

# UNITED STATES BANKRUPTCY COURT

## DISTRICT OF DELAWARE

In re FAIRCHILD CORPORATION

Debtor

Case No. 09-10899

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 from Schedules D, E, and F to determine the total amount of the debtor's liabilities.

NAME OF SCHEDULE	ATTACHE (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$6,647,233.19		
B - Personal Property	Yes	10	\$846,668,816.67		
C - Property Claimed As Exempt	No				
D - Creditors Holding Secured Claims	Yes	1		\$2,707.17	
E - Creditors Holding Unsecured Priority Claims	Yes	3		\$80,000.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	14		\$1,109,816,374.29	
G - Executory Contracts and Unexpired Leases	Yes	8			
H - Codebtors	Yes	2			
I - Current Income of Individual Debtor(s)	No				
J - Current Expenditures of Individual Debtor(s)	No				
	TOTAL	39	\$853,316,049.86	\$1,109,899,081.46	

Debtor

(if known)

### 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 the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

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

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

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

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
LAND - 3.57 ACRES, DISTRICT 100, SECTION 50, BLOCK 1, LOT 5.015, TOWN OF BABYLON, COUNTY OF SUFFOLK, STATE OF NEW YORK.	FEE SIMPLE		\$2,500,000.00	\$0.00
LAND AND BUILDING LOCATED AT 20 PRAIRE DRIVE IN NY	FEE SIMPLE		\$200,000.00	UNDETERMINED
LAND LOCATED IN FARMINGDALE NY	FEE SIMPLE		\$3,947,233.19	UNDETERMINED
Total			\$6,647,233.19	

(Report also on Summary of Schedules)

Debtor

(if known)

### 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 "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

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

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	H U S B A N D, W I F E, J O I N T, O R	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT 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.		BANK OF AMERICA DEPOSIT ACCOUNT (NO BA DIRECT CAPABILITY) XXXX-XXXX- 5060  BOFA SECURITIES LLC RESTRICTED COLLATERAL-CD XXXX-XXXX- 1468  BOFA SECURITIES LLC MONEY MARKET (DAILY OPERATING LIQUIDITY) XXXX-XXXX- -1-1  BOFA SECURITIES LLC RESTRICTED COLLATERAL-MONEY MARKET XXXX-XXXX- 0504  CITIGROUP/SMITH BARNEY MARGIN LOAN ACCOUNT XXXX-XXXX- 0-13  CITIGROUP/SMITH BARNEY MONEY MARKET/EQUITIES XXXX-XXXX- 1-15		\$0.00    \$1,593,399.00  \$388,192.00  \$1,327,029.00  \$0.00  \$0.00
3. SECURITY DEPOSITS WITH PUBLIC UTILITIES, TELEPHONE COMPANIES, LANDLORDS, AND OTHERS.		SECURITY DEPOSIT PAID TO USTA NATIONAL TENNIS CENTER INC. IN 2006 FOR LUXURY SUITE LICENSE AGREEMENT		\$10,000.00

Debtor

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
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.		BATHING NYMPHS "OIL, 1897, 29"27" NEW YORK		\$50,000.00
6. WEARING APPAREL.	X			
7. FURS AND JEWELRY.	X			
8. FIREARMS AND SPORTS, PHOTOGRAPHIC, AND OTHER HOBBY EQUIPMENT.	X			
9. INTERESTS IN INSURANCE POLICIES. NAME INSURANCE COMPANY OF EACH POLICY AND ITEMIZE SURRENDER OR REFUND VALUE OF EACH.	X			
10. ANNUITIES. ITEMIZE AND NAME EACH INSURER.	X			
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. ITEMIZE.	X			
13. STOCK AND INTERESTS IN INCORPORATED BUSINESSES. ITEMIZE.		BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN AIRCRAFT TIRE CORPORATION		UNDETERMINED
		BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN BANNER AEROSPACE HOLDING COMPANY I, INC.		UNDETERMINED
		BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN BANNER ENERGY CORPORATION OF KENTUCKY, INC.		UNDETERMINED

