

**United States Bankruptcy Court  
District of Utah**

In re **Grass Valley Holdings, L.P.**  
Debtor

Case No. **15-24513**

Chapter **11**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities."

			AMOUNTS SCHEDULED		
NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	20,010,000.00		
B - Personal Property	Yes	4	1,468,874.24		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	2		12,702,015.83	
E - Creditors Holding Unsecured Priority Claims	Yes	1		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	3		485,229.23	
G - Executory Contracts and Unexpired Leases	Yes	3			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		15			
Total Assets			21,478,874.24		
Total Liabilities				13,187,245.06	

In re Grass Valley Holdings, L.P.Case No. 15-24513

Debtor

**SCHEDULE A. REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, or both own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
940 South 2000 West Springville, UT 84663 18.36 acres comprised of 3 parcels Commercial Building (78,000 sq. ft) on one parcel	Fee Simple	-	8,400,000.00	6,100,000.00
8451 South Sandy Parkway Sandy, UT 84070 1.67 acres - comprised of 2 parcels Commercial Building (12,500 sq. ft.)	Fee Simple	-	1,500,000.00	1,948,249.84
150 West Center Street Orem, UT 84057 2.01 acres - Commercial Building on one of two parcels (11,700 sq. ft.)	Fee Simple (Same loan as Sandy Parkway Property)	-	2,000,000.00	0.00
4161 North Thanksgiving Way Lehi, UT 84043 1.45 acres - Commercial Building (9 tenants) (38,000 sq. ft.)	Fee Simple	-	5,500,000.00	2,797,242.83
1350 North Main Spanish Fork, UT 84660 3 parcels - 4.09 acres Commercial Building on one parcel (11,800 sq. ft.)	Fee Simple	-	1,900,000.00	1,822,153.86
2609 West Highway 40 Roosevelt, UT 84066 2.69 acres - comprised of 2 parcels Commercial Building (6,000 sq. ft.) and two 3 bedroom apartments (1,800 sq. ft.)	Fee Simple	-	700,000.00	0.00
9800 East 5500 South Jensen, UT 84023 Parcel 060920029 - 14.01 acres Set aside as riparian habitat	Fee Simple	-	10,000.00	0.00

Sub-Total > **20,010,000.00** (Total of this page)Total > **20,010,000.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re **Grass Valley Holdings, L.P.**Case No. **15-24513**

Debtor

**SCHEDULE B. PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, or both own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." In providing the information requested in this schedule, do not include the name or address of a minor child. Simply state "a minor child."

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		<b>Central Banking/Checking</b>	-	<b>6,931.29</b>
		<b>Mountain American CU</b>	-	<b>42,830.49</b>
		<b>Central Bank Tax Savings</b>	-	<b>510.29</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		<b>Insurance policies for buy-sell agreement The Lincoln National Life Insurance Corp. Company Policy Nos. 1 800 11 208 \$105,917.50 1 800 11 219 117,562.96 1 800 11 217 71,522.16</b>	-	<b>295,002.17</b>
10. Annuities. Itemize and name each issuer.	X			

Sub-Total > **345,274.24**  
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

Form B6B  
(10/05)

In re **Grass Valley Holdings, L.P.**

Case No. **15-24513**

Debtor

## SCHEDULE B. PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
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); Rule 1007(b)).	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		University Courtyard Apartments, LLC Rexburg, ID (40% membership interest)	-	960,000.00
		194,832 shares of stock in Milleniata, Inc. (not publicly traded)	-	9,700.00
		Grass Valley MV, LLC Springville, UT (100% interest)	-	153,900.00
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Face amount approximately \$850,000 (mostly uncollectable)	-	Unknown
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owing debtor including tax refunds. Give particulars.	X			
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			

Sub-Total > **1,123,600.00**  
(Total of this page)

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

Form B6B  
(10/05)

In re **Grass Valley Holdings, L.P.**

Case No. **15-24513**

Debtor

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

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		<b>Claim against GW Green Family Limited Partnership and/or Garth O. Green Enterprises, Inc., Garth O. Green and Michael Green relating to property at 940 South 2000 West, Springville, UT</b>	-	<b>Unknown</b>
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
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			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			

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

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

Form B6B  
(10/05)

In re Grass Valley Holdings, L.P.

