that some liabilities may not have been recorded on their books and records, the Debtors have listed some of those liabilities on the Schedules and SOFAs, as the Debtors may be the contractual party. The Debtors reserve their right to amend or adjust the value of each asset or liability set forth herein.

Pursuant to Bankruptcy Court orders, the Debtors have been granted authority to pay certain priority prepetition obligations. Accordingly, these liabilities have been or will be satisfied and may or may not be listed in the Schedules and SOFAs.

Excluded Assets and Liabilities Values. Asset values listed are Net Book Value (“NBV”) as of May 31, 2009. The Debtors have excluded the following categories of assets and liabilities from the Schedules and Statements: certain immaterial assets and liabilities, and assets with a net book value of zero, and liabilities that have been or will be satisfied.

Intellectual Property Rights. Exclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have been abandoned, have been terminated, or otherwise expired by their terms, or have been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have not been abandoned, have not been terminated, or otherwise expired by their terms, or have not been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Accordingly, the Debtors reserve all of their rights with respect to the legal status of any and all such intellectual property rights.

Property and Equipment. Unless otherwise noted, owned property and equipment are stated as NBV. In the ordinary course of their business, the Debtors may lease furniture, fixtures, and equipment from certain third party lessors for use in the daily operation of their business. Any such leases are set forth in the Schedules and SOFAs. Nothing in the Schedules and SOFAs is or shall be construed as an admission regarding the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all their rights with respect to any such issue.

Recharacterization. The Debtors have made reasonable efforts to correctly characterize, classify, categorize, and designate the claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and SOFAs. However, due to the complexity and size of the Debtors’ business, the Debtors may have improperly characterized, classified, categorized, or designated certain items. The Debtors thus reserve all of their rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Schedules and SOFAs at a later time as necessary or appropriate as additional information becomes available.

Claims Description. Any failure to designate a claim on the Debtors’ Schedules and SOFAs as “disputed,” “contingent,” or “unliquidated” does not constitute an admission by the Debtors that such claim is not “disputed,” “contingent,” or “unliquidated.” The Debtors reserve the right to dispute, or to assert offsets or defenses to, any claim reflected on the Schedules and SOFAs as to amount, liability, priority, secured or unsecured status, or classification, or to otherwise designate any claim as “disputed,” “contingent,” or “unliquidated.” Moreover, the Debtors reserve the right to amend the Schedules and SOFAs as necessary and appropriate, including, but not limited to, with respect to claim description and designation.

Intercompany Claims, Agreements, and Related Matters. The Schedules and SOFAs generally do not include intercompany claims, distributions, agreements, or other related matters

between Debtors and between Debtors and non-Debtor affiliates. However, the Schedules and SOFAs do include the claims between the Debtors and HVM.

Contingent Assets/Causes of Action. The Debtors believe that they may possess certain claims and causes of action against various parties. Additionally, the Debtors may possess contingent claims in the form of various avoidance actions they could commence under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws. The Debtors, despite reasonable efforts, may not have set forth all of their causes of action against third parties as assets in their Schedules and SOFAs. The Debtors reserve all of their rights with respect to any claims, causes of action, or avoidance actions they may have and nothing contained in these General Notes or the Schedules and SOFAs shall be deemed a waiver of any such claims, avoidance actions, or causes of action or in any way prejudice or impair the assertion of such claims.

The Debtors may also possess contingent and unliquidated claims against affiliated or formerly affiliated entities (both Debtor and non-Debtor) for various financial accommodations and similar benefits they have extended from time to time, including contingent and unliquidated claims for contribution, reimbursement and/or indemnification arising from, among other things, (i) letters of credit, (ii) notes payable and receivable, (iii) surety bonds, (iv) guaranties, (v) indemnities, (vi) warranties, and (vii) taxes. Additionally, prior to the Commencement Date, the Debtors, as plaintiffs, may have commenced various lawsuits in the ordinary course of business against third parties seeking monetary damages. Refer to ESI's SOFA, item 4(a), for lawsuits commenced prior to the Commencement Date in which ESI was a plaintiff.

Insiders. In the circumstances where the Schedules and SOFAs require information regarding "insiders" (as defined in the instructions to the Schedules and SOFAs), the Debtors have included information with respect to certain individuals who served as officers and directors, as the case may be, during the relevant time periods. Such individuals may no longer serve as an officer or director of the Debtors.

Inclusion of information with respect to any such individual is not intended to be, nor shall it be construed as, a binding or legal characterization of such individual as an "insider," as defined under the Bankruptcy Code, federal and state securities laws or any other applicable law. Additionally, the inclusion of information with respect to any such individual is not intended to be, nor shall it be, an admission of any fact, or any claim, right or defense, and any and all such rights, claims and defenses are hereby expressly reserved for all purposes. Information regarding the individuals listed as "insiders" in the Schedules and SOFAs has been included for informational purposes only; such information may not be used for the purpose of determining control of the Debtors, or the extent to which any individual exercised management responsibilities or functions with respect to, or corporate decision-making authority over, the Debtors.

Credits in the Ordinary Course of Business. In the ordinary course of business, the Debtors apply credits against amounts otherwise due to vendors. Certain of these credits are subject to change. Vendor claims are listed at the amounts entered on the Debtors' books and records,

which may reflect credits or allowances due from such creditors to the Debtors. The Debtors reserve all of their rights respecting such credits and allowances.

Schedule A- Real Property. The amount of the current value of the Debtors' interest in all property set forth on Schedule A is unliquidated.

Schedule B- Personal Property.

- **Schedule B16.** The Debtors have listed all outstanding accounts receivable on Schedule B16 without discounting for bad or uncollectable accounts.
- **Schedule B21.** With respect to contingent and unliquidated claims, the schedules of Extended Stay, Inc., ESA PA Properties LLC, ESA TX Properties LP, ESA FL Properties LLC, ESA MN Properties LLC, ESA MD Properties Business Trust, and ESA Operating Lessee Inc. reference certain litigation regarding defects in windows. Prior to the Commencement Date, the aforementioned Debtor entities settled a series of product liability cases with a windows manufacturer and certain of its insurers over defects in windows installed at a number of hotels. The settlement included the entry of a consent judgment for an additional \$30 million to be executed only against the proceeds available under the insurance policies issued by three non-settling insurers. The Debtor entities are pursuing a garnishment action against the insurers. No estimate of recovery is available at this time.

Schedule D- Creditors Holding Secured Claims. Except as otherwise agreed pursuant to a stipulation or order entered by the Bankruptcy Court, the Debtors reserve their rights to dispute or challenge the validity, perfection, or immunity from avoidance, of any lien purported to be granted or perfected in any specific asset to a secured creditor listed on Schedule D. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument related to such creditor's claim.

The descriptions provided in Schedule D are intended only to be a summary. Without limiting the foregoing, the inclusion on Schedule D of creditors that have asserted liens is not an acknowledgement of the validity, extent, or priority of any such liens, and the Debtors reserve their right to challenge such liens and the underlying claims on any ground whatsoever. The Debtors have listed the Trustee and the Successor Trustee of the approximately \$4.1 billion loan (the "Mortgage Debt") extended to certain of the Debtors pursuant to the Loan Agreement, dated as of June 11, 2007 (the "Mortgage Loan Agreement"),¹ on Schedule D, and not the certificate holders that hold interests in the Mortgage Debt. Such exclusion is without prejudice to the Debtors rights to treat the certificate holders as creditors or parties in interest for any and all

¹ Subsequent to the closing of the Mortgage Loan Agreement, the Mortgage Debt was sold and assigned to Wachovia Large Loan, Inc., which in turn, deposited the Mortgage Debt into a trust (the "Trust") created under the Trust and Servicing Agreement, dated as of August 1, 2007 (the "Trust and Servicing Agreement").

purposes in the chapter 11 cases. The Debtors have not been provided with a list of such certificate holders and although the Debtors may know the identities of certain of the certificate holders, such information could not be independently verified. Accordingly, despite discussions and inquiries, the Debtors and their professionals still cannot identify the beneficial holders of 100% of the Mortgage Debt. In addition, the Debtors have listed the known entities holding each of the mezzanine loans, aggregating to approximately \$3.3 billion (collectively, the “Mezzanine Debt”) on Schedule D. However, due largely to the Mezzanine Debt being traded, the Debtors may have inadvertently omitted certain entities with an interest in the Mezzanine Debt.

Accordingly, the information contained on Schedule D shall not constitute an admission of liability by, nor is it binding on, the Debtors. The Debtors reserve all rights to amend, modify, supplement, correct, change or alter the information contained on Schedule D.

Reference to the applicable agreements and other related relevant documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in the General Notes or the Schedules and SOFAs shall be deemed a modification or interpretation of the terms of such agreements.

Schedule E- Creditors Holding Unsecured Priority Claims. As noted above, the Bankruptcy Court entered an order granting authority to the Debtors to pay certain prepetition tax obligations that would otherwise be entitled to priority status in the ordinary course. Accordingly, the Debtors may have not included such claims on Schedule E to the extent that the Debtors have satisfied such claims in full or anticipate satisfying such claims in full.

The listing of any claim on Schedule E does not constitute an admission by the Debtors that such claim is entitled to priority under section 507 of the Bankruptcy Code. The Debtors reserve the right to dispute the priority status of any claim on any basis. Moreover, the listing of any tax claim on Schedule E is not an admission or designation by the Debtors that such claim is a prepetition tax claim.

While reasonable efforts have been made, determination of the date upon which each claim in Schedule E was incurred or arose would be unduly burdensome and therefore, the Debtors do not list a date for each claim listed on Schedule E.

Schedule F- Creditors Holding Unsecured Nonpriority Claims. The Bankruptcy Court entered an order granting authority to honor certain prepetition customer programs and insurance payments. Accordingly, certain debts arising out of customer programs and insurance programs have not been included on the Debtors’ Schedules and SOFAs.

Schedule F may reflect the prepetition amounts owing to, among others, counterparties to executory contracts and unexpired leases. Such prepetition amounts, however, may be paid in connection with the assumption, or assumption and assignment, of an executory contract or unexpired lease. Schedule F, however, does not include rejection damages claims of the counterparties to executory contracts and unexpired leases that may be rejected.

Although the Debtors and their professionals have generated financials the Debtors believe to be reasonable, actual liabilities (and assets) may deviate from the Schedules and SOFAs due to certain events that occur through the duration of these chapter 11 cases. Accordingly, the actual amount of claims against the Debtors may vary from the represented liabilities. Parties in interest should not accept that the listed liabilities necessarily reflect the correct amount of any unsecured creditor's allowed claims or the correct amount of all unsecured claims. Similarly, parties in interest should not anticipate that recoveries in these cases will reflect the relationship of aggregate asset values and aggregate liabilities set forth in the Schedules and SOFAs. Parties in interest should consult their own professionals and/or advisors with respect to pursuing a claim.

The claims listed on Schedule F arose or were incurred on various dates. In certain instances, the date on which a claim arose may be unknown or subject to dispute. Although reasonable efforts have been made to determine the date upon which claims listed in Schedule F were incurred or arose, fixing that date for each claim in Schedule F would be unduly burdensome and cost prohibitive and, therefore, the Debtors have not listed a date for each claim listed on Schedule F.

Schedule G- Executory Contracts. While every effort has been made to ensure the accuracy of Schedule G, inadvertent errors or omissions may have occurred. Certain of the leases and contracts listed on Schedule G may contain certain renewal options, guarantees of payment, options to purchase, rights of first refusal, and other miscellaneous rights. Such rights, powers, duties, and obligations are not set forth on Schedule G. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their business, such as subordination agreements, nondisturbance agreements, supplemental agreements, amendments/letter agreements, title agreements and confidentiality agreements. Such documents are also not set forth in Schedule G. Furthermore, listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease or that such contract or agreement was in effect on the Commencement Date or is valid or enforceable.

The Debtors hereby reserve all of their rights to dispute the validity, status, enforceability or liability under, any contracts, agreements, or leases set forth in Schedule G and to amend or supplement such Schedule as necessary. The Debtors also reserve all rights to dispute or challenge the characterization of the structure of any transaction or any document or instrument related to a creditor's claim.

Omission of a contract or agreement from Schedule G does not constitute an admission that such omitted contract or agreement is not an executory contract or unexpired lease. The Debtors' rights under the Bankruptcy Code with respect to any such omitted contracts or agreements are not impaired by the omission.

The Debtors have used reasonable efforts to locate and identify guaranties and other secondary liability claims (collectively, "Guaranties"), including Guaranties of each of their executory contracts, unexpired leases, secured financings, debt instruments, and other agreements. Where such Guaranties have been identified, they have been included in the relevant Schedule G for the Debtor or Debtors affected by such Guaranties. The Debtors, however, believe that certain

Guaranties embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements may have been inadvertently omitted. Thus, the Debtors reserve all of their rights to amend the Schedules and SOFAs to the extent that such additional Guaranties are identified. Furthermore, certain of the Guaranties reflected on Schedule G may have expired or may be no longer enforceable. Thus, the Debtors reserve their right to amend the Schedules to the extent that additional Guaranties are identified or such Guaranties are discovered to have expired or become unenforceable.

In some cases, the same supplier or provider may appear multiple times in Schedule G. Multiple listings, if any, reflect distinct agreements between the applicable Debtor and such supplier or provider.

Schedule H- Codebtors. Schedule H does not reflect the other Debtor entities that may be jointly and severally liable on the debts listed by each Debtor. Each Debtor's applicable schedule should be referenced for such information.

In addition, the Debtors may not have identified certain guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements.

Further, certain of the guarantees reflected on Schedule H may have expired or may be no longer enforceable. Thus, the Debtors reserve their right to amend the Schedules to the extent that additional guarantees are identified or such guarantees are discovered to have expired or become unenforceable.

SOFA 14 – Setoffs. Although the Debtors are not aware of any, they may incur setoffs in the ordinary course of business. As such, it is impracticable for the Debtors to note such setoffs in the Schedules and SOFAs.

SOFA 19(d) – Financial Statements. For SOFA 19(d), the Debtor reports that, in its ordinary course of business, it issued various financial statements to various interested parties, including, without limitation, the holders of the Mortgage Debt and the Mezzanine Debt, as well as other creditors, equity holders, insurance brokers and insurance carriers for the debtors, certain large vendors and/or utility providers, and other parties. The Debtor did not maintain a record of each of these various recipients or the date on which these financial statements were issued.

SOFA 21(b) – Indirect Stockholders. Due to the complex nature of the corporate structure of the Debtors, each stockholder who indirectly owns, controls or hold five percent or more of the voting or equity securities of the Debtor has not been listed.

Specific Notes. These General Notes are in addition to the specific notes set forth in the individual Schedules and SOFAs. The fact that the Debtors have prepared a specific note with respect to a particular Schedule or SOFA and not as to others does not reflect and should not be interpreted as a decision by the Debtors to exclude the applicability of such General Note to any or all of the Debtors' remaining Schedules or SOFAs, as appropriate. Disclosure of information

in one Schedule, SOFA, exhibit, or continuation sheet even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, SOFA, exhibit or continuation sheet.

Totals. All totals that are included in the Schedules and SOFAs represent totals of the liquidated amounts for the individual schedule for which they are listed.

Unliquidated Claims Amounts. Claim amounts that could not be fairly quantified by the Debtors are scheduled as “unliquidated.”

Undetermined Amounts. The description of an amount as “undetermined” is not intended to reflect upon the materiality of such amount.