Debtor

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

**(Continuation Sheet)**

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
13. STOCK AND INTERESTS IN INCORPORATED BUSINESSES. ITEMIZE.		BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN BANNER INDUSTRIAL PRODUCTS, INC.  BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN DEM MAIROLL, LLC  BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN FAIRCHILD REALTY, LLC  BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN FAIRCHILD TITANIUM TECHNOLOGIES, INC.  BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN FAIRCRAFT SALES LTD.  BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN PLYMOUTH LEASING COMPANY  BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN REPUBLIC THUNDERBOLT NORTH, LLC  BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN REPUBLIC THUNDERBOLT WEST, LLC  BOOK VALUE OF INVESTMENT IN 100% OF EQUITY IN RHI HOLDINGS, INC.  BOOK VALUE OF INVESTMENT IN 4% OF EQUITY IN HEAVEN ENERGY LTD.  BOOK VALUE OF INVESTMENT IN 98.7% OF EQUITY IN INTERSPORT FASHIONS WEST, INC.		UNDETERMINED  UNDETERMINED  UNDETERMINED  UNDETERMINED  UNDETERMINED  UNDETERMINED  UNDETERMINED  UNDETERMINED  UNDETERMINED  UNDETERMINED  UNDETERMINED
14. INTERESTS IN PARTNERSHIPS OR JOINT VENTURES. ITEMIZE.	X			
15. GOVERNMENT AND CORPORATE BONDS AND OTHER NEGOTIABLE AND NON- NEGOTIABLE INSTRUMENTS.	X			
16. ACCOUNTS RECEIVABLE.		INSURANCE PROCEEDS DUE FROM AIRCRAFT PRODUCT LIABILITY INSURANCE CARRIER  INTERCOMPANY ACCOUNTS RECEIVABLE - BAHC 1  INTERCOMPANY ACCOUNTS RECEIVABLE - BANNER UK  INTERCOMPANY ACCOUNTS RECEIVABLE - FA TITANIUM TECHNOLOGIES  INTERCOMPANY ACCOUNTS RECEIVABLE - FAIRCHILD SWITZERLAND		\$14,708.44  \$26,285,478.99  \$2,336,939.78  \$77,099.00  \$131,530.12

Debtor

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
16. ACCOUNTS RECEIVABLE.		INTERCOMPANY ACCOUNTS RECEIVABLE - FAIRCRAFT SALES		\$126,314.39
		INTERCOMPANY ACCOUNTS RECEIVABLE - FC FASTENERS CORP		\$384,829.08
		INTERCOMPANY ACCOUNTS RECEIVABLE - INTERSPORT FASHIONS WEST		\$33,193,512.87
		INTERCOMPANY ACCOUNTS RECEIVABLE - SUCHOMIMOUS TERENSIS, INC		\$1,733,869.11
		INTERCOMPANY ACCOUNTS RECEIVABLE- BANNER ENERGY CORP OF KENTUCKY 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102		\$8,951.95
		INTERCOMPANY ACCOUNTS RECEIVABLE- RHI HOLDINGS CORP 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102		\$13,432,256.39
		INTERCOMPANY ACCOUNTS RECEIVABLE- RHI HOLDINGS, INC. 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102		\$2,073,240.22
		INTERCOMPANY INTEREST RECEIVABLE - RHI HOLDINGS, INC.		\$308,809.67
		INTERCOMPANY INTEREST RECEIVABLE - RHI HOLDINGS, INC. (FF DIRECT, SIMI)		\$10,039,766.11
		INTERCOMPANY INTEREST RECEIVABLE - RHI HOLDINGS, INC. 2		\$63,720,279.21
		INTERCOMPANY INTEREST RECEIVABLE - RHI HOLDINGS, INC. 3		\$123,085,047.26
		INTERCOMPANY NOTE RECEIVABLE - FAIRCHILD HOLDING CORP		\$50,432,916.72
		INTERCOMPANY NOTE RECEIVABLE - RHI HOLDINGS, INC. (FF DIRECT, SIMI)		\$23,378,120.00
		INTERCOMPANY NOTE RECEIVABLE - RHI HOLDINGS, INC. 2		\$153,632,807.80
		INTERCOMPANY NOTE RECEIVABLE - RHI HOLDINGS, INC. 3		\$337,795,000.00
		INTEREST ON NOTE		\$22,510.75
		NOTE RECEIVABLE		\$202,541.56