Case No. 15-24513

Debtor

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

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total > 0.00  
(Total of this page)  
Total > 1,468,874.24

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

(Report also on Summary of Schedules)

In re **Grass Valley Holdings, L.P.**Case No. **15-24513**

Debtor

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; 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 husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	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
Account No. <b>xx-xx1145</b>			<b>Second Mortgage</b>					
<b>Central Bank</b> <b>1 North Main St.</b> <b>Spanish Fork, UT 84660</b>			<b>4161 North Thanksgiving Way</b> <b>Lehi, UT 84043</b> <b>1.45 acres - Commercial Building (9</b> <b>tenants)</b> <b>(38,000 sq. ft.)</b>					
			Value \$ <b>5,500,000.00</b>				<b>441,056.87</b>	<b>0.00</b>
Account No. <b>xx-xx1152</b>			<b>May 12, 2014</b>					
<b>Central Bank</b> <b>1 North Main St.</b> <b>Spanish Fork, UT 84660</b>			<b>1350 North Main</b> <b>Spanish Fork, UT 84660</b> <b>3 parcels - 4.09 acres</b> <b>Commercial Building on one parcel</b> <b>(11,800 sq. ft.)</b>					
			Value \$ <b>1,900,000.00</b>				<b>991,238.57</b>	<b>0.00</b>
Account No. <b>xx-xx1137</b>			<b>May 12, 2014</b>					
<b>Central Bank</b> <b>1 North Main St.</b> <b>Spanish Fork, UT 84660</b>			<b>First Mortgage</b>  <b>4161 North Thanksgiving Way</b> <b>Lehi, UT</b>					
			Value \$ <b>5,500,000.00</b>				<b>2,356,185.96</b>	<b>0.00</b>
Account No. <b>xx-xxx7547</b>			<b>8451 South Sandy Parkway</b> <b>Sandy, UT</b> <b>150 West Center Street</b> <b>Orem, UT</b>					
<b>General Electric Capital Corporation</b> <b>929 Gessner</b> <b>Suite 1700</b> <b>Houston, TX 77024</b>								
			Value \$ <b>1,500,000.00</b>				<b>1,948,249.84</b>	<b>0.00</b>
Subtotal (Total of this page)							<b>5,736,731.24</b>	

1 continuation sheets attached

Form B6D - Cont.  
(10/05)

In re **Grass Valley Holdings, L.P.**

Case No. **15-24513**

Debtor

**SCHEDULE D. CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.			<b>940 South 2000 West Springville, UT 84663</b>					
<b>GW Green Family Limited Partnership c/o Abraham C. Bates 50 West Broadway, 3rd Floor Salt Lake City, UT 84101</b>		-			X	X		
			Value \$ <b>8,400,000.00</b>				<b>6,100,000.00</b>	<b>0.00</b>
Account No.			<b>1350 No. Main Street Spanish Fork, UT 846604 (2nd Trust Deed)</b>					
<b>Starr B Steve Bushman Alpine, UT</b>		-						
			Value \$ <b>1,900,000.00</b>				<b>831,515.29</b>	<b>0.00</b>
Account No. <b>Jensen Parcel # xxxx0029</b>			<b>2013</b>					
<b>Uintah County 152 East 100 North Vernal, UT 84078</b>		-	<b>Unpaid taxes</b>					
			Value \$ <b>10,000.00</b>				<b>1,304.30</b>	<b>0.00</b>
Account No. <b>Lehi Parcel # xx:xxx:0159</b>			<b>2013</b>					
<b>Utah County 100 East Center Street Suite 1200 Provo, UT 84606</b>		-	<b>Unpaid taxes</b>					
			Value \$ <b>5,500,000.00</b>				<b>25,214.76</b>	<b>0.00</b>
Account No. <b>Orem Parcel # xx:xxx:0096</b>			<b>2013</b>					
<b>Utah County 100 East Center Street Suite 1200 Provo, UT 84606</b>		-	<b>Unpaid taxes</b>					
			Value \$ <b>1,900,000.00</b>				<b>7,250.24</b>	<b>0.00</b>