Categories or Labels Used in Schedules and SOFAS. Information requested by the Schedules and SOFAs requires the Debtors to make judgments regarding the appropriate category in which information should be presented or how certain parties, claims or other data should be labeled. The Debtors’ decisions regarding the category or label to use is based on the best information available as of the filing of these Schedules and SOFAs and within the time constraints imposed by the Bankruptcy Code and Federal Rule of Bankruptcy Procedure. The Debtors reserve the right to modify, change or delete any information in the Schedules and SOFAs by amendment, including to the extent some information currently presented should be moved to a different category or labeled in a different way.

General Reservation of Rights. The Debtors specifically reserve the right to amend, modify, supplement, correct, change or alter any part of the Schedules and SOFAs as and to the extent necessary as they deem appropriate.

B6 Summary (Official Form 6 - Summary) (12/07)**UNITED STATES BANKRUPTCY COURT****Southern District of New York, New York****In re: ESA P Portfolio L.L.C.****Case No. 09-13765 (JMP)****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 also must 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	YES	7	\$2,542,481,814.11		
B - Personal Property	YES	36	\$111,654,917.16		
C - Property Claimed as Exempt	NO	N/A			
D - Creditors Holding Secured Claims	YES	2		\$4,099,849,448.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	3		\$0.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	2		\$0.00	
G - Executory Contracts and Unexpired Leases	YES	2			
H - Codebtors	YES	1			
I - Current Income of Individual Debtor(s)	NO	N/A			
J - Current Expenditures of Individual Debtor(s)	NO	N/A			
TOTAL		53	\$2,654,136,731.27	\$4,099,849,448.00	



0913765090928124952836752

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 co-tenant, 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 the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "HWJC." 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	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM OR MORTGAGE
See Schedule A Attachment			\$2,542,481,814.11	Undetermined
Total			\$2,542,481,814.11	

(Report total also on Summary of Schedules.)

In re: ESA P Portfolio L.L.C.
Case No. 09-13765
Schedule A
Real Property

Description of property	Address	City	State	Zip	Nature of debtor's interest in property	Current value of debtor's interest in property, without deducting any secured claim or exemption	Amount of Secured Claim
Ground Lease	45 Glimcher Realty Way	Elizabeth	NJ	07201	Land for this property is not owned by the debtor but subject to a ground lease.	\$14,980,133.00	Undetermined
Ground Lease	100 Dunbar Street	Spartanburg	SC	29306	Land for this property is not owned by the debtor but subject to a ground lease.	\$9,348,366.11	Undetermined
Real property	1401 Browns Lane	Louisville	KY	40207	Owner	\$2,114,048.00	Undetermined
Real property	9651 Seward Road	Fairfield	OH	45014	Owner	\$3,004,972.00	Undetermined
Real property	6601 Reflections Drive	Dublin	OH	43017	Owner	\$2,837,236.00	Undetermined
Real property	9025 Church Street East	Brentwood	TN	37027	Owner	\$2,415,752.00	Undetermined
Real property	4260 Hunt Road	Blue Ash	OH	45242	Owner	\$2,208,634.00	Undetermined
Real property	155 Chapel Ridge Rd	Hazelwood	MO	63042	Owner	\$1,535,512.00	Undetermined
Real property	2030 Craig Rd	St. Louis	MO	63146	Owner	\$3,563,115.00	Undetermined
Real property	530 Woods Lake Rd.	Greenville	SC	29607	Owner	\$5,615,523.00	Undetermined
Real property	180 Stoneridge Dr.	Columbia	SC	29210	Owner	\$4,353,965.00	Undetermined
Real property	101 Cahaba Park Cir.	Birmingham	AL	35242	Owner	\$3,144,127.00	Undetermined
Real property	40 State Farm Pkwy.	Birmingham	AL	35209	Owner	\$3,564,581.00	Undetermined
Real property	170 Montrose W. Ave.	Copley	OH	44321	Owner	\$1,552,543.00	Undetermined
Real property	3131 Presidential Drive	Fairborn	OH	45324	Owner	\$4,554,366.00	Undetermined
Real property	5810 Challenger Pkwy	Fort Wayne	IN	46818	Owner	\$2,634,208.00	Undetermined
Real property	7901 E. 31st Court South	Tulsa	OK	74145	Owner	\$3,448,952.00	Undetermined
Real property	3125 Rider Trail South	Earth City	MO	63045	Owner	\$3,262,753.00	Undetermined
Real property	542 West Dussel Drive	Maumee	OH	43537	Owner	\$3,866,013.00	Undetermined
Real property	3331 Old Milton Pkwy	Alpharetta	GA	30005	Owner	\$5,135,647.00	Undetermined
Real property	12359 Hornsby Ln	Newport News	VA	23602	Owner	\$5,962,418.00	Undetermined
Real property	4715 N. Main	Mishawaka	IN	46545	Owner	\$1,562,844.00	Undetermined
Real property	4811 Northwest Expressway	Oklahoma City	OK	73132	Owner	\$3,712,589.00	Undetermined
Real property	9006 Burt St. NW	Omaha	NE	68114	Owner	\$7,279,180.00	Undetermined
Real property	747 N Bell School Road	Rockford	IL	61107	Owner	\$6,800,415.00	Undetermined
Real property	2701 Westown Pkwy	West Des Moines	IA	50266	Owner	\$4,240,985.00	Undetermined
Real property	30125 N. Civic Center Blvd.	Warren	MI	48093	Owner	\$5,978,784.00	Undetermined
Real property	1950 Raymond Diehl Rd	Tallahassee	FL	32308	Owner	\$4,515,650.00	Undetermined
Real property	3316 Busbee Dr.	Kennesaw	GA	30144	Owner	\$3,645,062.00	Undetermined
Real property	3980 Riverside Dr.	Macon	GA	31210	Owner	\$5,137,864.00	Undetermined
Real property	2474 Cumberland Pkwy	Atlanta	GA	30339	Owner	\$8,479,533.00	Undetermined
Real property	130 Mobile Drive	Spartanburg	SC	29303	Owner	\$5,321,025.00	Undetermined
Real property	5020 Armour Rd	Columbus	GA	31904	Owner	\$9,323,166.00	Undetermined
Real property	14420 Chantilly Crossing Lane	Chantilly	VA	20151	Owner	\$16,302,318.00	Undetermined
Real property	4751 Govenors House Dr.	Huntsville	AL	35805	Owner	\$8,281,317.00	Undetermined
Real property	2491 East Blvd	Montgomery	AL	36117	Owner	\$7,734,131.00	Undetermined
Real property	6240 Airpark Dr.	Chattanooga	TN	37421	Owner	\$2,936,335.00	Undetermined
Real property	5430 Forest Dr.	Columbia	SC	29206	Owner	\$12,157,423.00	Undetermined
Real property	3715 Pelham Rd.	Greenville	SC	29615	Owner	\$8,784,533.00	Undetermined
Real property	11708 Jefferson Ave.	Newport News	VA	23606	Owner	\$5,519,132.00	Undetermined
Real property	1525 Busch Parkway	Buffalo Grove	IL	60089	Owner	\$11,460,685.00	Undetermined
Real property	508 Spring Hill Plaza Ct.	Mobile	AL	36608	Owner	\$11,464,304.00	Undetermined
Real property	1210 Murfreesboro Road	Nashville	TN	37217	Owner	\$4,805,991.00	Undetermined
Real property	5555 Veterans Memorial Pkwy	St. Peters	MO	63376	Owner	\$7,088,234.00	Undetermined

In re: ESA P Portfolio L.L.C.
Case No. 09-13765
Schedule A
Real Property

Description of property	Address	City	State	Zip	Nature of debtor's interest in property	Current value of debtor's interest in property, without deducting any secured claim or exemption	Amount of Secured Claim
Real property	6451 Westwood Blvd.	Orlando	FL	32821	Owner	\$6,374,698.00	Undetermined
Real property	2705 Frontage Rd.	Roanoke	VA	24017	Owner	\$4,545,529.00	Undetermined
Real property	809 Bloodworth Lane	Pensacola	FL	32504	Owner	\$9,157,229.00	Undetermined
Real property	3089 Executive Drive	Clearwater	FL	33762	Owner	\$8,392,723.00	Undetermined
Real property	9020 Church Street East	Brentwood	TN	37027	Owner	\$7,565,474.00	Undetermined
Real property	1000 Lead Hill Blvd	Roseville	CA	95661	Owner	\$15,369,120.00	Undetermined
Real property	3421 E. Elwood St.	Phoenix	AZ	85040	Owner	\$8,438,366.00	Undetermined
Real property	1200 FAU Research Park Blvd	Deerfield Beach	FL	33441	Owner	\$13,377,066.00	Undetermined
Real property	18665 NW Eider Ct	Beaverton	OR	97006	Owner	\$8,568,661.00	Undetermined
Real property	300 NE 115th Avenue	Vancouver	WA	98684	Owner	\$8,936,027.00	Undetermined
Real property	10715 AutoMall Drive.	Sandy	UT	84070	Owner	\$9,692,981.00	Undetermined
Real property	3525 Torrance Blvd	Torrance	CA	90503	Owner	\$19,241,556.00	Undetermined
Real property	3220 Buskirk Ave	Pleasant Hill	CA	94523	Owner	\$16,688,211.00	Undetermined
Real property	2310 W. City Center Court	West Valley City	UT	84119	Owner	\$10,977,640.00	Undetermined
Real property	7555 S. Union Park Ave.	Midvale	UT	84047	Owner	\$9,175,889.00	Undetermined
Real property	3600 SW 42nd St	Gainesville	FL	32608	Owner	\$13,718,959.00	Undetermined
Real property	1967 Leland Dr.	Marietta	GA	30067	Owner	\$6,087,891.00	Undetermined
Real property	20251 Lake Forest Dr	Lake Forest	CA	92630	Owner	\$14,023,976.00	Undetermined
Real property	1400 South 320th Street	Federal Way	WA	98003	Owner	\$7,306,920.00	Undetermined
Real property	6811 Paragon Pl.	Richmond	VA	23230	Owner	\$8,474,278.00	Undetermined
Real property	7345 W. Bell Rd.	Peoria	AZ	85382	Owner	\$13,234,981.00	Undetermined
Real property	2868 Route 73 North	Maple Shade	NJ	08052	Owner	\$6,433,429.00	Undetermined
Real property	1653 East State Highway No. 70	Cherry Hill	NJ	08034	Owner	\$7,056,173.00	Undetermined
Real property	46001 Waterview Plaza	Sterling	VA	20166	Owner	\$13,908,261.00	Undetermined
Real property	7135 N. Fresno Street	Fresno	CA	93720	Owner	\$17,689,075.00	Undetermined
Real property	5050 Skylab West Circle	Huntington Beach	CA	92647	Owner	\$14,980,899.00	Undetermined
Real property	1395 Washington Ave.	Albany	NY	12206	Owner	\$9,847,047.00	Undetermined
Real property	700 Commons Way	Rochester	NY	14623	Owner	\$9,666,353.00	Undetermined
Real property	6630 Old Collamer Rd	East Syracuse	NY	13057	Owner	\$6,327,129.00	Undetermined
Real property	3150 Finley Rd.	Downers Grove	IL	60515	Owner	\$11,194,817.00	Undetermined
Real property	10750 Quivira Rd	Overland Park	KS	66210	Owner	\$8,251,049.00	Undetermined
Real property	1181 Rohlwing Rd	Itasca	IL	60143	Owner	\$9,241,561.00	Undetermined
Real property	2400 Golf Road	Rolling Meadows	IL	60008	Owner	\$6,393,745.00	Undetermined
Real property	15 W. 122nd S. Frontage Rd	Burr Ridge	IL	60527	Owner	\$11,411,065.00	Undetermined
Real property	185 Montrose W. Ave.	Copley	OH	44321	Owner	\$5,893,062.00	Undetermined
Real property	125 Inn Keepers Lane	Amherst	NY	14228	Owner	\$11,380,402.00	Undetermined
Real property	11457 Chester Road	Sharonville	OH	45246	Owner	\$4,893,643.00	Undetermined
Real property	6155 West Trust Drive	Holland	OH	43528	Owner	\$7,006,060.00	Undetermined
Real property	1 Fieldcrest Ave.	Edison	NJ	08837	Owner	\$11,534,913.00	Undetermined
Real property	102 Newbury St.	Danvers	MA	01923	Owner	\$7,269,380.00	Undetermined
Real property	7350 Turfway Road	Florence	KY	41042	Owner	\$6,468,866.00	Undetermined
Real property	5724 Northridge Dr	Gurnee	IL	60031	Owner	\$5,684,690.00	Undetermined
Real property	18-30 Whitestone Expy.	Whitestone	NY	11357	Owner	\$33,194,640.00	Undetermined
Real property	1501 Briarwood Circle Dr.	Ann Arbor	MI	48108	Owner	\$5,186,266.00	Undetermined
Real property	1180 Doris Rd.	Auburn Hills	MI	48326	Owner	\$3,829,461.00	Undetermined
Real property	1201 E. Touhy Ave.	Des Plaines	IL	60018	Owner	\$10,764,563.00	Undetermined
Real property	4141 Boardwalk Ct	Appleton	WI	54915	Owner	\$5,239,389.00	Undetermined
Real property	11827 Lackland Rd	Maryland Heights	MO	63146	Owner	\$7,386,563.00	Undetermined