Debtor

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
16. ACCOUNTS RECEIVABLE.		PAID EXPENSES  PERSONAL CELL PHONE USAGE AND POSTAGE EXPENSES AND OPERA TICKETS PAID FOR BY FAIRCHILD AND FAIRCHILD FRANCE  PERSONAL USE OF CORPORATE HELICOPTER  PREPAID NY OFFICE REAL ESTATE TAXES - WHEN OFFICE CLOSED THIS AMOUNT SHOULD HAVE BEEN REFUNDED TO TFC PUT INTO ACCOUNTS RECEIVABLE  THE ESTATE OF JEFFREY STEINER OWES FOR VARIOUS CHARGES TO THE CORPORATE CREDIT CARD OF JEFFREY STEINER THAT WERE PERSONAL CHARGES		\$144,356.39  \$4,758.55  \$28,562.50  \$3,379.41  \$589,583.09
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 OF REAL PROPERTY.	X			
20. CONTINGENT AND NON- CONTINGENT 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.		BANKRUPTCY CLAIM - EOS AIRLINES, INC.		\$24,479.20
22. PATENTS, COPYRIGHTS, AND OTHER INTELLECTUAL PROPERTY. GIVE PARTICULARS.	X			



Debtor

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
28. OFFICE EQUIPMENT, FURNISHINGS, AND SUPPLIES.		4-LOUIS XV FAUTIEULS		\$0.00
		4-MAHOG CHAIRS W\SPRING SEATS		\$0.00
		4-STEELCASE CAB-LAT 4-DRAWER NAT MAPLE		\$161.47
		4-WALL SCONCES\SHADES		\$0.00
		56 KBPS CIRCUIT F\NY T/ CHANTILLY		\$0.00
		7-FILE CABS 36X64 11/16		\$0.00
		7-OVER FILE CABS		\$0.00
		7-WOOD FRAMES		\$454.65
		ADJUSTMENT		\$0.35
		AMIGO CCTV		\$803.31
		ANTIQUCE CEILING FIXTURE		\$0.00
		APPLE COMPUTER		\$1,151.03
		APPLE COMPUTER- JS		\$925.81
		APPLE MACBOOK PRO 17" COMPUTER & SW		\$384.73
		APPLE US FG-MAC BOOK PRO COMPUTER		\$192.61
		APPLE-CUPERTINO-REPAIR		\$183.61
		BRASS STAND LAMP W\SHADE		\$0.00
		CABINERY F\PRINTERS		\$0.00
		CEUKUBG FUXTYRES\HALLWAY		\$0.00
		CHERRY TOPS\FILE CABS		\$0.00
		COFFEE TABLE		\$0.00
		COFFEE TBL\CRACKLE GLAZE		\$0.00
		COMPUTER- APPLE MACBOOK CORE2		\$842.62
		COMPUTER- APPLE MACBOOK FOR JEFFREY STEINER		\$2,283.19
		COMPUTER- BURAK LAPTOP		\$707.05
		COMPUTER FOR JS IN SWITZERLAND		\$1,661.11