Sheet **1** of **1** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Subtotal  
(Total of this page)

**6,965,284.59**

Total  
(Report on Summary of Schedules)

**12,702,015.83**



Form B6E  
(10/05)

In re **Grass Valley Holdings, L.P.**

Case No. **15-24513**

Debtor

## SCHEDULE E. CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; 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 husband, wife, both of them or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community". If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotal" 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 "Subtotal" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. If applicable, also report this total on the Means Test form.

☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,000\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507 (a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$4,925\* 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 \$2,225\* 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, 2007, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

0 continuation sheets attached

Form B6F  
(10/05)In re **Grass Valley Holdings, L.P.**Case No. **15-24513**

Debtor

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

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; 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 husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  City of Lehi 153 North 100 East P.O. Box 255 Lehi, UT 84043	-	Utility Bills; service dates 03/26/2015 through 04/27/2015				1,255.00
Account No.  Coldwell Banker 825 East 1180 South Suite 300 American Fork, UT 84003	-	Commissions for leasing of buildings 02/02/2015				3,479.16
Account No.  Durham Jones & Pinegar 3301 N. Thanksgiving Way Suite 400 Lehi, UT 84043	-	Attorney Services				25,000.00
Account No.  Garth O. Green Enterprises, Inc. c/o Marcus Mumford 4055 So. Main St., Suite 975 Salt Lake City, UT 84111	-	Alleged breach of contract as asserted in 4th District Court lawsuit, Civil No. 130400184		X	X	Unknown
Subtotal (Total of this page)						29,734.16

2 continuation sheets attached

Form B6F - Cont.  
(10/05)

In re **Grass Valley Holdings, L.P.**

Case No. **15-24513**

Debtor

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

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>Bills paid from 2013 to 2015</b>				
<b>Harward Consulting &amp; Engineering</b> <b>940 South 2000 West</b> <b>Springville, UT 84663</b>	-					<b>18,120.46</b>
Account No. <b>Trade Debts</b>		<b>02/16/2015</b>				
<b>Intermountain Door</b> <b>61 South 100 West</b> <b>#B</b> <b>Payson, UT 84651</b>	-					<b>217.00</b>
Account No.		<b>Accounting services</b> <b>04/20/2015 to 05/08/2015</b>				
<b>Janna Johnson</b> <b>11543 S. Honey Locust Ct.</b> <b>Draper, UT 84020</b>	-					<b>1,300.00</b>
Account No.		<b>Loans: 09/03/2004 (229,111.29)</b> <b>02/15/2006 (190,000.00)</b>				
<b>Melva Harward (Estate)</b> <b>Susan Orton Executor</b> <b>642 So. Lucerne</b> <b>Salem, UT 84653-9483</b>	-					<b>416,952.03</b>
Account No.		<b>Utility Bills; service dates 03/17/2015 to</b> <b>04/16/2015</b>				
<b>Springville City</b> <b>110 So. Main</b> <b>Springville, UT 84663</b>	-					<b>2,254.00</b>
Sheet no. <u>1</u> of <u>2</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						<b>438,843.49</b>

Form B6F - Cont.  
(10/05)

In re **Grass Valley Holdings, L.P.**

Case No. **15-24513**

Debtor

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

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>Accounting Services; 2012 to 2015</b>				<b>16,298.36</b>
<b>Squire &amp; Company, P.C. Shane Wood 1329 South 800 East Orem, UT 84097</b>		-					
Account No.							<b>Unknown</b>
<b>Standard Plumbing P.O. Box 708490 Sandy, UT 84070</b>		-			X		
Account No.			<b>Monthly services for March, April and May 2015</b>				<b>353.22</b>
<b>Veracity 170 East Election Road Suite 200 Draper, UT 84020</b>		-					
Account No.							
Account No.							