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule A

Real Property

Description of property	Address	City	State	Zip	Nature of debtor's interest in property	Current value of debtor's interest in property, without deducting any secured claim or exemption	Amount of Secured Claim
Real property	7550 Office Ridge Ct.	Eden Prairie	MN	55344	Owner	\$5,592,185.00	Undetermined
Real property	12970 63rd Ave. North	Maple Grove	MN	55369	Owner	\$9,544,557.00	Undetermined
Real property	653 Clark Drive	Rockford	IL	61107	Owner	\$8,601,308.00	Undetermined
Real property	1177 S Northpoint Blvd	Waukegan	IL	60085	Owner	\$3,560,371.00	Undetermined
Real property	600 Center Place Drive	Rochester	NY	14615	Owner	\$9,470,192.00	Undetermined
Real property	205 North Breckinridge Place	Alexandria	VA	22312	Owner	\$20,562,344.00	Undetermined
Real property	27775 Stansbury Blvd	Farmington Hills	MI	48334	Owner	\$4,109,523.00	Undetermined
Real property	2520 Plaza Court	Waukesha	WI	53186	Owner	\$9,394,350.00	Undetermined
Real property	12242 Morris Bridge Rd.	Temple Terrace	FL	33637	Owner	\$10,351,337.00	Undetermined
Real property	15451 53rd Avenue S	Tukwila	WA	98188	Owner	\$7,294,525.00	Undetermined
Real property	3021 196th Street SW	Lynnwood	WA	98036	Owner	\$11,248,281.00	Undetermined
Real property	8410 Broadway	Everett	WA	98208	Owner	\$10,396,245.00	Undetermined
Real property	2500 S Vista Ave.	Boise	ID	83705	Owner	\$7,937,129.00	Undetermined
Real property	2120 S. 48th St.	Tacoma	WA	98409	Owner	\$10,022,808.00	Undetermined
Real property	4861 W. McDowell Rd.	Phoenix	AZ	85035	Owner	\$6,878,225.00	Undetermined
Real property	24940 W. Pico Canyon Rd	Stevenson Ranch	CA	91381	Owner	\$17,041,122.00	Undetermined
Real property	5355 Farwell Place	Fremont	CA	94536	Owner	\$9,918,859.00	Undetermined
Real property	4270 S. Valley View Blvd.	Las Vegas	NV	89103	Owner	\$18,872,936.00	Undetermined
Real property	4240 Boulder Highway	Las Vegas	NV	89121	Owner	\$8,232,830.00	Undetermined
Real property	3414 South 79th East Ave.	Tulsa	OK	74145	Owner	\$6,270,597.00	Undetermined
Real property	6961 Lenoir Ave	Jacksonville	FL	32216	Owner	\$8,101,947.00	Undetermined
Real property	7393 W Jefferson Ave	Lakewood	CO	80235	Owner	\$5,073,280.00	Undetermined
Real property	14245 S. 50th St.	Phoenix	AZ	85044	Owner	\$9,848,910.00	Undetermined
Real property	3990 East Inland Empire Blvd.	Ontario	CA	91764	Owner	\$17,810,636.00	Undetermined
Real property	3318 California Ave.	Bakersfield	CA	93304	Owner	\$8,658,228.00	Undetermined
Real property	4105 E. Willow St.	Long Beach	CA	90815	Owner	\$23,207,715.00	Undetermined
Real property	3825 Rosin Court	Sacramento	CA	95834	Owner	\$6,623,122.00	Undetermined
Real property	15501 N. Scottsdale Rd.	Scottsdale	AZ	85254	Owner	\$12,980,116.00	Undetermined
Real property	4800 S. Butterfield Dr.	Tucson	AZ	85714	Owner	\$7,600,013.00	Undetermined
Real property	4870 Calle Real	Santa Barbara	CA	93111	Owner	\$22,968,207.00	Undetermined
Real property	104 Mallard Rd.	Sulphur	LA	70665	Owner	\$13,199,696.00	Undetermined
Real property	715 Kipling St	Lakewood	CO	80215	Owner	\$7,330,468.00	Undetermined
Real property	1 Batterson Park Rd	Farmington	CT	06032	Owner	\$13,075,119.00	Undetermined
Real property	20 Rockdale St.	Braintree	MA	02184	Owner	\$17,881,731.00	Undetermined
Real property	2 Ashley Dr.	Scarborough	ME	04074	Owner	\$7,258,285.00	Undetermined
Real property	245 W. Natick Rd	Warwick	RI	02886	Owner	\$7,689,187.00	Undetermined
Real property	1000 Warren Ave	East Providence	RI	02914	Owner	\$13,105,226.00	Undetermined
Real property	1950 Rock Mill Rd.	Alpharetta	GA	30022	Owner	\$5,700,900.00	Undetermined
Real property	2265 Mt. Zion Pkwy	Morrow	GA	30260	Owner	\$9,105,579.00	Undetermined
Real property	12350 E. Colonial Drive	Orlando	FL	32826	Owner	\$11,095,373.00	Undetermined
Real property	3000 Busbee Pkwy	Kennesaw	GA	30144	Owner	\$5,216,345.00	Undetermined
Real property	1413 Prudential Dr.	Jacksonville	FL	32207	Owner	\$10,896,124.00	Undetermined
Real property	1450 SE 17th Street Causeway	Fort Lauderdale	FL	33316	Owner	\$16,441,396.00	Undetermined
Real property	255 Bill France Blvd	Daytona Beach	FL	32114	Owner	\$8,189,513.00	Undetermined
Real property	4699 Lenoir Ave S.	Jacksonville	FL	32216	Owner	\$7,748,667.00	Undetermined
Real property	1701 Evans Road	Melbourne	FL	32904	Owner	\$14,100,036.00	Undetermined
Real property	905 Crestline Pkwy	Atlanta	GA	30328	Owner	\$5,096,652.00	Undetermined
Real property	6807 Paragon Pl.	Richmond	VA	23230	Owner	\$9,294,884.00	Undetermined

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule A

Real Property

Description of property	Address	City	State	Zip	Nature of debtor's interest in property	Current value of debtor's interest in property, without deducting any secured claim or exemption	Amount of Secured Claim
Real property	8655 NW 21 Terrace	Miami	FL	33122	Owner	\$18,328,223.00	Undetermined
Real property	1760 Pembroke Drive	Orlando	FL	32810	Owner	\$7,554,916.00	Undetermined
Real property	1036 Greenwood Blvd.	Lake Mary	FL	32746	Owner	\$5,379,199.00	Undetermined
Real property	12055 Lee Jackson Memorial Hwy	Fairfax	VA	22033	Owner	\$14,354,681.00	Undetermined
Real property	7755 SW 6th Street	Fort Lauderdale	FL	33324	Owner	\$18,568,513.00	Undetermined
Real property	1776 Pembroke Drive	Orlando	FL	32810	Owner	\$8,036,739.00	Undetermined
Real property	1721 Rollins Way	Columbus	GA	31904	Owner	\$8,228,497.00	Undetermined
Real property	3640 SW 22nd Street	Miami	FL	33145	Owner	\$15,891,939.00	Undetermined
Real property	298 SW 15th Road	Miami	FL	33129	Owner	\$18,438,883.00	Undetermined
Real property	7750 NW 25th Street	Miami	FL	33122	Owner	\$17,589,339.00	Undetermined
Real property	6800 Metropolitan Center Dr	Springfield	VA	22150	Owner	\$24,295,629.00	Undetermined
Real property	1021 Elden Street	Herndon	VA	20170	Owner	\$14,010,883.00	Undetermined
Real property	1910 University Blvd,	Lynchburg	VA	24502	Owner	\$9,751,399.00	Undetermined
Real property	1915 Commerce Dr	Hampton	VA	23666	Owner	\$7,874,941.00	Undetermined
Real property	5920 Fort Drive	Centreville	VA	20121	Owner	\$11,443,377.00	Undetermined
Real property	750 Edwin L. Ward Hwy	Rutherford	NJ	07070	Owner	\$16,568,362.00	Undetermined
Real property	112 State Hwy. 17	Ramsey	NJ	07446	Owner	\$13,175,251.00	Undetermined
Real property	500 Diemer Drive	Mt Laurel	NJ	08054	Owner	\$10,034,849.00	Undetermined
Real property	118 Tarrytown Rd.	Elmsford	NY	10523	Owner	\$25,195,715.00	Undetermined
Real property	1 Meadowlands Pkwy	Secaucus	NJ	07094	Owner	\$23,902,835.00	Undetermined
Real property	30 World's Fair Drive	Franklin	NJ	08873	Owner	\$11,100,845.00	Undetermined
Real property	55 W. Merritt Blvd	Fishkill	NY	12524	Owner	\$9,717,915.00	Undetermined
Real property	3940 114th Street	Urbandale	IA	50322	Owner	\$5,788,303.00	Undetermined
Real property	2701 Freeway Blvd	Brooklyn Center	MN	55430	Owner	\$7,681,105.00	Undetermined
Real property	10020 Hudson Rd	Woodbury	MN	55125	Owner	\$7,760,057.00	Undetermined
Real property	55 Wood Lake Drive, SE	Rochester	MN	55904	Owner	\$5,349,073.00	Undetermined
Real property	2814 43rd St. NW	Rochester	MN	55901	Owner	\$5,327,493.00	Undetermined
Real property	3747 29th St. S.E.	Kentwood	MI	49512	Owner	\$5,900,811.00	Undetermined
Real property	11145 Kenwood Road	Blue Ash	OH	45242	Owner	\$3,842,984.00	Undetermined
Real property	2520 173rd St.	Lansing	IL	60438	Owner	\$6,092,483.00	Undetermined
Real property	154 Regency Park	O'Fallon	IL	62269	Owner	\$8,269,233.00	Undetermined
Real property	1225 Lakeview Dr.	Romeoville	IL	60446	Owner	\$9,142,249.00	Undetermined
Real property	7465 High Cross Boulevard	Columbus	OH	43235	Owner	\$5,085,282.00	Undetermined
Real property	1200 American Lane	Schaumburg	IL	60173	Owner	\$8,498,158.00	Undetermined
Real property	7940 N. Shadeland Ave	Indianapolis	IN	46250	Owner	\$7,348,556.00	Undetermined
Real property	45 Junction Court	Madison	WI	53717	Owner	\$5,630,349.00	Undetermined
Real property	2345 Sokol Ct.	Darien	IL	60561	Owner	\$8,664,285.00	Undetermined
Real property	1207 E. Touhy Ave.	Des Plaines	IL	60018	Owner	\$11,097,355.00	Undetermined
Real property	4575 Frontage Rd.	Hillside	IL	60162	Owner	\$8,171,389.00	Undetermined
Real property	6688 Miller Lane	Dayton	OH	45414	Owner	\$6,792,045.00	Undetermined
Real property	215 N Milwaukee Ave	Vernon Hills	IL	60061	Owner	\$9,740,038.00	Undetermined
Real property	3820 Orange Pl.	Orange	OH	44122	Owner	\$6,712,133.00	Undetermined
Real property	26250 American Dr.	Southfield	MI	48034	Owner	\$4,375,636.00	Undetermined
Real property	5305 N. Main	Mishawaka	IN	46545	Owner	\$8,128,378.00	Undetermined
Real property	260 Town Center Dr.	Dearborn	MI	48126	Owner	\$7,576,624.00	Undetermined
Real property	7524 State Road	Bedford Park	IL	60638	Owner	\$14,570,008.00	Undetermined
Real property	3311 West End Avenue	Nashville	TN	37203	Owner	\$15,342,465.00	Undetermined
Real property	3300 I-10 Service Rd. W	Metairie	LA	70001	Owner	\$17,615,508.00	Undetermined

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule A

Real Property

Description of property	Address	City	State	Zip	Nature of debtor's interest in property	Current value of debtor's interest in property, without deducting any secured claim or exemption	Amount of Secured Claim
Real property	11140 Boardwalk Dr.	Baton Rouge	LA	70816	Owner	\$7,251,268.00	Undetermined
Real property	2720 Northwest Expressway	Oklahoma City	OK	73112	Owner	\$7,850,780.00	Undetermined
Real property	9450 E. Corporate Hills Dr	Wichita	KS	67207	Owner	\$5,683,862.00	Undetermined
Real property	5000 Luvene Ave	Springdale	AR	72762	Owner	\$6,665,626.00	Undetermined
Real property	6250 Corporate Blvd.	Baton Rouge	LA	70809	Owner	\$16,271,188.00	Undetermined
Real property	2000 W.Bussiness Loop 70	Columbia	MO	65203	Owner	\$5,523,938.00	Undetermined
Real property	25104 Pacific Hwy South	Kent	WA	98032	Owner	\$5,676,085.00	Undetermined
Real property	2101 N. Meridian	Puyallup	WA	98371	Owner	\$7,366,897.00	Undetermined
Real property	1675 Mottman Road SW	Tumwater	WA	98512	Owner	\$10,742,545.00	Undetermined
Real property	3917 Harbour Pointe Blvd SW	Mukilteo	WA	98275	Owner	\$12,292,040.00	Undetermined
Real property	4950 Southgate Drive	Billings	MT	59101	Owner	\$9,009,893.00	Undetermined
Real property	13300 Stone Avenue N	Seattle	WA	98133	Owner	\$12,147,582.00	Undetermined
Real property	3490 Afternoon Cr	Colorado Springs	CO	80910	Owner	\$5,622,035.00	Undetermined
Real property	2608 The American Rd. NW	Rio Rancho	NM	87124	Owner	\$8,430,378.00	Undetermined
Real property	1291 W. 120th Ave	Westminster	CO	80234	Owner	\$9,214,406.00	Undetermined
Real property	8752 S Yosemite St	Lone Tree	CO	80124	Owner	\$6,674,493.00	Undetermined
Real property	9795 Gateway Drive	Reno	NV	89521	Owner	\$16,070,117.00	Undetermined
Real property	19200 Harbor Gtwy	Torrance	CA	90501	Owner	\$18,226,876.00	Undetermined
Real property	1260 South Loop Rd	Alameda	CA	94502	Owner	\$12,427,686.00	Undetermined
Real property	2087 Hotel Circle South	San Diego	CA	92108	Owner	\$29,385,539.00	Undetermined
Real property	4500 Dublin Blvd	Dublin	CA	94568	Owner	\$11,702,027.00	Undetermined
Real property	20205 Ventura Blvd.	Woodland Hills	CA	91364	Owner	\$23,299,090.00	Undetermined
Real property	6531 S Sepulveda Blvd	Los Angeles	CA	90045	Owner	\$27,884,791.00	Undetermined
Real property	100 Fountain Grove Pkwy	Santa Rosa	CA	95403	Owner	\$12,766,887.00	Undetermined
Real property	31950 Dyer St	Union City	CA	94587	Owner	\$12,984,517.00	Undetermined
Real property	3650 Mandela Pkwy	Emeryville	CA	94608	Owner	\$20,368,760.00	Undetermined
Real property	2131 Gold Street	San Jose	CA	95002	Owner	\$12,026,903.00	Undetermined
Real property	6199 San Ignacio Avenue	San Jose	CA	95119	Owner	\$11,230,404.00	Undetermined
Real property	3170 Garrity Way	Richmond	CA	94806	Owner	\$11,757,466.00	Undetermined
Real property	6189 San Ignacio Avenue	San Jose	CA	95119	Owner	\$12,725,229.00	Undetermined
Real property	2844 W. March Lane	Stockton	CA	95219	Owner	\$9,880,839.00	Undetermined
Real property	120 Sem Lane	Belmont	CA	94002	Owner	\$13,408,907.00	Undetermined
Real property	22711 Oakcrest Circle	Yorba Linda	CA	92887	Owner	\$9,728,582.00	Undetermined
Real property	1400 E. Tahquitz Canyon Way	Palm Springs	CA	92262	Owner	\$12,268,953.00	Undetermined
Real property	1031 N. Pacificcenter Drive	Anaheim	CA	92806	Owner	\$11,432,297.00	Undetermined
Real property	4325 Corporate Center Ave	Chino	CA	91710	Owner	\$11,341,283.00	Undetermined
Real property	2498 Stearns St.	Simi Valley	CA	93063	Owner	\$13,905,856.00	Undetermined
Real property	2201 Long Port Court	Elk Grove	CA	95758	Owner	\$10,674,146.00	Undetermined
Real property	1019 Oliver Rd	Fairfield	CA	94534	Owner	\$11,057,405.00	Undetermined
Real property	401 E. Albertoni St.	Carson	CA	90746	Owner	\$12,800,982.00	Undetermined
Real property	795 Stillwater Rd	W. Sacramento	CA	95605	Owner	\$9,050,018.00	Undetermined
Real property	19325 Londelius St.	Northridge	CA	91324	Owner	\$22,218,274.00	Undetermined
Real property	217 W. Osborn Rd	Phoenix	AZ	85013	Owner	\$13,519,879.00	Undetermined
Real property	5035 E. Chandler Blvd	Phoenix	AZ	85048	Owner	\$12,242,815.00	Undetermined
Real property	11211 N. Black Canyon Hwy	Phoenix	AZ	85029	Owner	\$10,197,074.00	Undetermined
Real property	4357 East Oak St	Phoenix	AZ	85008	Owner	\$10,882,840.00	Undetermined
Real property	14095 E. Evans Ave	Aurora	CO	80014	Owner	\$8,186,108.00	Undetermined
Real property	5200 S. Quebec St	Greenwood Village	CO	80111	Owner	\$3,817,186.00	Undetermined