Debtor

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
28. OFFICE EQUIPMENT, FURNISHINGS, AND SUPPLIES.		COMPUTER FOR JS IN SWITZERLAND- CREDIT RELATED TO ASSET # 1065		\$0.00
		COMPUTER HARDWARE - LOCATED IN NY OFFICE		\$295.80
		COMPUTER- JEFFREY STEINER SONY COMPUTER		\$1,833.25
		COMPUTER- MACBOOK		\$705.57
		COMPUTER- SONY UX COMPUTER		\$653.89
		CONF TBL\3 BASES 14"X5'		\$0.00
		CORNER LAMP\SHADE		\$0.00
		CREDEMZA F\COMP		\$0.00
		CREDEZA UNIT BEHIND DESK		\$0.00
		CUSTOM RETURN\MATCH DESK		\$0.00
		CUSTOM SOFA\UPHOLSTERED		\$0.00
		CUSTOM UPHOLS CHAIR		\$0.00
		DELL COMPUTER- BURAK		\$387.26
		DELL FOR LASERFICHE		\$587.85
		DESK CHAIR		\$0.00
		DESK CHAIR		\$0.00
		DESK CHAIR		\$0.00
		DESK LAMP		\$0.00
		DESK LAMP\SHADE		\$0.00
		DESK LAMP\SHADE		\$0.00
		DIGITAL CAMERS W\FLASH ADAPTER		\$0.00
		EBONIZED CUBE\SHIP MODEL		\$0.00
		ESPON PRINTER		\$645.71
		EXEC DESK CHAIR W\KNEE TILT\PNEUMATIC LIFT		\$0.00
		FRAMING-PAINTINGS		\$1,894.37
		HUMIDIFIER		\$0.00
		HUMIDIFIERS		\$0.00

Debtor

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
28. OFFICE EQUIPMENT, FURNISHINGS, AND SUPPLIES.		IONIC BREEZE MACHINE - NY OFFICE		\$264.56
	JS COMPUTER AT ST BART HOME OFFICE - P TOMAN ER		\$769.66	
	JS IMAC		\$892.77	
	LASERFICHE FOR NY OFFICE		\$3,074.17	
	LASERFICHE UNITED SERVER		\$1,935.56	
	LASERFICHE WEBLINK POWER PACK 25 & 25 LSAP		\$0.00	
	LUCENT ACS PHONE SYSTEM W/VOICE MAIL, 14 LINE, 15 STATIONS		\$2,443.01	
	MAHOG DESK W\RIGHT HAND RETURN		\$0.00	
	MARBLE TOP IRON TBL		\$0.00	
	MISC FURN, TABLE, CHAIRS, & WALL PARTITIONS		\$342.44	
	NEC MLINK 5000 SAT COMM SYS		\$0.00	
	NY OFFICE MAHOGANY EXEC DESK		\$253.46	
	RECOVER 2 CHAIRS		\$0.00	
	RECOVER 2 CHAIRS		\$0.00	
	RICOH IS-330DC DOCUMENT SCANNER AND 6' CABLE		\$0.00	
	SAFE		\$292.20	
	SATELLITE PHONE FOR JS - COMMERCIAL EQUIP - D. TANNOCK AMEX		\$831.00	
	SATURN M MARINE FAX\PHONE		\$0.00	
	SET UP SERVER IN NY OFFICE FOR LOCAL MAIL & SERVICES		\$0.00	
	SHARP 32' LCD TV MONITOR FOR JS		\$1,444.99	
SM CONF TABLE W\IRON BASE\BLACK MATTE FINISH		\$0.00		
SONY LAPTOP FOR JS		\$1,032.57		
STAT HERITAGE COLLECTION PHUKET THAILAND ANTIQUE		\$5,708.60		

Debtor

(if known)

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
28. OFFICE EQUIPMENT, FURNISHINGS, AND SUPPLIES.		STEELCASE FILING CABINET SYSTEM		\$282.56
		TOPAZ CTV 17"		\$1,008.00
		TURKISH CRYSTAL COVERED BOWL AND UNDERPLATE		\$5,412.50
		UNIVERSAL AUDIO & VIDEO - HD VIDEO RECORDER		\$932.57
		UNIVERSAL AUDIO & VIDEO CENTRE-SONY VAIO LAPTOP		\$185.33
		WORKSTATION-50% COMPLETE		\$85.61
		XEROX COLOR PRINTER - NY OFFICE		\$994.89
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			
34. FARM SUPPLIES, CHEMICALS, AND FEED.	X			
35. OTHER PERSONAL PROPERTY OF ANY KIND NOT ALREADY LISTED. ITEMIZE.		PREPAID DEPOSIT FOR MOISHE'S SELF STORAGE IN NY		\$450.00
		PREPAID REAL ESTATE TAXES TO SUFFOLK COUNTY NY		\$13,552.88
		PREPAID RENT TO NEW YORK STATE FOR PARCEL 1003		\$4,166.67
		PURCHASED PREPAID FLIGHTS FROM EOS AIRLINES THEN EOS AIRLINES WENT INTO BANKRUPTCY.		\$24,479.20
			Total	\$846,668,816.67