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

Subtotal  
(Total of this page)

**16,651.58**

Total  
(Report on Summary of Schedules)

**485,229.23**

In re **Grass Valley Holdings, L.P.**

Case No. **15-24513**

Debtor

## SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed.R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>Brad Zilles</b> 2609 W. Hwy. 40 Roosevelt, UT 84066	<b>Lease bedroom in apt</b> 2609 W. Hwy 40 Roosevelt, UT 84066
<b>Chase Media</b> c/o Michael Chase - President P.O. Box 520 Lehi, UT 84043	<b>Lease space</b> 4161 North Thanksgiving Way Lehi, UT 84043
<b>Dale Schmutz</b> 2609 W. Hwy. 40 Roosevelt, UT 84066	<b>Lease bedroom in apt</b> 2609 W. Hwy 40 Roosevelt, UT 84066
<b>David Grant</b> 4161 North Thanksgiving Way Suite 305 Lehi, UT 84043	<b>Lease property</b> 4161 North Thanksgiving Way Lehi, UT 84043
<b>Dippidee</b> 4161 N. Thanksgiving Way Suite 201 Lehi, UT 84043	<b>Lease space</b> 4161 North Thanksgiving Way Lehi, UT 84043
<b>Eaton Alliance</b> P.O. Box 97 Lehi, UT 84043	<b>Lease Office space located at</b> 938 South 2000 West Springville, UT 84663
<b>Elevate</b> 3549 No. University Ave. Suite 200 Provo, UT 84604	<b>Lease property</b> 4161 North Thanksgiving Way Lehi, UT 84043
<b>Ford &amp; Huff</b> 4161 North Thanksgiving Way Suite 308 Lehi, UT 84043	<b>Lease property</b> 4161 North Thanksgiving Way Lehi, UT 84043
<b>Hartman Heating &amp; Air</b> 8451 So. Sandy Parkway Sandy, UT 84070	<b>Sublease space; also lease purchase agreement with Debtor</b> 8451 S. Sandy Parkway Sandy, UT 84070
<b>Harwards Little Gym</b> 940 South 2000 West Springville, UT 84663	<b>Lease space</b> 152 W. Center Street Orem, UT 84057

In re Grass Valley Holdings, L.P.

Case No. 15-24513

Debtor

**SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**  
(Continuation Sheet)

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.
High Country Motors, LLC 1350 North Main, #1 Spanish Fork, UT 84660	Lease Space 1350 North Main Street Spanish Fork, UT 84660
IMSAR 940 South 2000 West Springville, UT 84663	Lease property located at 938 South 2000 West Springville, UT 84653
Live Your Truth, LLC Jonathan Tuttle 282 East 12200 South Draper, UT 84020	Lease space located at 4161 North Thanksgiving Way Lehi, UT 84043
Loren Fuell 2609 West Hwy 40 Roosevelt, UT 84066	Lease Bedroom in Apt. 2609 West Highway 40 Roosevelt, UT 84066
Matt Anderson 2154 East 1710 South Spanish Fork, UT 84660	Lease space 1350 North Main Street Spanish Fork, UT 84660
Matthew Graham 2609 W. Hwy. 40 Roosevelt, UT 84066	Lease bedroom in apt 2609 W. Hwy 40 Roosevelt, UT 84066
Reagan Outdoor Advertising 1775 North 900 West Salt Lake City, UT 84116	Lease Property located at 8451 So. Sandy Parkway Sandy, UT 84070
Rese Property Mgt., LLC 4161 N. Thanksgiving Way Suite 301 Lehi, UT 84043	Lease space 4161 North Thanksgiving Way Lehi, UT 84043
Sodalicious 300 North 30 West Provo, UT 84601	Lease Building at 162 W. Center Street Orem, UT 84057
Standard Plumbing P.O. Box 708490 Sandy, UT 84070	Lease space at the following: 4161 North Thanksgiving Way Lehi, UT 84043  940 South 2000 West Springville, UT 84663  8451 S. Sandy Parkway Sandy, UT  2609 West Hwy 40 Roosevelt, UT 84066  152 W. Center Street Orem, UT 84057

In re Grass Valley Holdings, L.P.