In re: ESA P Portfolio L.L.C.
Case No. 09-13765
Schedule A
Real Property

Description of property	Address	City	State	Zip	Nature of debtor's interest in property	Current value of debtor's interest in property, without deducting any secured claim or exemption	
						Amount of Secured Claim	Amount of Secured Claim
Real property	8801 Perimeter Park Blvd	Jacksonville	FL	32216	Owner	\$10,312,578.00	Undetermined
Real property	1805 N. Westshore Blvd	Tampa	FL	33607	Owner	\$17,353,989.00	Undetermined
Real property	1401 S.W. 15th St	Pompano Beach	FL	33069	Owner	\$20,232,229.00	Undetermined
Real property	8687 Commodity Circle	Orlando	FL	32819	Owner	\$9,469,201.00	Undetermined
Real property	1951 Summit Tower Blvd	Orlando	FL	32810	Owner	\$9,115,670.00	Undetermined
Real property	2225 Interstate N. Parkway	Atlanta	GA	30339	Owner	\$7,935,367.00	Undetermined
Real property	3329 Old Milton Parkway	Alpharetta	GA	30005	Owner	\$5,364,153.00	Undetermined
Real property	5350 W. Southern Ave	Indianapolis	IN	46241	Owner	\$8,771,513.00	Undetermined
Real property	9370 Waldemar Rd	Indianapolis	IN	46268	Owner	\$9,444,837.00	Undetermined
Real property	7201 W. 106th St	Overland Park	KS	66212	Owner	\$11,444,101.00	Undetermined
Real property	8015 Lenexa Drive	Lenexa	KS	66215	Owner	\$5,428,441.00	Undetermined
Real property	2100 Featherstone Rd	Auburn Hills	MI	48326	Owner	\$3,793,753.00	Undetermined
Real property	2221 Rio Rancho Blvd(Hwy 528)	Rio Rancho	NM	87124	Owner	\$10,342,140.00	Undetermined
Real property	1550 E. Flamingo Rd	Las Vegas	NV	89119	Owner	\$18,034,519.00	Undetermined
Real property	8555 Lyra Drive	Columbus	OH	43240	Owner	\$11,861,723.00	Undetermined
Real property	5530 Tuttle Crossing Blvd	Dublin	OH	43016	Owner	\$4,942,189.00	Undetermined
Real property	19311 NW Cornell Rd	Hillsboro	OR	97124	Owner	\$11,601,803.00	Undetermined
Real property	1170 Kinley Rd	Irmo	SC	29063	Owner	\$7,946,340.00	Undetermined
Real property	2520 Horizon Lake Dr	Memphis	TN	38133	Owner	\$10,522,418.00	Undetermined
Real property	5235 N. 16th Street	Phoenix	AZ	85016	Owner	\$12,591,357.00	Undetermined
Real property	10660 N. 69th Street	Scottsdale	AZ	85254	Owner	\$10,423,692.00	Undetermined
TOTAL:						\$2,542,481,814.11	Undetermined

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 the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "HWJC." 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	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.		Petty Cash/Drawer Cash Location: Various		\$130,000.00
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.		Bank of America 214 N Tryon St, Charlotte, NC 28255 Account #3756281578		\$1,695,343.55 ⁽¹⁾

Subtotal (Total on this page)

\$1,825,343.55

Footnote:

(1) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
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.		Bank of America 214 N Tryon St, Charlotte, NC 28255 Account #4426265166		\$4,383,567.17 ⁽²⁾
		Bank of America 214 N Tryon St, Charlotte, NC 28255 Account #3756224373		\$427.77 ⁽³⁾
		Capital One 313 Carondelet St., 13th Fl, New Orleans, LA 70161 Account #8628399999		\$4,578.03 ⁽⁴⁾

Subtotal (Total on this page) **\$4,388,572.97**

Footnote:

- (2) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.
- (3) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.
- (4) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
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.		Fifth Third Bank 38 Fountain Square Plaza MD 109055, Cincinnati, OH 45202 Account #9990201122		\$60,029.02 ⁽⁵⁾
		JPMorgan Chase 2000 S. Naperville Rd, Wheaton, IL 60187 Account #656514304		\$87,554.71 ⁽⁶⁾
		National City 155 East Broad St, Columbus, OH 43251-0053 Account #981032893		\$58,556.39 ⁽⁷⁾

Subtotal (Total on this page)

\$206,140.12

Footnote:

(5) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.

(6) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.

(7) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
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.		Regions Bank 15th Floor 1900 5th Ave, N Birmingham, AL 35203 Account #48564818		\$85,382.25 ⁽⁸⁾
		Wachovia Bank NA 171 17th Street, NW, GA 4512, Bldg 100 2nd Fl, Atlanta, GA 30363-1032 Account #2000023970539		\$20,636.38 ⁽⁹⁾
		Wachovia Bank NA 171 17th Street, NW, GA 4512, Bldg 100 2nd Fl, Atlanta, GA 30363-1032 Account #5000000155044		\$28,107,435.80 ⁽¹⁰⁾

Subtotal (Total on this page) **\$28,213,454.43**

Footnote:

- (8) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.
- (9) As of 5/31/09. Balances reflects general ledger (book) cash which may include in transit items.
- (10) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
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.		Wells Fargo Bank 7000 Central Parkway Ste 600, Atlanta, GA 30328 Account #4121164339		\$126,517.09 ⁽¹¹⁾
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			\$0.00
4. Household goods and furnishings, including audio, video, and computer equipment.	X			\$0.00

Subtotal (Total on this page)

\$126,517.09

Footnote:

(11) As of 5/31/09. Balances reflect general ledger (book) cash which may include in transit items.

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			\$0.00
6. Wearing apparel.	X			\$0.00
7. Furs and jewelry.	X			\$0.00

Subtotal (Total on this page) **\$0.00**

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
8. Firearms and sports, photographic, and other hobby equipment.	X			\$0.00
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		See Schedule B9 Attachment		\$5,044,711.00 ⁽¹²⁾
10. Annuities. Itemize and name each issuer.	X			\$0.00

Subtotal (Total on this page)

\$5,044,711.00

Footnote:

(12) Prepaid Balance at 5/31/09

In re: **ESA P Portfolio L.L.C.**

Case No. **09-13765 (JMP)**

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	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			\$0.00
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			\$0.00
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		ESA P Portfolio Operating Lessee Inc 100 Dunbar St, Spartanburg, SC 29306 Ownership: 300 shares of common stock		Undetermined

Subtotal (Total on this page) **\$0.00**

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
14. Interests in partnerships or joint ventures. Itemize.	X			\$0.00
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			\$0.00
16. Accounts Receivable.	X			\$0.00

Subtotal (Total on this page) **\$0.00**

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			\$0.00
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		Wachovia Bank NA NC1067 8th Floor, 201 S. College Street, Charlotte, NC 28244-1067 Escrow for property taxes, property insurance		\$873,480.00 ⁽¹³⁾
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.	X			\$0.00

Subtotal (Total on this page) **\$873,480.00**

Footnote:

(13) The escrow amounts referred to herein have been released subsequent to June 15, 2009, to the Debtors in accordance with and subject to the terms of the Cash Collateral Order.

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			\$0.00
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.	X			\$0.00
22. Patents, copyrights, and other intellectual property. Give particulars.	X			\$0.00

Subtotal (Total on this page) **\$0.00**

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
23. Licenses, franchises, and other general intangibles. Give particulars.	X			\$0.00
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.	X			\$0.00
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			\$0.00

Subtotal (Total on this page) **\$0.00**

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
26. Boats, motors, and accessories.	X			\$0.00
27. Aircraft and accessories.	X			\$0.00
28. Office equipment, furnishings, and supplies.	X			\$0.00

Subtotal (Total on this page) **\$0.00**

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
29. Machinery, fixtures, equipment, and supplies used in business.	X	See Schedule B-29 Attachment		\$62,262,883.00
30. Inventory.	X			\$0.00
31. Animals.	X			\$0.00

Subtotal (Total on this page)

\$62,262,883.00

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
32. Crops - growing or harvested. Give particulars.	X			\$0.00
33. Farming equipment and implements.	X			\$0.00
34. Farm supplies, chemicals, and feed.	X			\$0.00

Subtotal (Total on this page) **\$0.00**

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
35. Other personal property of any kind not already listed. Itemize.		See Schedule B35 Attachment		\$8,713,815.00

Subtotal (Total on this page)

\$8,713,815.00

Total

\$111,654,917.16

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

In re: ESA P Portfolio L.L.C.
Case No. 09-13765
Schedule B9
Personal Property - Interests in insurance policies

Insurer	Policy Number	Description	Beneficiary	Insured party	Face value	Prepaid Balance at 5/31/09
Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	General Liability Loss Fund	Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	N/A	\$852,673.00
Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	Prepaid insurance premium-Auto	Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	N/A	\$5,615.00
Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	Prepaid insurance premium-Directors & Officers	Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	N/A	\$1,644,361.00
Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	Prepaid insurance premium-Excess Umbrella	Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	N/A	\$105,039.00
Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	Prepaid insurance premium-General Liability	Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	N/A	\$21,252.00
Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	Prepaid insurance premium-Property Damage	Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	N/A	\$2,339,525.00
Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	Prepaid insurance premium-Property Pollution	Refer to master schedule of insurance policies.	Refer to master schedule of insurance policies.	N/A	\$76,246.00
					TOTAL:	\$5,044,711.00

Master Schedule of Insurance Policies
General Liab-Auto-Prop Canada

Coverage	Carrier	Policy No.	Term	Premium	Coverage	Limits of Insurance	Carrier Address	Accessed through if applicable
General Liability	Zurich	8834068	October 1, 2008-October 1, 2009	\$3,775.00			1400 American Lane	HKMB HUB International
Canada			8% Ontario Tax	\$302.00	Deductible	\$250,000.00	Schaumburg	Suite 900, 595 Bay Street
			Canadian Agency Fee		Each Occurrence	\$1,000,000.00	Illinois 60196	Toronto, Ontario M5G 2E3 Canada
			8% Ontario Tax	\$0.00	General Aggregate (other than Products-Completed Operations) - policy	\$40,000,000.00		
				\$4,077.00	Products-Completed Operations Aggregate	\$2,000,000.00		
					Personal & Advertising Injury	\$1,000,000.00		
			GL Rate per Room	\$7.55	Fire Damage (any one fire)	\$1,000,000.00		
			No. of Rooms	\$500.00	Medical Payments (any one person)	\$5,000.00		
					Employee Benefit Liability - Each Employee	\$1,000,000.00		
					Employee Benefit Liability - Aggregate	\$1,000,000.00		
					Employee Benefit Liability - Deductible	\$250,000.00		
					Liquor Liability - Each Common Cause	\$1,000,000.00		
					Liquor Liability - Aggregate	\$20,000,000.00		
					Liability for Guests Property - Premises Coverage Form - each guest	\$25,000.00		
					Liability for Guests Property - Premises Coverage Form - each occurrence	\$500,000.00		
Automobile Liability	Zurich	AC9800061	October 1, 2008-October 1, 2009	\$4,796.00	Business Auto	Guaranteed Cost	1400 American Lane	HKMB HUB International
Canada					Auto Liability - Combined Single Limit	\$2,000,000.00	Schaumburg	Suite 900, 595 Bay Street
			No. of Power Units	\$4.00			Illinois 60196	Toronto, Ontario M5G 2E3 Canada
Garage Keepers Liability	Zurich	AC9800088	October 1, 2008-October 1, 2009	\$1,743.00	Comprehensive Deductible	\$2,500.00	1400 American Lane	HKMB HUB International
Canada					Collision Deductible	\$2,500.00	Schaumburg	Suite 900, 595 Bay Street
					Garage Keepers Legal Liability	\$1,000,000.00	Illinois 60196	Toronto, Ontario M5G 2E3 Canada

Master Schedule of Insurance Policies
General Liab-Auto-Workers Comp

							Carrier Address
Coverage	Carrier	Policy No.	Term	Premium	Coverage	Limits of Insurance	
General Liability	Zurich American Insurance Company	GLO9373922-04	October 1, 2008-October 1, 2009		General Liability		1400 American Lane
					Deductible	\$250,000.00	Schaumburg
			GL Deposit	\$652,033.00	Each Occurrence	\$1,000,000.00	Illinois 60196
			Terrorism	Included	General Aggregate (other than Products-Completed Operations) - each loc	\$2,000,000.00	
			Taxes	\$2,256.00	General Aggregate (other than Products-Completed Operations) - policy	\$40,000,000.00	
				\$654,289.00	Products-Completed Operations Aggregate	\$2,000,000.00	
					Personal & Advertising Injury	\$1,000,000.00	
			GL Rate per Room	\$7.55	Fire Damage (any one fire)	\$1,000,000.00	
			No. of Rooms	\$76,388.00	Medical Payments (any one person)	\$5,000.00	
					Employee Benefit Liability - Each Employee	\$1,000,000.00	
					Employee Benefit Liability - Aggregate	\$1,000,000.00	
					Employee Benefit Liability - Deductible	\$250,000.00	
					Liquor Liability - Each Common Cause	\$1,000,000.00	
					Liquor Liability - Aggregate	\$20,000,000.00	
					Liability for Guests Property - Premises Coverage Form - each guest	\$25,000.00	
					Liability for Guests Property - Premises Coverage Form - each occurrence	\$500,000.00	
Automobile Liability	Zurich American Insurance Company	BAP5085640-04	October 1, 2008-October 1, 2009		Business Auto	Guaranteed Cost	1400 American Lane
					Auto Liability - Combined Single Limit (1)	\$2,000,000.00	Schaumburg
			Auto Deposit	\$187,981.00	Personal Injury Protection (5)	Statutory	Illinois 60196
			Taxes	\$468.00	Medical Payments (per person) (2)	\$5,000.00	
				\$188,449.00	Uninsured Motorists (2)	\$1,000,000.00	
					Underinsured Motorists (2)	\$1,000,000.00	
			No. of Power Units	\$63.00	Non-Owned & Hired Auto Liability	\$2,000,000.00	
					Garage Keepers Liability	\$1,000,000.00	
					Collision Deductible (2&8)	\$1,000.00	
					Comprehensive Deductible (2&8)	\$1,000.00	
					Garage Keepers Comprehensive Deductible (per accident)	\$2,500.00	
					Garage Keepers Collision Deductible (per accident)	\$2,500.00	
					Towing and Labor - per disablement (3)	\$50.00	
					Rental Reimbursement - All owned autos (2)	\$100 per day; 60 days, \$6,000 any 1 period	
					Hired Physical Damage - Primary Coverage	ACV	
					Hired Physical Damage - Comprehensive Deductible	\$1,000.00	
					Hired Physical Damage - Collision Deductible	\$1,000.00	
Workers Compensation	Zurich American Insurance Company	WC93017585-08	October 1, 2008-October 1, 2009			Guaranteed Cost	1400 American Lane
					Coverage A	Statutory	Schaumburg
			WC Deposit	\$6,650,000.00	Coverage B		Illinois 60196
			Terrorism	\$28,092.00	Each Accident (BI by Accident)	\$1,000,000.00	
			Taxes	\$122,066.00	Policy Limit (BI by Disease)	\$1,000,000.00	
				\$6,800,158.00	Each Employee (BI by Disease)	\$1,000,000.00	
Willis HRH Service Fee (All Lines)			October 1, 2008-October 1, 2009	\$500,000.00			