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

Debtor

(if known)

### 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 "Husband, Wife, Joint, or Community."

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

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim 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>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. MARLIN LEASING CORP. 300 FELLOWSHIP ROAD MT. LAUREL, NJ 08054			6/30/05, UCC FINANCING STATEMENT #52011980 FILED WITH DE SOS RE: NY TELEPHONE SYSTEM  VALUE Undetermined			X	\$2,707.17	\$0.00

Sheet no. 1 of 1 sheet(s) attached to Schedule of Creditors Holding Secured Claims

Subtotal (Total(s) of this page)	\$2,707.17	\$0.00
Total (Use only on the last page)	\$2,707.17	\$0.00

(Report also on Summary of Schedules.)

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

Debtor

(if known)

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

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

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

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

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule.

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 \$10,950\* 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).

Debtor

(if known)

**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.

Debtor

(if known)

**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>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. CALIFORNIA FRANCHISE TAX BOARD PO BOX 942857 SACRAMENTO, CA 94257-0501			12/15/2008 - FRANCHISE TAX LIABILITY	x	x	x	\$80,000.00	\$80,000.00	\$0.00

Subtotal	\$80,000.00	\$80,000.00	\$0.00
Total	\$80,000.00		
Totals		\$80,000.00	\$0.00

Debtor

(if known)

### SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

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

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER  <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
ADELINE CHOBOT-SPITZER, PR OF ARMAN DEL CIOPPA C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
AIS LIMOUSINE SERVICE CO. 640 SEAMAN AVE BALDWIN, NY 11510			AP TRADE				\$263.16
ACCOUNT NO.							
ALBERTO AND CECELIA LESLIE C/O WATERS & KRAUS 222 N. SEPULVEDA BLVD SUITE 1900 EL SEGUNDO, CA 90245			ALLEGED ASBESTOS EXPOSURE - CH WHEELER LINE	X	X	X	\$0.00
ACCOUNT NO.							
ANASTASIA MAZUR C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Subtotal

\$263.16
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Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER  (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
ANTHONY J. ANTONIOTTI C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
AUDREY RUDA C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
AVI JÜCHEN GMBH WIDDERSDORFER STRASSE 252 COLOGNE D-50933 GERMANY			LETTER OF COMFORT	X	X		\$33,658,000.00
ACCOUNT NO.							
AVI LAGERTECHNIC GMBH WIDDERSDORFER STRASSE 252 COLOGNE D-50933 GERMANY			LETTER OF COMFORT	X	X		\$9,340,000.00
ACCOUNT NO.							
BAHC II 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102			INTERCOMPANY ACCOUNTS PAYABLE				\$90,870,775.00
ACCOUNT NO.							
BANNER INDUSTRIAL PRODUCTS 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102			INTERCOMPANY ACCOUNTS PAYABLE				\$18,100.50
ACCOUNT NO.							
BLOOMBERG FINANCE L.P. 731 LEXINGTON AVE NEW YORK, NY 10022			AP TRADE				\$5,400.00
ACCOUNT NO.							
CAN, BURAK 109 LONG DRIVE HEMPSTEAD, NY 11550			03/17/09 - ACCRUED SEVERANCE				\$51,926.40
ACCOUNT NO.							
CARMELO AND SEBESBRINDA DURAN C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Subtotal