Case No. 15-24513

Debtor

**SCHEDULE G. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**  
(Continuation Sheet)

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.

**Vivant**  
**4931 North 300 West**  
**Provo, UT 84604**

**Lease Rooftop Space at**  
**4161 North Thanksgiving Way**  
**Lehi, UT 84043**

Form B6H  
(10/05)

In re Grass Valley Holdings, L.P.

Case No. 15-24513

Debtor

### SCHEDULE H. CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR

NAME AND ADDRESS OF CREDITOR



Official Form 6-Decl.  
(10/05)

**United States Bankruptcy Court  
District of Utah**

In re Grass Valley Holdings, L.P.

Debtor(s)

Case No. \_\_\_\_\_

Chapter 11

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

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

I, the General Partner of Debtor of the partnership named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 16 sheets *[total shown on summary page plus 1]*, and that they are true and correct to the best of my knowledge, information, and belief.

Date May 28, 2015

Signature /S/ Randall Harward

**Randall Harward, Manager of Grass Valley  
Management, L.C.,  
General Partner of Debtor**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

Official Form 7  
(10/05)

United States Bankruptcy Court  
District of Utah

In re Grass Valley Holdings, L.P.

Debtor(s)

Case No. 15-24513

Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. Do not include the name or address of a minor child in this statement. Indicate payments, transfers and the like to minor children by stating "a minor child." See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

**"In business."** A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

**"Insider."** The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None ☐ State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT  
\$0.00

SOURCE  
2013 \$1,281,962.53 (gross rental income)  
2014 1,165,933.24 (gross rental income)  
2015 (Jan. to May 2015) 528,446.57

2. Income other than from employment or operation of business

None ☒ State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

3. Payments to creditors

None ☒ Complete a. or b., as appropriate, and c.

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case if the aggregate value of all property that constitutes or is affected by such transfer is not less than \$600. Indicate with an (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None ☐ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case if the aggregate value of all property that constitutes or is affected by such transfer is not less than \$5,000. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Durham Jones & Pinegar	02/27/2015 \$5,000.00	\$18,000.00	\$25,000.00
	03/16/2015 3,000.00		
	04/24/2015 10,000.00		
Springville City	02/25/2015 \$5,372.78	\$13,268.48	\$0.00
	03/25/2015 4,586.39		
	04/25/2015 4,309.31		
Questar	02/23/2015 \$ 775.43	\$8,315.14	\$0.00
	02/25/2015 601.99		
	02/19/2015 2,524.01		
	04/15/2015 1,593.15		
	04/20/2015 1,229.27		
	03/27/2015 28.89		
	03/23/2015 1,562.40		
Lehi City	02/25/2015 \$2,848.93	\$7,401.96	\$0.00
	03/25/2015 2,433.02		
	04/25/2015 2,120.01		
General Electric Capital	03/10/2015 \$19,328.00	\$57,984.00	\$0.00
	04/10/2015 19,328.00		
	05/10/2015 19,328.00		
Central Bank	03/12/2015 \$3,600.00	\$10,800.00	\$0.00
	04/12/2015 3,600.00		
	05/12/2015 3,600.00		
Central Bank	03/12/2015 \$8,000.00	\$24,000.00	\$0.00
	04/12/2015 8,000.00		
	05/12/2015 8,000.00		
Central Bank	03/12/2015 \$19,000.00	\$57,000.00	\$0.00
	04/12/2015 19,000.00		
	05/12/2015 19,000.00		
Fabian & Clendinen	03/25/2015 \$2,772.00	\$20,137.50	\$0.00
215 So. State Street	05/08/2015 5,907.25		
Suite 1200	05/14/2015 11,458.25		
Salt Lake City, UT 84111			