Master Schedule of Insurance Policies

Umbrella

Layer	Carrier	Policy #	Limit	Layer %	Premium	Carrier Address
Umbrella - Primary	XL Insurance America, Inc.	US00009098LI08A	\$25,000,000.00	\$25,000,000.00	\$308,000.00	70 Seaview Ave, Stamford, CT 06902- 6040 United States
Excess - 2nd Layer	St. Paul Fire & Marine Insurance Company	QI03800665	\$25,000,000.00	\$25M XS \$25M	\$110,000.00	One Tower Square, Hartford CT 06183
Excess - 3rd Layer	American Guarentee & Liability Insurance Company	ACE5967161-00	\$25,000,000.00	\$25M XS \$50M	\$42,016.00	1400 American Lane, Schaumburg IL 60196
Excess - 4th Layer	The North River Insurance Co. (Crum)	552-745967-7	\$25,000,000.00	\$25M XS \$75M	\$30,000.00	305 Madison Avenue, Morristown NJ 07962
			\$100,000,000.00		\$490,016.00	
XL Insurance America, Inc.						
Self-Insured Retention \$10,000						
<u>Follow Form XL Endorsements</u>						
Automobile Liability Limitation Endorsement						
Employee Benefits Limitation Endorsement						
Watercraft Liability Limitation Endorsement						
Employers Liability Limitation Endorsement						
Foreign Liability Limitation Endorsement						
Personal Injury and Advertising Injury Limitation Endorsement						
Liquor Liability Follow Form (in policy form)						
<u>Other XL Endorsements</u>						
Cap on Losses from Certified Acts						
Disclosure Pursuant to Terrorism Risk Insurance Act						
Fungi or Bacteria Liability Exclusion						
Lead Exclusion						
Professional Liability Exclusion						
South Carolina Cancellation & Nonrenewal						
Standard Policy Modification Endorsement						
Uninsured/Underinsured Motorist Coverage Endorsement						
Violation of Communication or Information Law Exclusion						
<u>Principal XL Policy Form Exclusions</u>						
Asbestos Exclusion						

Master Schedule of Insurance Policies

Umbrella

Layer	Carrier	Policy #	Limit	Layer %	Premium	Carrier Address
Property in the your Care, Custody or Control						
Damages to Impaired Property Exclusion						
Employment Related Practices Exclusion						
ERISA Exclusion						
No Fault/Uninsured-Underinsured Motorists Coverage						
Nuclear Energy Liability Exclusion						
Aircraft Liability Exclusion						
Automobile Liability Limitation						
Pending and Prior Litigation and Known Losses Exclusion						
Pollution Exclusion Endorsement with Hostile Fire Exception						
War Exclusion						
Schedule of Underlying Requirements						
Automobile Liability				\$2,000,000.00	Combined Single Limit	
General Liability						
Each Occurrence				\$1,000,000.00		
General Aggregate (other than Products-Completed Operations) - each location				\$2,000,000.00		
General Aggregate (other than Products-Completed Operations) - policy				\$40,000,000.00		
Products-Completed Operations Aggregate				\$2,000,000.00		
Personal & Advertising Injury				\$1,000,000.00		
Fire Damage (any one fire)				\$1,000,000.00		
Medical Payments (any one person)				\$5,000.00		
Employee Benefit Liability - Each Employee				\$1,000,000.00		
Employee Benefit Liability - Aggregate				\$1,000,000.00		
Liquor Liability - Each Common Cause				\$1,000,000.00		
Liquor Liability - Aggregate				\$20,000,000.00		
Workers Compensation						
Each Accident (BI by Accident)				\$1,000,000.00		
Policy Limit (BI by Disease)				\$1,000,000.00		
Each Employee (BI by Disease)				\$1,000,000.00		

Master Schedule of Insurance Policies
Property and Excess Property

Coverage	Carrier	Policy No.	Participation	Term	Participation Amt.	Premium	Deductibles	Carrier Address	Accessed Through if Applicable	
Commercial Property All Risk	See Below	See Below		April 30, 2009 - April 30, 2010	\$150,000,000	** Premiums do not include taxes and fees**	All Other Perils			
							Flood	\$100,000.00		
							Flood - Special Flood Hazard Areas	5% per unit, \$500k min		
							Flood - Named Storm Florida	5% per unit, \$250k min		
Primary \$10MM	Lloyds	B080111384U09	21.5%	April 30, 2009 - April 30, 2010	\$2,150,000	\$649,777.73	Flood - Named Storm Tier 1	2% per unit, \$250k min	One Lime Street London EC3M7HA UK	Willis Limited 51 Lime Street London EC3M7DQ UK
							Earthquake	\$100,000.00		
							Earthquake - California and Puerto Rico	5% per unit, \$250k min		
Primary \$15MM	Lexington Insurance Company	084143844	60%	April 30, 2009 - April 30, 2010	\$9,000,000	\$2,220,000.00	Named Wind - Florida	5% per unit, 250k min	100 Summer Street Boston, MA 02110	
							Named Wind - Tier 1	2% per unit, \$250k min		
Primary \$25MM	Lloyds	B080111384U09	8.50%	April 30, 2009 - April 30, 2010	\$2,125,000	\$358,888.87			One Lime Street London EC3M7HA UK	Willis Limited 51 Lime Street London EC3M7DQ UK
	Federal Insurance Company	3589-12-97	10%	April 30, 2009 - April 30, 2010	\$2,500,000	\$436,500.00			Crubb Group of Insurance Companies 55 Water Street New York, NY 10041	
					\$4,625,000	\$795,388.87				
\$15MM x/s \$10MM	Starr Specialty Lines - 50% Lloyds 50% Steadfast Insurance Company	09SSP4264110001 CPP9192738	21.50%	April 30, 2009 - April 30, 2010	\$3,225,000	\$225,000.00			Lloyds of London One Lime Street London EC3M7HA UK Steadfast Insurance Company 1400 American Lane Shaumburg, IL 60196-1056	Starr Specialty Lines Insurance Agency 3353 Peachtree Road, NE, Suite 1000 Atlanta, GA 30326
\$10MM x/s \$15MM	Liberty Mutual Fire Insurance Company	MQ2-L9L-451863-019	25%	April 30, 2009 - April 30, 2010	\$2,500,000	\$190,000.00			175 Berkeley Street Boston, MA 02117	
	Arch Specialty Insurance Company	PRP0033207-00	25%	April 30, 2009 - April 30, 2010	\$2,500,000	\$175,000.00			One Liberty Plaza 53rd Floor New York, NY 10006	
	Lloyds	B080111384U09	10%	April 30, 2009 - April 30, 2010	\$1,000,000	\$69,500.00			One Lime Street London EC3M7HA UK	Willis Limited 51 Lime Street London EC3M7DQ UK
					\$6,000,000	\$434,500.00				
\$25MM x/s \$25MM	Lloyds	B080111384U09	38.00%	April 30, 2009 - April 30, 2010	\$9,500,000	\$422,222.18			One Lime Street London EC3M7HA UK	Willis Limited 51 Lime Street London EC3M7DQ UK
	Max Bermuda Limited	26790-2974-PRMAN-2009	12.00%	April 30, 2009 - April 30, 2010	\$3,000,000	\$120,000.00			Max House 2 Front Street P.O. Box HM 2565 Hamilton HM KX, Bermuda	Willis (Bermuda) Limited The Vallis Bldg, 3rd Floor 58 Par-la-Ville Road PO Box HM 1995 Hamilton, HM HX Bermuda
	Illinois Union Insurance Company	D37364071001	20.00%	April 30, 2009 - April 30, 2010	\$5,000,000	\$200,000.00			436 Walnut Street Philadelphia, PA 19106	Mercator Risk Services, Inc 3333 Peachtree Road NE Suite 550 Atlanta, GA 30326
					\$17,500,000	\$742,222.18				
\$50MM x/s \$50MM	Empire Indemnity Insurance Company	900168UX-1	50%	April 30, 2009 - April 30, 2010	\$25,000,000	\$200,000.00			1400 American Lane Schaumburg, IL 60196	Mercator Risk Services, Inc 3333 Peachtree Road NE Suite 550 Atlanta, GA 30326
	Lloyds	B080111384U09	20%	April 30, 2009 - April 30, 2010	\$10,000,000	\$88,888.89			One Lime Street London EC3M7HA UK	Willis Limited 51 Lime Street London EC3M7DQ UK
					\$35,000,000	\$288,888.89				
\$125MM x/s \$25MM	Industrial Risk Insurers	31-3-72524	20%	April 30, 2009 - April 30, 2010	\$25,000,000	\$290,000.00			2 Waterside Crossing, Suite 200 Windsor, CT 06095	
	Axis Insurance Company	MGB717098-09	10%	April 30, 2009 - April 30, 2010	\$12,500,000	\$100,000.00			P.O. Box 2963 Milwaukee, WI 53201-2963	
					\$37,500,000	\$390,000.00				
\$50MM x/s \$100MM	Landmark American Insurance Company	LHD362324	40%	April 30, 2009 - April 30, 2010	\$20,000,000	\$100,000.00			RSUI Group, Inc. 945 East Paces Ferry Road Suite 1800 Atlanta, GA 30326-1160	Mercator Risk Services, Inc 3333 Peachtree Road NE Suite 550 Atlanta, GA 30326

Master Schedule of Insurance Policies
Property and Excess Property

Coverage	Carrier	Policy No.	Participation	Term	Participation Amt.	Premium	Deductibles	Carrier Address	Accessed Through if Applicable
	Lancashire Insurance Company Limited	B28817DIXB09	30%	April 30, 2009 - April 30, 2010	\$15,000,000	\$52,500.00		Mintflower Place 8 Par-la-ville Road Hamilton HM 08 Bermuda	Willis (Bermuda) Limited The Vallis Bldg, 3rd Floor 58 Par-la-Ville Road PO Box HM 1995 Hamilton, HM HX Bermuda
					\$35,000,000	\$152,500.00			
California Earthquake									
\$10MM x/s \$50MM	Western Re - 25% Axis Surplus Insurance Company 75% Lloyds	AXS100857 LLB13744	100%	April 30, 2009 - April 30, 2010	\$10,000,000	\$140,000.00		Axis Surplus Insurance Compan 11680 Great Oaks Way Suite 500 Alpharetta, GA 30022 Lloyds of London One Lime Street London EC3M7HA UK	Mercator Risk Services, Inc. 3333 Peachtree Road NE Suite 550 Atlanta, GA 30326
\$15MM x/s \$60MM	Endurance American Specialty Insurance Company	CPN10001366500	50%	April 30, 2009 - April 30, 2010	\$7,500,000	\$75,000.00		333 Westchester Avenue White Plains, NY 10604 Shelter Reinsurance Company 1817 West Broadway Columbia, MO 65218	Mercator Risk Services, Inc 3333 Peachtree Road NE Suite 550 Atlanta, GA 30326
	Shelter Re (Northshore Management)	SHR0174	50%	April 30, 2009 - April 30, 2010	\$7,500,000	\$75,000.00		Northshore Management 5 Revere Drive, Suite 200 Northbrook, IL	Mercator Risk Services, Inc. 3333 Peachtree Road NE Suite 550 Atlanta, GA 30326
					\$15,000,000	\$150,000.00			
					Total	\$6,188,277.67			

Master Schedule of Insurance Policies
Pollution

Coverage	Carrier	Policy No.	Term	Premium	Coverage	Limit	Carrier Address	Accessed through if applicable
Premises Pollution Liability	Greenwich Insurance Company	PEC000585603	October 2, 2008 October 2, 2011	\$260,226.00	Pollution and remediation Legal Liability	\$10,000,000.00	70 Seaview Ave	
					Pollution and remediation Legal Liability - Aggregate	\$20,000,000.00	Stamford, CT	
					Self-Insured Retention	\$250,000.00	06902-6040	
Named Insured							United States	
DL-DW Holdings, LLC					Coverage A - Pollution Legal Liability			
					Coverage B - Remediation Legal Liability			
					Coverage C - Third Party BI and PD			
					Coverage F - Legal Defense Expense			
					Coverage provided: A, B, C and F shall apply including coverage for mold.			

Master Schedule of Insurance Policies

Crime-K&R-D&O-Fiduci

Coverage	Carrier	Policy No.	Term	Premium	Coverage	Limit
Crime	National Union Fire	01-486-34-96	January 31, 2008		Employee Dishonesty Coverage (Agreement 1)	\$10,000,000.00
	175 Water Street		January 31, 2009	\$84,210.00	Loss Inside the Premises Coverage (Agreement 2)	\$10,000,000.00
Name of Insured	New York, NY 10038				Loss Outside the Premises Coverage (Agreement 3)	\$10,000,000.00
HVM L.L.C					Money Orders and Counterfeit Paper Currency Coverage (Agreement 4)	\$10,000,000.00
					Depositors Forgery Coverage (Agreement 5)	\$10,000,000.00
Additional Insureds:					Computer & Fund Transfer Fraud Coverage (Agreement 13)	\$10,000,000.00
DL-DW Holdings LLC and Subsidiaries					Funds Transfer Fraud Coverage (Agreement 18)	\$10,000,000.00
					Deductible applicable to above agreements	\$50,000.00
					Credit Card Forgery (Agreement 7)	\$100,000.00
					Deductible	\$1,000.00
					Claims Expense	Up to \$50,000
					Limits are per Loss. No annual aggregate	
Special Coverage	National Union Fire	41-233-881	January 31, 2008		Coverage A - Ransom Monies - each Loss	\$50,000,000.00
	175 Water Street		January 31, 2009	\$8,718.00	Coverage B - In Transit/Delivery - each Loss	\$50,000,000.00
Named Insured	New York, NY 10038				Coverage C - Expenses - each Loss	\$50,000,000.00
HVM L.L.C					Coverage D - Consultant Expenses - each Loss	Unlimited
DL-DW Holdings LLC and Subsidiaries					Coverage E - Judgments, Settlements & Defense Costs - each Loss	\$50,000,000.00
					Coverage F - Death or Dismemberment - each person	\$250,000.00
					Coverage F - Death or Dismemberment - each incident	\$1,250,000.00
					Deductible	\$0.00
Employment Practices Liability	Lexington Insurance	7448670	January 31, 2009		Each Insured Event Limit	\$15,000,000.00
	80 Pine Street		January 31, 2010	\$220,000.00	Total Policy Period Limit	\$15,000,000.00
Named Insured	New York, NY 10005		Surplus Lines Tax	\$8,800.00	Self-Insured Retention Each Claim	\$250,000.00
HVM L.L.C			State Tax	\$4,400.00		
			Filing Fee	\$50.00		
Additional Named Insured:						
DL-DW Holdings LLC and Subsidiaries			Total	\$233,250.00		
Extended Stay Inc. and Subsidiaries						
Homestead Village, LLC and Subsidiaries						
Employed Lawyers	AISLIC	01-490-70-61	January 31, 2009		Limit of Liability - Per Claim and Aggregate	\$5,000,000.00
	Harborside Financial Center		January 31, 2010	\$12,324.00	Retention:	
Named Organization	Jersey City, NJ 07311		Surplus Lines Tax	\$492.96	Non-indemnifiable Loss:	\$5,000.00
HVM L.L.C.			State Tax	\$246.48	All other Damages and Defense Costs:	\$25,000.00
			Filing Fee	\$50.00	Retroactive Date:	\$39,478.00
Additional Organization						
DL-DW Holdings LLC			Total	\$13,113.44		

Master Schedule of Insurance Policies

Crime-K&R-D&O-Fiduci

Coverage	Carrier	Policy No.	Term	Premium	Coverage	Limit
Directors & Officers	National Union	01-486-35-11	January 31, 2009		Limit of Liability -- Aggregate for all Loss combined (including Defense Cost)	\$10,000,000.00
	175 Water Street		January 31, 2010	\$57,545.00	Fiduciary Coverage	\$5,000,000.00
Named Entity	New York, NY 10038		Prepaid Run-off	\$97,062.00	Retentions:	
HVM L.L.C			Total	\$154,607.00	Non-Indemnifiable Loss	None
					All other Loss	\$125,000.00
					Fiduciary	\$5,000.00
					Primary Layer	
Directors & Officers	Axis Ins Co	MAN737218/01/2008	January 31, 2009		Limit of Liability - Maximum aggregate Limit of Liability for all Claims	\$10,000,000.00
	430 Park Avenue		January 31, 2010	\$275,000.00		
Policyholder	New York, NY 10022		Prepaid Run-off	\$550,000.00		
HVM L.L.C			Total	\$825,000.00	First Excess: \$10,000,000 Excess Of \$10,000,000	
Side A Only Excess Executive Liability	Illinois National Insurance Co.	01-486-35-89	January 31, 2009		Limit of Liability - Aggregate	\$5,000,000.00
	70 Pine Street		January 31, 2010	\$96,859.00		
Named Insured	New York, NY 10270		Prepaid Run-off	\$193,718.00		
HVM L.L.C					Second Excess Layer -- Side A Only: \$5,000,000 Excess of \$20,000,000	
			Total	\$290,577.00		

Master Schedule of Insurance Policies
Crime-K&R-D&O-Fiduci

Coverage	Carrier	Policy No.	Term	Premium	Coverage	Limit
Side A Only Excess Executive Liability	Houston Casualty Company	14-MG-09-A9512	January 7, 2009		Limit of Liability - Aggregate	\$25,000,000.00
	111 Pavonia Avenue, Suite 1201		January 31, 2010	\$650,000.00		
Named Insured	Jersey City, NJ 07310		Prepaid Run-off	\$650,000.00		
HVM L.L.C			Surplus Lines Tax	\$52,000.00	Third Excess Layer: \$25,000,000 Excess of \$25,000,000	
			State Tax	\$26,000.00		
			Filing Fee	\$50.00		
			Total	\$1,378,050.00		
Directors & Officers	Arch Ins Co	PCD002467500	January 31, 2009		Limit of Liability - Aggregate (include Defense Costs)	\$10,000,000.00
	1 Liberty Plaza		January 31, 2010	\$750,000.00		
Named Company	New York, NY 10006		Prepaid Run-off	\$900,000.00	Retention:	
DL-DW Holdings LLC			Total	\$1,650,000.00	Coverage A: Directors and Officers Insurance	\$0.00
					Coverage B - Private Company Liability Arising from Indemnifiable loss	\$125,000.00
					Coverage C - Private Company Liability	\$125,000.00
					Primary Layer	
Directors & Officers	Liberty Mutual Ins	DO3AT630676001	January 31, 2009		Limit of Liability - Each Policy Period	\$10,000,000.00
	Liberty International Underwriters		January 31, 2010	\$600,000.00		
Named Insured	55 Water St.		Prepaid Run-off	\$720,000.00		
DL-DW Holdings LLC	New York, NY 10041		Total	\$1,320,000.00	First Excess Layer: \$10,000,000 Excess Of \$10,000,000	
Directors & Officers	Axis Insurance Co	MAN737269/10/2008	January 31, 2009		Limit of Liability - Maximum aggregate Limit of Liability for all Claims	\$10,000,000.00
	430 Park Avenue		January 31, 2010	\$600,000.00		
Parent Company	New York, NY 10022		Prepaid Run-off	\$720,000.00		
DL-DW Holdings LLC			Total	\$1,320,000.00	Second Excess Layer: \$10,000,000 Excess Of \$20,000,000	
Directors & Officers	Allied World Assurance (US)	C008991/001	January 31, 2009		Limit of Liability -- Aggregate	\$10,000,000.00
	199 Water Street, 24th Floor		January 31, 2010	\$510,000.00		
Insured	New York, NY 10038		Prepaid Run-off	\$612,000.00		
DL-DW Holdings LLC			Total	\$1,122,000.00	Third Excess Layer: \$10,000,000 Excess Of \$30,000,000	
Directors & Officers	Navigators Ins Co	NY08DOL445765NV	January 31, 2009		Limit of Liability -- Aggregate each Policy Period	\$10,000,000.00
	One Penn Plaza - 55th Floor		January 31, 2010	\$510,000.00		
Insured	New York, NY 10119		Prepaid Run-off	\$612,000.00		
DL-DW Holdings LLC			Total	\$1,122,000.00	Fourth Excess Layer: \$10,000,000 Excess Of \$40,000,000	

Master Schedule of Insurance Policies

Flood

Line of Coverage	Effective Date	Expiration Date	Carrier	Policy Number	Location Information	Coverage Limits	Deductible	Billing	Premium	Dec. Page	Carrier Address
Flood - Extended Stay	9/21/2008	9/21/2009	Fidelity National Property & Casualty	347701191864	30360 Clemens Rd, Westlake OH	\$250,000 Real & \$250,000 Personal	\$500.00	Direct Bill	\$1,650.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	9/23/2008	9/23/2009	Fidelity National Property & Casualty	97700623539	8655 NW 21st Terrace, Doral/Miami, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$954.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	9/23/2008	9/23/2009	Fidelity National Property & Casualty	097700623843	1450 SE 17th Street, Ft. Lauderdale, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,117.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	9/23/2008	9/23/2009	Fidelity National Property & Casualty	097700623536	7750 NW 25TH St., Doral/Miami, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$954.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	10/1/2008	10/1/2009	Fidelity National Property & Casualty	427700625198	16939 Tomball Parkway, Houston, TX	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,182.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	10/11/2008	10/11/2009	Fidelity National Property & Casualty	177700626589	3070 East Texas Street, Bossier City, LA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,182.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	12/1/2008	12/1/2009	Selective Insurance Company	FLD1265271	3825 Rosin Ct, Sacramento, CA	\$500,000 Real & \$500,000 Personal	\$500.00	Direct Bill	\$2,530.00	√	Selective Insurance Company of America, 40 Wantage Avenue, Branchville, NJ 07890
Flood - Homestead	12/1/2008	12/1/2009	Selective Insurance Company	FLD1265272	2810 Gateway Oaks Drive Bldg #1, Sacramento, CA	\$500,000 Real & \$500,000 Personal	\$500.00	Direct Bill	\$2,530.00	√	Selective Insurance Company of America, 40 Wantage Avenue, Branchville, NJ 07890
Flood - Homestead	12/1/2008	12/1/2009	Selective Insurance Company	FLD1265273	2810 Gateway Oaks Drive Bldg #2, Sacramento, CA	\$500,000 Real & \$500,000 Personal	\$500.00	Direct Bill	\$2,530.00	√	Selective Insurance Company of America, 40 Wantage Avenue, Branchville, NJ 07890
Flood - Homestead	12/1/2008	12/1/2009	Selective Insurance Company	FLD1265274	2810 Gateway Oaks Drive Bldg #3, Sacramento, CA	\$500,000 Real & \$500,000 Personal	\$500.00	Direct Bill	\$2,530.00	√	Selective Insurance Company of America, 40 Wantage Avenue, Branchville, NJ 07890
Flood - Studio Plus	1/27/2009	1/27/2010	Fidelity National Property & Casualty	97700631203	4811 Memorial Highway, Tampa, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$3,368.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	2/9/2009	2/9/2010	Fidelity National Property & Casualty	97700937507	7550 W. State Road 84 Bldg 100, Davie, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,076.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	2/9/2009	2/9/2010	Fidelity National Property & Casualty	97700937509	7550 W. State Road 84 Bldg 200, Davie, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,076.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	2/9/2009	2/9/2010	Fidelity National Property & Casualty	97700937512	7550 W. State Road 84 Bldg 300, Davie, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,076.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	2/9/2009	2/9/2010	Fidelity National Property & Casualty	47700937525	3 Circle Star Way, San Carlos CA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$3,739.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	2/9/2009	2/9/2010	Fidelity National Property & Casualty	47700937514	1560 N 1st Street Bldg #1, San Jose, CA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,076.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - ESA - Wellesley	3/20/2009	3/20/2010	Fidelity National Property & Casualty	97700647157	8687 Commodity Circle, Orlando, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$893.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - ESA - Wellesley	3/20/2009	3/20/2010	Fidelity National Property & Casualty	97700643673	1401 SW 15th Street, Pompano Beach, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,139.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Homestead	4/10/2009	4/10/2010	Fidelity National Property & Casualty	040009598907	1255 Orleans Drive, #300, Sunnyvale, CA	\$500,000 Real Property only	\$500.00	Direct Bill	\$658.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Homestead	4/13/2009	4/13/2010	Fidelity National Property & Casualty	97700513828	6605 NW 7th Street, Miami, FL	\$500,000 Real Property only	\$500.00	Direct Bill	\$585.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Homestead	4/13/2009	4/13/2010	Fidelity National Property & Casualty	097700513830	501 NW 77th Street, Boca Raton, FL	\$500,000 Real Property only	\$500.00	Direct Bill	\$561.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Homestead	4/13/2009	4/13/2010	Fidelity National Property & Casualty	427700505117	507 S 1st Street, Austin, TX	\$500,000 Real Property only	\$500.00	Direct Bill	\$531.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	5/1/2009	5/1/2010	Fidelity National Property & Casualty	047701163607	1775 Francisco Blvd E, San Rafael, CA	\$500,000 Real & \$500,000 Personal	\$500.00	Direct Bill	\$1,349.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733

Master Schedule of Insurance Policies
Flood

Line of Coverage	Effective Date	Expiration Date	Carrier	Policy Number	Location Information	Coverage Limits	Deductible	Billing	Premium	Dec. Page	Carrier Address
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	97700599541	3089 Executive Drive, Clearwater, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$2,636.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	97700599534	6001 NW 6th Way, Ft. Lauderdale, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,076.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	97700599550	3031 W. Commercial Blvd., Ft. Lauderdale, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,007.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	97700599545	700 Northpoint Parkway, West Palm Beach, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$950.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	97700599553	7755 SW 6th Street, Plantation, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,076.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	97700599557	5851 N. Andrews, Ft. Lauderdale, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,139.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	47700599519	2131 Gold Street, San Jose, CA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,007.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	47700599529	2200 Empire Avenue, Burbank, CA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,179.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	177700599514	6250 Corporate Boulevard, Baton Rouge, LA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,007.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	177700599511	2300 Veterans Boulevard, Kenner, LA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,117.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	177700599503	3300 S I 10 Service Road W, Metairie, LA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,117.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/4/2009	6/4/2010	Fidelity National Property & Casualty	297700599493	801 Route 3 (750 Edwin L. Ward), Rutherford, NJ	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,007.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Studio Plus	6/4/2009	6/4/2010	Fidelity National Property & Casualty	377700599497	8880 Bartram Avenue, Philadelphia, PA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,179.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	6/8/2009	6/8/2010	Fidelity National Property & Casualty	377700599590	9000 Tincium Blvd., Philadelphia, PA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,179.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Homestead	6/13/2009	6/13/2010	Fidelity National Property & Casualty	40009598906	1255 Orleans Drive, #200, Sunnyvale, CA	\$500,000 Real Property only	\$500.00	Direct Bill	\$658.00		Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Homestead	7/22/2009	7/22/2010	Fidelity National Property & Casualty	97700769093	8700 NW 33rd Street, Doral, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$954.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	7/22/2009	7/22/2010	Fidelity National Property & Casualty	317700769060	55 W. Merritt Blvd., Fishkill, NY	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,179.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Extended Stay	7/22/2009	7/22/2010	Fidelity National Property & Casualty	127700769058	1525 Busch Parkway, Buffalo Grove, IL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$3,368.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Homestead	7/22/2009	7/22/2010	Fidelity National Property & Casualty	97700769051	3873 W. Commercial Blvd., Tamarac, FL	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$1,076.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Studio Plus	7/22/2009	7/22/2010	Fidelity National Property & Casualty	467700769084	1150 Oakesdale Avenue SW, Renton, WA	\$500,000 Real & \$500,000 Personal	\$5,000.00	Direct Bill	\$3,554.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733
Flood - Homestead	7/25/2009	7/25/2010	Fidelity National Property & Casualty	047700513834	1560 N 1st Street, San Jose, CA	\$500,000 Real Property only	\$500.00	Direct Bill	\$569.00	√	Fidelity National Property & Casualty, PO Box 33003 St Petersburg, FL 33733

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule B29

Personal Property - Machinery, fixtures, equipment and supplies used in business

Description of property	Location	City	State	Zip	Net Book Value
Owned FF&E	1401 Browns Lane	Louisville	KY	40207	\$213,264.00
Owned FF&E	9651 Seward Road	Fairfield	OH	45014	\$77,608.00
Owned FF&E	6601 Reflections Drive	Dublin	OH	43017	\$76,311.00
Owned FF&E	9025 Church Street East	Brentwood	TN	37027	\$246,203.00
Owned FF&E	4260 Hunt Road	Blue Ash	OH	45242	\$333,742.00
Owned FF&E	155 Chapel Ridge Rd	Hazelwood	MO	63042	\$212,220.00
Owned FF&E	2030 Craig Rd	St. Louis	MO	63146	\$208,049.00
Owned FF&E	530 Woods Lake Rd.	Greenville	SC	29607	\$242,476.00
Owned FF&E	180 Stoneridge Dr.	Columbia	SC	29210	\$220,726.00
Owned FF&E	101 Cahaba Park Cir.	Birmingham	AL	35242	\$251,225.00
Owned FF&E	40 State Farm Pkwy.	Birmingham	AL	35209	\$242,178.00
Owned FF&E	170 Montrose W. Ave.	Copley	OH	44321	\$203,809.00
Owned FF&E	3131 Presidential Drive	Fairborn	OH	45324	\$223,084.00
Owned FF&E	5810 Challenger Pkwy	Fort Wayne	IN	46818	\$239,035.00
Owned FF&E	7901 E. 31st Court South	Tulsa	OK	74145	\$193,936.00
Owned FF&E	3125 Rider Trail South	Earth City	MO	63045	\$215,423.00
Owned FF&E	542 West Dussel Drive	Maumee	OH	43537	\$243,716.00
Owned FF&E	3331 Old Milton Pkwy	Alpharetta	GA	30005	\$231,246.00
Owned FF&E	12359 Hornsby Ln	Newport News	VA	23602	\$169,493.00
Owned FF&E	4715 N. Main	Mishawaka	IN	46545	\$202,611.00
Owned FF&E	4811 Northwest Expressway	Oklahoma City	OK	73132	\$37,752.00
Owned FF&E	9006 Burt St. NW	Omaha	NE	68114	\$205,417.00
Owned FF&E	747 N Bell School Road	Rockford	IL	61107	\$194,763.00
Owned FF&E	2701 Westown Pkwy	West Des Moines	IA	50266	\$224,002.00
Owned FF&E	30125 N. Civic Center Blvd.	Warren	MI	48093	\$21,966.00
Owned FF&E	1950 Raymond Diehl Rd	Tallahassee	FL	32308	\$155,828.00
Owned FF&E	3316 Busbee Dr.	Kennesaw	GA	30144	\$210,063.00
Owned FF&E	3980 Riverside Dr.	Macon	GA	31210	\$345,881.00
Owned FF&E	2474 Cumberland Pkwy	Atlanta	GA	30339	\$35,319.00
Owned FF&E	130 Mobile Drive	Spartanburg	SC	29303	\$47,100.00
Owned FF&E	5020 Armour Rd	Columbus	GA	31904	\$267,293.00
Owned FF&E	14420 Chantilly Crossing Lane	Chantilly	VA	20151	\$101,152.00
Owned FF&E	4751 Govenors House Dr.	Huntsville	AL	35805	\$278,819.00
Owned FF&E	2491 East Blvd	Montgomery	AL	36117	\$319,456.00
Owned FF&E	6240 Airpark Dr.	Chattanooga	TN	37421	\$76,561.00
Owned FF&E	5430 Forest Dr.	Columbia	SC	29206	\$80,997.00
Owned FF&E	3715 Pelham Rd.	Greenville	SC	29615	\$160,220.00
Owned FF&E	11708 Jefferson Ave.	Newport News	VA	23606	\$218,539.00
Owned FF&E	1525 Busch Parkway	Buffalo Grove	IL	60089	\$283,836.00
Owned FF&E	508 Spring Hill Plaza Ct.	Mobile	AL	36608	\$339,981.00
Owned FF&E	1210 Murfreesboro Road	Nashville	TN	37217	\$254,919.00
Owned FF&E	5555 Veterans Memorial Pkwy	St. Peters	MO	63376	\$284,131.00
Owned FF&E	6451 Westwood Blvd.	Orlando	FL	32821	\$322,293.00
Owned FF&E	2705 Frontage Rd.	Roanoke	VA	24017	\$209,480.00
Owned FF&E	809 Bloodworth Lane	Pensacola	FL	32504	\$320,128.00
Owned FF&E	3089 Executive Drive	Clearwater	FL	33762	\$277,607.00
Owned FF&E	9020 Church Street East	Brentwood	TN	37027	\$274,033.00
Owned FF&E	1000 Lead Hill Blvd	Roseville	CA	95661	\$297,074.00
Owned FF&E	3421 E. Elwood St.	Phoenix	AZ	85040	\$189,771.00
Owned FF&E	1200 FAU Research Park Blvd	Deerfield Beach	FL	33441	\$268,747.00