- None ☐ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
<b>Melva Harward</b>	<b>06/02/2014</b>	<b>\$1,000.00</b>	<b>\$3,000.00</b>
<b>642 South Lucerne</b>	<b>07/02/2014</b>	<b>1,000.00</b>	<b>\$416,952.03</b>
<b>Salem, UT 84653-9483</b>	<b>08/01/2014</b>	<b>1,000.00</b>	

#### 4. Suits and administrative proceedings, executions, garnishments and attachments

- None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
<b>Garth O. Green Enterprises, Inc., et al. v. Randall Harward, et al. Case No. 130400184</b>	<b>Lawsuit seeking specific performance of alleged agreement to lease real property from debtor</b>	<b>4th District Court for Utah County, State of Utah</b>	<b>Pending</b>
<b>GW Green Family Limited Partnership</b>	<b>Non-judicial foreclosure against Springville Property</b>	<b>Non-Judicial, Utah County, Utah Trustee under deed of trust is Abraham C. Bates Law Offices of Abraham C. Bates 50 W. Broadway, 2nd Floor Salt Lake City, UT 84101 Phone: 801-946-7549</b>	<b>Pending</b>
<b>Grass Valley Holdings, LP v. Bryant A. Bitner Case No. 159402466</b>	<b>Collection</b>	<b>4th District Court Provo Division</b>	<b>Pending</b>

- None ☐ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
<b>GW Green Family Limited Partnership c/o Abraham Bates 50 West Broadway, 3rd Floor Salt Lake City, UT 84111</b>	<b>July 2014</b>	<b>940 South 2000 West Springville, UT 84663</b>

#### 5. Repossessions, foreclosures and returns

- None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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**6. Assignments and receiverships**

- None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☐ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
GW Green Family Limited Partnership	Non-judicial	None	940 South 2000 West Springville, UT 84663  \$8,400,000.00

**7. Gifts**

- None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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**8. Losses**

- None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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**9. Payments related to debt counseling or bankruptcy**

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Evanson Webber	05/21/2014	\$3,745.00
2975 West Executive Way	06/11/2014	4,229.25
Lehi, UT 84043	10/06/2014	1,782.50
	10/22/2014	1,000.00
	11/19/2014	2,000.00
	01/28/2015	1,000.00
	02/13/2015	1,000.00
	03/13/2015	1,000.00 (Harward Irrigation)
	04/01/2015	1,952.50 (Harward Irrigation)
		\$17,708.50

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Durham Jones Pinegar 111 East Broadway Suite 900 Salt Lake City, UT 84111	10/21/2014 \$5,000.00 02/27/2015 5,000.00 03/16/2015 3,000.00 04/24/2015 10,000.00	\$23,000.00
Fabian & Clendenin 215 South State Street Suite 1200 Salt Lake City, UT 84111	03/30/2015 \$2,772.00 05/08/2015 5,907.25 05/15/2015 11,458.25	\$20,138.50

#### 10. Other transfers

- None ☒ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
None <input checked="" type="checkbox"/> b. List all property transferred by the debtor within <b>ten years</b> immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.		

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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#### 11. Closed financial accounts

- None ☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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#### 12. Safe deposit boxes

- None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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#### 13. Setoffs

- None ☒ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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**14. Property held for another person**

None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**

None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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**16. Spouses and Former Spouses**

None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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**18. Nature, location and name of business**

None ☐ a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOC. SEC. NO./ COMPLETE EIN OR OTHER TAXPAYER I.D. NO.	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
University Courtyard Apartments, LLC	xx-xxx1497	940 South 2000 West Springville, UT 84663	Operation of student housing in Rexburg, Idaho	2002 to present
Grass Valley MV, L.C.	xx-xxx2575	940 South 2000 West Springville, UT 84663	Vehicles and equipment	2000 to present