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule B29

Personal Property - Machinery, fixtures, equipment and supplies used in business

Description of property	Location	City	State	Zip	Net Book Value
Owned FF&E	18665 NW Eider Ct	Beaverton	OR	97006	\$273,469.00
Owned FF&E	300 NE 115th Avenue	Vancouver	WA	98684	\$266,502.00
Owned FF&E	10715 AutoMall Drive.	Sandy	UT	84070	\$390,040.00
Owned FF&E	3525 Torrance Blvd	Torrance	CA	90503	\$232,436.00
Owned FF&E	3220 Buskirk Ave	Pleasant Hill	CA	94523	\$255,122.00
Owned FF&E	2310 W. City Center Court	West Valley City	UT	84119	\$52,979.00
Owned FF&E	7555 S. Union Park Ave.	Midvale	UT	84047	\$345,502.00
Owned FF&E	3600 SW 42nd St	Gainesville	FL	32608	\$284,157.00
Owned FF&E	1967 Leland Dr.	Marietta	GA	30067	\$326,946.00
Owned FF&E	20251 Lake Forest Dr	Lake Forest	CA	92630	\$286,571.00
Owned FF&E	1400 South 320th Street	Federal Way	WA	98003	\$188,193.00
Owned FF&E	6811 Paragon Pl.	Richmond	VA	23230	\$68,557.00
Owned FF&E	7345 W. Bell Rd.	Peoria	AZ	85382	\$271,292.00
Owned FF&E	2868 Route 73 North	Maple Shade	NJ	08052	\$204,438.00
Owned FF&E	1653 East State Highway No. 70	Cherry Hill	NJ	08034	\$124,524.00
Owned FF&E	46001 Waterview Plaza	Sterling	VA	20166	\$288,052.00
Owned FF&E	7135 N. Fresno Street	Fresno	CA	93720	\$189,475.00
Owned FF&E	5050 Skylab West Circle	Huntington Beach	CA	92647	\$263,340.00
Owned FF&E	1395 Washington Ave.	Albany	NY	12206	\$277,061.00
Owned FF&E	700 Commons Way	Rochester	NY	14623	\$299,154.00
Owned FF&E	6630 Old Collamer Rd	East Syracuse	NY	13057	\$305,215.00
Owned FF&E	3150 Finley Rd.	Downers Grove	IL	60515	\$420,823.00
Owned FF&E	10750 Quivira Rd	Overland Park	KS	66210	\$353,521.00
Owned FF&E	1181 Rohlwing Rd	Itasca	IL	60143	\$307,626.00
Owned FF&E	2400 Golf Road	Rolling Meadows	IL	60008	\$312,126.00
Owned FF&E	15 W. 122nd S. Frontage Rd	Burr Ridge	IL	60527	\$281,692.00
Owned FF&E	185 Montrose W. Ave.	Copley	OH	44321	\$17,514.00
Owned FF&E	125 Inn Keepers Lane	Amherst	NY	14228	\$227,588.00
Owned FF&E	11457 Chester Road	Sharonville	OH	45246	\$234,351.00
Owned FF&E	6155 West Trust Drive	Holland	OH	43528	\$48,495.00
Owned FF&E	1 Fieldcrest Ave.	Edison	NJ	08837	\$132,438.00
Owned FF&E	102 Newbury St.	Danvers	MA	01923	\$271,926.00
Owned FF&E	7350 Turfway Road	Florence	KY	41042	\$248,614.00
Owned FF&E	5724 Northridge Dr	Gurnee	IL	60031	\$219,838.00
Owned FF&E	18-30 Whitestone Expy.	Whitestone	NY	11357	\$322,790.00
Owned FF&E	1501 Briarwood Circle Dr.	Ann Arbor	MI	48108	\$192,108.00
Owned FF&E	1180 Doris Rd.	Auburn Hills	MI	48326	\$43,060.00
Owned FF&E	1201 E. Touhy Ave.	Des Plaines	IL	60018	\$334,413.00
Owned FF&E	4141 Boardwalk Ct	Appleton	WI	54915	\$237,293.00
Owned FF&E	11827 Lackland Rd	Maryland Heights	MO	63146	\$413,857.00
Owned FF&E	7550 Office Ridge Ct.	Eden Prairie	MN	55344	\$307,611.00
Owned FF&E	12970 63rd Ave. North	Maple Grove	MN	55369	\$308,356.00
Owned FF&E	653 Clark Drive	Rockford	IL	61107	\$264,486.00
Owned FF&E	1177 S Northpoint Blvd	Waukegan	IL	60085	\$207,201.00
Owned FF&E	600 Center Place Drive	Rochester	NY	14615	\$264,861.00
Owned FF&E	205 North Breckinridge Place	Alexandria	VA	22312	\$24,843.00
Owned FF&E	27775 Stansbury Blvd	Farmington Hills	MI	48334	\$197,442.00
Owned FF&E	2520 Plaza Court	Waukesha	WI	53186	\$285,312.00
Owned FF&E	12242 Morris Bridge Rd.	Temple Terrace	FL	33637	\$269,342.00
Owned FF&E	15451 53rd Avenue S	Tukwila	WA	98188	\$275,916.00

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule B29

Personal Property - Machinery, fixtures, equipment and supplies used in business

Description of property	Location	City	State	Zip	Net Book Value
Owned FF&E	3021 196th Street SW	Lynnwood	WA	98036	\$332,572.00
Owned FF&E	8410 Broadway	Everett	WA	98208	\$240,620.00
Owned FF&E	2500 S Vista Ave.	Boise	ID	83705	\$244,018.00
Owned FF&E	2120 S. 48th St.	Tacoma	WA	98409	\$328,026.00
Owned FF&E	4861 W. McDowell Rd.	Phoenix	AZ	85035	\$160,834.00
Owned FF&E	24940 W. Pico Canyon Rd	Stevenson Ranch	CA	91381	\$181,159.00
Owned FF&E	5355 Farwell Place	Fremont	CA	94536	\$340,970.00
Owned FF&E	4270 S. Valley View Blvd.	Las Vegas	NV	89103	\$39,890.00
Owned FF&E	4240 Boulder Highway	Las Vegas	NV	89121	\$415,136.00
Owned FF&E	3414 South 79th East Ave.	Tulsa	OK	74145	\$234,729.00
Owned FF&E	6961 Lenoir Ave	Jacksonville	FL	32216	\$253,381.00
Owned FF&E	7393 W Jefferson Ave	Lakewood	CO	80235	\$323,891.00
Owned FF&E	14245 S. 50th St.	Phoenix	AZ	85044	\$248,908.00
Owned FF&E	3990 East Inland Empire Blvd.	Ontario	CA	91764	\$262,944.00
Owned FF&E	3318 California Ave.	Bakersfield	CA	93304	\$289,356.00
Owned FF&E	4105 E. Willow St.	Long Beach	CA	90815	\$268,846.00
Owned FF&E	3825 Rosin Court	Sacramento	CA	95834	\$327,301.00
Owned FF&E	15501 N. Scottsdale Rd.	Scottsdale	AZ	85254	\$207,923.00
Owned FF&E	4800 S. Butterfield Dr.	Tucson	AZ	85714	\$173,047.00
Owned FF&E	4870 Calle Real	Santa Barbara	CA	93111	\$299,832.00
Owned FF&E	104 Mallard Rd.	Sulphur	LA	70665	\$300,901.00
Owned FF&E	715 Kipling St	Lakewood	CO	80215	\$302,594.00
Owned FF&E	1 Batterson Park Rd	Farmington	CT	06032	\$402,337.00
Owned FF&E	20 Rockdale St.	Braintree	MA	02184	\$220,257.00
Owned FF&E	2 Ashley Dr.	Scarborough	ME	04074	\$167,731.00
Owned FF&E	245 W. Natick Rd	Warwick	RI	02886	\$218,916.00
Owned FF&E	1000 Warren Ave	East Providence	RI	02914	\$200,174.00
Owned FF&E	1950 Rock Mill Rd.	Alpharetta	GA	30022	\$225,680.00
Owned FF&E	2265 Mt. Zion Pkwy	Morrow	GA	30260	\$286,588.00
Owned FF&E	12350 E. Colonial Drive	Orlando	FL	32826	\$266,970.00
Owned FF&E	3000 Busbee Pkwy	Kennesaw	GA	30144	\$308,728.00
Owned FF&E	1413 Prudential Dr.	Jacksonville	FL	32207	\$206,643.00
Owned FF&E	1450 SE 17th Street Causeway	Fort Lauderdale	FL	33316	\$387,235.00
Owned FF&E	255 Bill France Blvd	Daytona Beach	FL	32114	\$347,623.00
Owned FF&E	4699 Lenoir Ave S.	Jacksonville	FL	32216	\$37,106.00
Owned FF&E	1701 Evans Road	Melbourne	FL	32904	\$20,829.00
Owned FF&E	905 Crestline Pkwy	Atlanta	GA	30328	\$257,551.00
Owned FF&E	6807 Paragon Pl.	Richmond	VA	23230	\$348,051.00
Owned FF&E	8655 NW 21 Terrace	Miami	FL	33122	\$301,138.00
Owned FF&E	1760 Pembroke Drive	Orlando	FL	32810	\$245,796.00
Owned FF&E	1036 Greenwood Blvd.	Lake Mary	FL	32746	\$290,127.00
Owned FF&E	12055 Lee Jackson Memorial Hwy	Fairfax	VA	22033	\$177,814.00
Owned FF&E	7755 SW 6th Street	Fort Lauderdale	FL	33324	\$301,071.00
Owned FF&E	1776 Pembroke Drive	Orlando	FL	32810	\$183,919.00
Owned FF&E	1721 Rollins Way	Columbus	GA	31904	\$205,046.00
Owned FF&E	3640 SW 22nd Street	Miami	FL	33145	\$268,409.00
Owned FF&E	298 SW 15th Road	Miami	FL	33129	\$364,551.00
Owned FF&E	7750 NW 25th Street	Miami	FL	33122	\$45,019.00
Owned FF&E	6800 Metropolitan Center Dr	Springfield	VA	22150	\$234,221.00
Owned FF&E	1021 Elden Street	Herndon	VA	20170	\$19,931.00

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule B29

Personal Property - Machinery, fixtures, equipment and supplies used in business

Description of property	Location	City	State	Zip	Net Book Value
Owned FF&E	1910 University Blvd,	Lynchburg	VA	24502	\$26,530.00
Owned FF&E	1915 Commerce Dr	Hampton	VA	23666	\$34,947.00
Owned FF&E	5920 Fort Drive	Centreville	VA	20121	\$28,358.00
Owned FF&E	750 Edwin L. Ward Hwy	Rutherford	NJ	07070	\$230,348.00
Owned FF&E	112 State Hwy. 17	Ramsey	NJ	07446	\$182,830.00
Owned FF&E	500 Diemer Drive	Mt Laurel	NJ	08054	\$31,500.00
Owned FF&E	118 Tarrytown Rd.	Elmsford	NY	10523	\$418,600.00
Owned FF&E	1 Meadowlands Pkwy	Secaucus	NJ	07094	\$172,901.00
Owned FF&E	45 Glimcher Realty Way	Elizabeth	NJ	07201	\$187,176.00
Owned FF&E	30 World's Fair Drive	Franklin	NJ	08873	\$177,238.00
Owned FF&E	55 W. Merritt Blvd	Fishkill	NY	12524	\$210,033.00
Owned FF&E	3940 114th Street	Urbandale	IA	50322	\$235,678.00
Owned FF&E	2701 Freeway Blvd	Brooklyn Center	MN	55430	\$265,457.00
Owned FF&E	10020 Hudson Rd	Woodbury	MN	55125	\$233,811.00
Owned FF&E	55 Wood Lake Drive. SE	Rochester	MN	55904	\$193,307.00
Owned FF&E	2814 43rd St. NW	Rochester	MN	55901	\$179,827.00
Owned FF&E	3747 29th St. S.E.	Kentwood	MI	49512	\$301,524.00
Owned FF&E	11145 Kenwood Road	Blue Ash	OH	45242	\$15,325.00
Owned FF&E	2520 173rd St.	Lansing	IL	60438	\$300,929.00
Owned FF&E	154 Regency Park	O'Fallon	IL	62269	\$209,695.00
Owned FF&E	1225 Lakeview Dr.	Romeoville	IL	60446	\$241,587.00
Owned FF&E	7465 High Cross Boulevard	Columbus	OH	43235	\$288,464.00
Owned FF&E	1200 American Lane	Schaumburg	IL	60173	\$262,087.00
Owned FF&E	7940 N. Shadeland Ave	Indianapolis	IN	46250	\$197,356.00
Owned FF&E	45 Junction Court	Madison	WI	53717	\$353,963.00
Owned FF&E	2345 Sokol Ct.	Darien	IL	60561	\$238,828.00
Owned FF&E	1207 E. Touhy Ave.	Des Plaines	IL	60018	\$395,957.00
Owned FF&E	4575 Frontage Rd.	Hillside	IL	60162	\$330,541.00
Owned FF&E	6688 Miller Lane	Dayton	OH	45414	\$32,448.00
Owned FF&E	215 N Milwaukee Ave	Vernon Hills	IL	60061	\$321,911.00
Owned FF&E	3820 Orange Pl.	Orange	OH	44122	\$24,939.00
Owned FF&E	26250 American Dr.	Southfield	MI	48034	\$266,202.00
Owned FF&E	5305 N. Main	Mishawaka	IN	46545	\$211,783.00
Owned FF&E	260 Town Center Dr.	Dearborn	MI	48126	\$293,937.00
Owned FF&E	7524 State Road	Bedford Park	IL	60638	\$277,214.00
Owned FF&E	3311 West End Avenue	Nashville	TN	37203	\$268,164.00
Owned FF&E	3300 I-10 Service Rd. W	Metairie	LA	70001	\$308,522.00
Owned FF&E	11140 Boardwalk Dr.	Baton Rouge	LA	70816	\$313,638.00
Owned FF&E	2720 Northwest Expressway	Oklahoma City	OK	73112	\$198,541.00
Owned FF&E	9450 E. Corporate Hills Dr	Wichita	KS	67207	\$230,814.00
Owned FF&E	5000 Luvane Ave	Springdale	AR	72762	\$235,301.00
Owned FF&E	6250 Corporate Blvd.	Baton Rouge	LA	70809	\$212,547.00
Owned FF&E	2000 W.Bussiness Loop 70	Columbia	MO	65203	\$176,358.00
Owned FF&E	25104 Pacific Hwy South	Kent	WA	98032	\$248,902.00
Owned FF&E	2101 N. Meridian	Puyallup	WA	98371	\$226,728.00
Owned FF&E	1675 Mottman Road SW	Tumwater	WA	98512	\$224,754.00
Owned FF&E	3917 Harbour Pointe Blvd SW	Mukilteo	WA	98275	\$237,732.00
Owned FF&E	4950 Southgate Drive	Billings	MT	59101	\$145,082.00
Owned FF&E	13300 Stone Avenue N	Seattle	WA	98133	\$277,831.00
Owned FF&E	3490 Afternoon Cr	Colorado Springs	CO	80910	\$216,528.00

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule B29

Personal Property - Machinery, fixtures, equipment and supplies used in business

Description of property	Location	City	State	Zip	Net Book Value
Owned FF&E	2608 The American Rd. NW	Rio Rancho	NM	87124	\$288,406.00
Owned FF&E	1291 W. 120th Ave	Westminster	CO	80234	\$212,687.00
Owned FF&E	8752 S Yosemite St	Lone Tree	CO	80124	\$225,716.00
Owned FF&E	9795 Gateway Drive	Reno	NV	89521	\$226,502.00
Owned FF&E	19200 Harbor Gtwy	Torrance	CA	90501	\$296,115.00
Owned FF&E	1260 South Loop Rd	Alameda	CA	94502	\$391,900.00
Owned FF&E	2087 Hotel Circle South	San Diego	CA	92108	\$369,728.00
Owned FF&E	4500 Dublin Blvd	Dublin	CA	94568	\$247,604.00
Owned FF&E	20205 Ventura Blvd.	Woodland Hills	CA	91364	\$329,338.00
Owned FF&E	6531 S Sepulveda Blvd	Los Angeles	CA	90045	\$373,555.00
Owned FF&E	100 Fountain Grove Pkwy	Santa Rosa	CA	95403	\$194,927.00
Owned FF&E	31950 Dyer St	Union City	CA	94587	\$308,339.00
Owned FF&E	3650 Mandela Pkwy	Emeryville	CA	94608	\$471,645.00
Owned FF&E	2131 Gold Street	San Jose	CA	95002	\$212,571.00
Owned FF&E	6199 San Ignacio Avenue	San Jose	CA	95119	\$266,738.00
Owned FF&E	3170 Garrity Way	Richmond	CA	94806	\$225,558.00
Owned FF&E	6189 San Ignacio Avenue	San Jose	CA	95119	\$415,373.00
Owned FF&E	2844 W. March Lane	Stockton	CA	95219	\$205,193.00
Owned FF&E	120 Sem Lane	Belmont	CA	94002	\$232,688.00
Owned FF&E	22711 Oakcrest Circle	Yorba Linda	CA	92887	\$201,984.00
Owned FF&E	1400 E. Tahquitz Canyon Way	Palm Springs	CA	92262	\$203,366.00
Owned FF&E	1031 N. Pacificcenter Drive	Anaheim	CA	92806	\$228,914.00
Owned FF&E	4325 Corporate Center Ave	Chino	CA	91710	\$274,509.00
Owned FF&E	2498 Stearns St.	Simi Valley	CA	93063	\$323,413.00
Owned FF&E	2201 Long Port Court	Elk Grove	CA	95758	\$190,037.00
Owned FF&E	1019 Oliver Rd	Fairfield	CA	94534	\$343,643.00
Owned FF&E	401 E. Albertoni St.	Carson	CA	90746	\$341,489.00
Owned FF&E	795 Stillwater Rd	W. Sacramento	CA	95605	\$326,486.00
Owned FF&E	19325 Londelius St.	Northridge	CA	91324	\$315,897.00
Owned FF&E	217 W. Osborn Rd	Phoenix	AZ	85013	\$575,722.00
Owned FF&E	5035 E. Chandler Blvd	Phoenix	AZ	85048	\$443,365.00
Owned FF&E	11211 N. Black Canyon Hwy	Phoenix	AZ	85029	\$448,391.00
Owned FF&E	4357 East Oak St	Phoenix	AZ	85008	\$455,194.00
Owned FF&E	14095 E. Evans Ave	Aurora	CO	80014	\$579,797.00
Owned FF&E	5200 S. Quebec St	Greenwood Village	CO	80111	\$498,753.00
Owned FF&E	8801 Perimeter Park Blvd	Jacksonville	FL	32216	\$38,977.00
Owned FF&E	1805 N. Westshore Blvd	Tampa	FL	33607	\$489,882.00
Owned FF&E	1401 S.W. 15th St	Pompano Beach	FL	33069	\$55,798.00
Owned FF&E	8687 Commodity Circle	Orlando	FL	32819	\$300,792.00
Owned FF&E	1951 Summit Tower Blvd	Orlando	FL	32810	\$395,074.00
Owned FF&E	2225 Interstate N. Parkway	Atlanta	GA	30339	\$231,384.00
Owned FF&E	3329 Old Milton Parkway	Alpharetta	GA	30005	\$421,747.00
Owned FF&E	5350 W. Southern Ave	Indianapolis	IN	46241	\$566,940.00
Owned FF&E	9370 Waldemar Rd	Indianapolis	IN	46268	\$626,998.00
Owned FF&E	7201 W. 106th St	Overland Park	KS	66212	\$35,858.00
Owned FF&E	8015 Lenexa Drive	Lenexa	KS	66215	\$27,998.00
Owned FF&E	2100 Featherstone Rd	Auburn Hills	MI	48326	\$632,064.00
Owned FF&E	2221 Rio Rancho Blvd(Hwy 528)	Rio Rancho	NM	87124	\$37,605.00
Owned FF&E	1550 E. Flamingo Rd	Las Vegas	NV	89119	\$40,252.00
Owned FF&E	8555 Lyra Drive	Columbus	OH	43240	\$33,040.00

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule B29

Personal Property - Machinery, fixtures, equipment and supplies used in business

Description of property	Location	City	State	Zip	Net Book Value
Owned FF&E	5530 Tuttle Crossing Blvd	Dublin	OH	43016	\$27,006.00
Owned FF&E	19311 NW Cornell Rd	Hillsboro	OR	97124	\$50,538.00
Owned FF&E	1170 Kinley Rd	Irmo	SC	29063	\$189,805.00
Owned FF&E	2520 Horizon Lake Dr	Memphis	TN	38133	\$270,197.00
Owned FF&E	5235 N. 16th Street	Phoenix	AZ	85016	\$286,222.00
Owned FF&E	10660 N. 69th Street	Scottsdale	AZ	85254	\$280,200.00
				TOTAL:	\$62,262,883.00

In re: ESA P Portfolio L.L.C.

Case No. 09-13765

Schedule B35

Personal Property - Other personal property of any kind not already listed

Description	Location	Net Book Value at 5/31/09
Below market ground lease intangible	Spartanburg, SC	\$401,329.00
Deferred financing costs, net of accumulated amortization	N/A	\$8,015,064.00
Prepaid property operating expenses	Various	\$274,828.00
Prepaid refurbishment costs	Various	\$22,594.00
	TOTAL:	\$8,713,815.00

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 the 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 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 "HWJC."

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 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 Without Deducting Value of Collateral" 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, if Any" 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 AN ACCOUNT NUMBER <i>(See Instructions Above.)</i>	C O D E B T O R	H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	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
See Schedule D Attachment							\$4,099,849,448.00 ⁽¹⁾	Undetermined
Subtotal(s) (Total(s) on this page)							\$4,099,849,448.00	\$0.00
Total(s) (Use only on last page)							\$4,099,849,448.00	\$0.00

(Report also on Summary of Schedules) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data)

Footnote:

(1) The Debtors have listed the Trustee and the Successor Trustee of the Mortgage Debt on Schedule D and not the certificate holders that hold interests in the Mortgage Debt. Such exclusion is without prejudice to the Debtors rights to treat the certificate holders as creditors or parties in interest for any and all purposes in the chapter 11 cases. The information contained herein shall not prejudice the rights of the Debtors or the certificate holders of the Trust from claiming any rights with respect to the Trust and the Mortgage Debt.

In re: **ESA P Portfolio L.L.C.**
Case No. 09-13765
Schedule D
Creditors Holding Secured Claims

Creditor's Name	Codebtor	Address 1	Address 2	City	State	Zip	Country	Date claim was incurred, nature of lien and description and value of property subject to lien	Contingent	Unliquidate	Disputed	Amount of claim without deducting value of collateral	Unsecured portion, if any
Mortgage Electronic Registration Systems Inc		1818 Library St Ste 300		Reston	VA	20190		UCC Lien	X	X	X	Unknown	Unknown
Servpro of Richmond		8001 Franklin Farms Dr Ste 220	Lee Robert Arzt	Richmond	VA	23229		Mechanics Lien	X	X	X	\$0.00	Undetermined
U.S. Bank National Association (as Successor Trustee)		209 S LaSalle St Ste 300	Attn Patricia M Child	Chicago	IL	60604-1219		Mortgage Loan Agreement, dated June 11, 2007, and all documents executed therewith				\$4,099,849,448.00	Unknown
U.S. Bank National Association (as Successor Trustee)		209 S LaSalle St 3rd Fl	Attn Corporate Trust Services - WCMS 2007-ESH	Chicago	IL	60604-1219		Mortgage Loan Agreement, dated June 11, 2007, and all documents executed therewith					
Wells Fargo Bank, N.A. as Trustee in trust for holder of Wachovia Bank Commercial Mortgage Trust, Commercial Mortgage Pass-Through Certificates, Series 2007-ESH		c/o Wachovia Bank, National Association	One Wachovia Center 301 South College Street	Charlotte	NC	28288-0166		Mortgage Loan Agreement, dated June 11, 2007, and all documents executed therewith					
TOTAL:												\$4,099,849,448.00	Undetermined

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 "HWJC." 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 CLAIM (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 \$10,950* 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).

In re: ESA P Portfolio L.L.C.

Case No. 09-13765 (JMP)

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* 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 \$2,425* 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).

*Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re: **ESA P Portfolio L.L.C.**

Case No. **09-13765 (JMP)**

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS, INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	C O D E	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	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	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
NONE									
Subtotals (Totals on this page):							\$0.00	\$0.00	\$0.00
Total: (Report also on the Summary of Schedules)							\$0.00		
Totals: (Report also on the Statistical Summary of Certain Liabilities Related Data)								\$0.00	\$0.00

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 "HWJC."

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 nonpriority claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS, INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	C O D E B T O R	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	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
See Schedule F Attachment							Unknown ⁽¹⁾
Subtotal (Total on this page)							\$0.00
Total (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)							\$0.00

Footnote:

(1) As of May 31, the amount owed to HVM was approximately \$36 million, without taking into account (i) the allocation of such claims against the respective debtors, and (ii) amounts that have been paid in the ordinary course or pursuant to the Cash Collateral Order.

In re: ESA P Portfolio L.L.C.
Case No. 09-13765
Schedule F
Creditors Holding Unsecured Claims

Creditor's Name	Notice Name	Address 1	Address 2	Address 3	City	State	Zip	Country	Date claim was incurred and consideration for claim	Subject to setoffs Y/N	Contingent	Unliquidated	Disputed	Total amount of claim	
Gregory Lasky	Attn: Anthony Brady	Craig Currie & Associates	Two Penn Center Plaza, Suite 1032	1500 JFK Boulevard	Philadelphia	PA	19102		Litigation Claim		X	X	X	Unknown	
HVM LLC		100 Dunbar Street			Spartanburg	SC	29306							Undetermined	
Penelope Zeller	Attn: Brian Kabateck	Kabateck Brown Kellner LLP	644 South Figueroa Street		Los Angeles	CA	90017		Litigation Claim		X	X	X	Unknown	
Sharon Gregg	423 Waldo Ave #103				Pasadena	CA	91101		Litigation Claim		X	X	X	Unknown	
Tweedt Enterprises Inc	Attn: David Wetsch	Wetsch & Abbot PLC	974-73 rd Street Suite 20		Des Moines	IA	50312		Litigation Claim		X	X	X	Unknown	
											TOTAL:				Unknown

In re: **ESA P Portfolio L.L.C.**

Case No. **09-13765 (JMP)**

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
See Schedule G Attachment	

In re: ESA P Portfolio L.L.C.
Case No. 09-13765
Schedule G
Executory Contracts and Unexpired Leases

Name of other parties to lease or contract	Address 1	Address 2	City	State	Zip	Country	Description of contract or lease and nature of debtor's interest. State whether lease is of nonresidential real property. State contract number of any government contract.
City of Spartanburg	City Manager	145 W Broad St	Spartanburg	SC	29304		Real Property Lease for 100 Dunbar Street in Spartanburg, South Carolina
ESA P Portfolio Operating Lessee Inc	100 Dunbar St		Spartanburg	SC	29306		Lease Agreement
Ford & Harrison LLP	100 Dunbar St Ste 300		Spartanburg	SC	29306		Sublease Agreement
Glimcher Investment Trust	Martine King	180 E Broad St	Columbus	OH	43215		Real Property Lease for 45 Glimcher Realty Way in Elizabeth, New Jersey
Glimcher Realty Trust	Ross Luckett	180 E Broad St	Columbus	OH	43215		Real Property Lease for 45 Glimcher Realty Way in Elizabeth, New Jersey
Global Tower Assets LLC	1801 Clint Moore Rd Ste 215		Boca Raton	FL	33487		Antennae Lease
Global Tower Assets LLC	1801 Clint Moore Rd Ste 215		Boca Raton	FL	33487		Antennae Lease
Global Tower Assets LLC	Attn General Counsel	1801 Clint Moore Rd Ste 110	Boca Raton	FL	33487		Master License Agreement date 03/17/09
Global Tower Assets LLC	Attn Asset Mgmt	1801 Clint Moore Rd Ste 110	Boca Raton	FL	33487		Lease Agreement date 03/23/09
Holcombe Bomar Gun and Bradford PA	100 Dunbar St Ste 200		Spartanburg	SC	29306		Sublease Agreement
Jersey Gardens Center		L 2056	Columbus	OH	43260-2056		Real Property Lease for 45 Glimcher Realty Way in Elizabeth, New Jersey
Leaf & Cole LLP	1843 Hotel Circle S No 300		San Diego	CA	92108		Parking Lease
Morgan Stanley & Co Inc	1633 Broadway 33rd Fl		New York	NY	10019		Sublease Agreement
NAI Earle Furman LLC	101 E Washington St		Greenville	SC	29601		Property management agreement
NAI Earle Furman LLC	101 E Washington St		Greenville	SC	29601		Exclusive Right to Lease Agreement
NJ Metromall Urban Renewal Inc	20 S Third St		Columbus	OH	43215		Ground Lease
Parker Poe Adams & Bernstein LLP	100 Dunbar St Ste 206		Spartanburg	SC	29306		Sublease Agreement
Robert Half International	5720 Stoneridge Dr Ste 3		Pleasanton	CA	94588		Sublease Agreement
Silicon Valley College	41350 Christy St		Fremont	CA	94538		Parking Lease

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. Bankr. P. 1007(m)

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
See footnote	(1)

Footnote:

(1) For purposes of this Schedule H, the Debtor has not included a listing of the other Debtor entity that may be jointly and severally liable on the debts listed by this Debtor.

In addition, Debtor Extended Stay Inc., Debtor Homestead Village L.L.C., non-Debtor Lightstone Holdings L.L.C. and non-Debtor David Lichtenstein are the guarantors of certain non-recourse carve-out provisions of the \$4.1 billion Mortgage Debt.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK, NEW YORK

In re: ESA P Portfolio L.L.C.

Case No. 09-13765 (JMP)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

I, F. Joseph Rogers, Assistant Secretary 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 65 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date 9/28/2009

Signature: / s / F. Joseph Rogers

F. Joseph Rogers

Assistant Secretary