None ☐ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

**19. Books, records and financial statements**

None ☐ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Julie Johnson 2519 S. Cimaron Dr. Springville, UT 84663	07/2013 to 11/2013
Corinne Boren 89 South 800 East Pleasant Grove, UT 84062	11/2013 to 01/2015
Janna Johnson 11543 Honey Locust Court Draper, UT 84020	09/2013 to Present
Marlin Green 695 South 150 East Salem, UT 84653	02/2015 to Present



NAME AND ADDRESS

**Nathan Smith**  
**765 South 800 East**  
**Springville, UT 84663**

DATES SERVICES RENDERED

**04/2013 to 04/2014**

- None ☒ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME

ADDRESS

DATES SERVICES RENDERED

- None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME

**Squire & Company, P.C.**

ADDRESS

**1329 South 800 East**  
**Orem, UT 84097**

- None ☐ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS

**Colony Capital/Barnes/West CRE**  
**100 N. Sepulveda Blvd.**  
**El Segundo, CA 90245**

DATE ISSUED

**04/14/2014**

**Universal Funding**  
**6144 Crawford Road**  
**Crawford, CO 81415**

**08/22/2014**

**Rock Canyon Bank**  
**851 North 100 East**  
**Spanish Fork, UT 84660**

**09/29/2014**

**Bank of American Fork**  
**625 N. Main St.,**  
**Spanish Fork, UT 84660**

**01/09/2014**

**Mountain America CU**  
**891 N. Main St.**  
**Spanish Fork, UT 84660**

**01/09/2014 and**  
**09/17/2014**

**Commercial Lending Sources, LLC**  
**3214 North University Ave.,**  
**# 512**  
**Provo, UT 84604**

**10/07/2014**

**Western Capital**  
**360 West 5300 South**  
**Salt Lake City, UT 84123**

**10/14/2014**

**20. Inventories**

- None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY

INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY  
 (Specify cost, market or other basis)

- None ☐ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY  
 RECORDS

**21 . Current Partners, Officers, Directors and Shareholders**

None ☐ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
Grass Valley Management LC 940 South 2000 West Springville, UT 84663	General Partner	1%
Wolf Hollow Investments, L.P. 1201 South 1000 East Spanish Fork, UT 84660	Limited Partner	33%
Apple Blossom Investments, L.P. 54 West Apple Blossom Way Salem, UT 84653	Limited Partner	33%
P.C. Maak Investments, L.P. 908 North 1140 West Mapleton, UT 84664	Limited Partner	33%

None ☒ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
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**22 . Former partners, officers, directors and shareholders**

None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None ☒ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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**23 . Withdrawals from a partnership or distributions by a corporation**

None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Apple Blossom Investments, L.P. 54 West Appleblossom Way Salem, UT 84653	06/02/2014 through 04/02/2015	\$40,735.22
Celtic Bank 268 South State Street Suite 300 Salt Lake City, UT 84111 Koosharem Farms (Randall Harward)	07/11/2014 through 04/13/2015	\$17,560.65
Celtic Bank 268 So. State Street Suite 300 Salt Lake City, UT 84111 Lone Pine Farms (Richard Harward)	07/11/2014 through 04/13/2015	\$17,636.84

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Celtic Bank 268 So. State Street Suite 300 Salt Lake City, UT 84111 Monroe Mountain (Calvin Harward)	7/11/2014 through 04/13/2015	\$17,610.53
P.C. Maak Investments, L.P. 908 North 1140 West Mapleton, UT 84664	06/02/2014 through 04/02/2015	\$40,735.22
Wolf Hollow Investments, L.P. 1201 South 1000 East Spanish Fork, UT 84660	07/02/2014 through 04/02/2015	\$48,235.23
U.S. Treasury  Randall Harward	07/30/2014	\$4,560.00
U.S. Treasury  Calvin Harward	01/15/2015	\$3,000.00

**24. Tax Consolidation Group.**

None ☒ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER (EIN)

**25. Pension Funds.**

None ☒ If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

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

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date May 28, 2015

Signature /s/ Randall Harward, Manager  
Randall Harward, Manager  
General Partner of Debtor

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571*