\$133,944,201.90

Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
CHARLES CUNDIFF C/O WATERS & KRAUS 222 N. SEPULVEDA BLVD SUITE 1900 EL SEGUNDO, CA 90245			ALLEGED ASBESTOS EXPOSURE - CH WHEELER LINE	X	X	X	\$0.00
ACCOUNT NO.							
CT CORP SYSTEM P.O. BOX 4349 CAROL STREAM, IL 60197			AP TRADE				\$103.00
ACCOUNT NO.							
DANIEL AND MARILYN SIMON C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
DANIEL CRANEY C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$2,500.00
ACCOUNT NO.							
DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$2,500.00
ACCOUNT NO.							
DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$1,000.00
ACCOUNT NO.							
DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$5,000.00

Subtotal

\$11,103.00

Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.  DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$1,000.00
ACCOUNT NO.  DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$2,500.00
ACCOUNT NO.  DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$2,500.00
ACCOUNT NO.  DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$2,500.00
ACCOUNT NO.  DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$5,000.00
ACCOUNT NO.  DANIEL LEBARD FLORIDALAAN 47 B-1180 BRUSSELS BELGIUM			AP TRADE				\$1,000.00
ACCOUNT NO.  DEBRA GOTTMAN, AS PR OF SUSAN BACALSOC/O RICHARD TURBIN, ESQ. TURBIN & CHU 737 BISHOP STREET SUITE 2730 MAUKA TOWER HONOLULU, HI 96813			ALLEGED ASBESTOS EXPOSURE - AIRCRAFT PRODUCTS	X	X	X	\$0.00
ACCOUNT NO.  DEBRA M. REIS C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Subtotal

\$14,500.00
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Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. D-M-E COMPANY C/O SANDBERG, PHOENIX & VON GONTARD ONE CITY CENTRE 15TH FLOOR ST. LOUIS, MO 63101			LITIGATION	X	X	X	\$0.00
ACCOUNT NO. DONALD AND PEGGY LANGSTON C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO. DONNA L. TUTTLE C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO. ESTATE OF JEFFREY J. STEINERC/O STEPHEN P. SORENSEN, ESQ. WILLIAMS & CONNOLLY LLP 725 TWELFTH STREET, N.W. WASHINGTON, DC 20005			LITIGATION	X	X	X	\$4,500,000.00
ACCOUNT NO. FAIRCHILD HOLDING CORP. 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102			INTERCOMPANY ACCOUNTS PAYABLE				\$663,849,370.99
ACCOUNT NO. FEDERICO AND ANNA GIUMENTA C/O WEITZ & LUXENBURG 180 MAIDEN LANE NEW YORK, NY 10038			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO. FEDEX P.O. BOX 371461 PITTSBURGH, PA 15250			AP TRADE				\$64.70
ACCOUNT NO. FEDEX P.O. BOX 371461 PITTSBURGH, PA 15250			AP TRADE				\$13.34

Subtotal

\$668,349,449.03

Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER  (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.  FEDEX P.O. BOX 371461 PITTSBURGH, PA 15250			AP TRADE				\$48.00
ACCOUNT NO.  FEDEX P.O. BOX 371461 PITTSBURGH, PA 15250			AP TRADE				\$72.24
ACCOUNT NO.  FEDEX P.O. BOX 371461 PITTSBURGH, PA 15250			AP TRADE				\$13.34
ACCOUNT NO.  FEDEX P.O. BOX 371461 PITTSBURGH, PA 15250			AP TRADE				\$15.91
ACCOUNT NO.  FIRST HORIZON HOME LOANS 4000 HORIZON WAY SUITE 150 IRVING, TX 75063			AP TRADE				\$33,576.81
ACCOUNT NO.  FIRST HORIZON HOME LOANS 4000 HORIZON WAY SUITE 150 IRVING, TX 75063			AP TRADE				\$33,576.81
ACCOUNT NO.  FIRST HORIZON HOME LOANS 4000 HORIZON WAY SUITE 150 IRVING, TX 75063			AP TRADE				\$33,576.81
ACCOUNT NO.  FIRST HORIZON HOME LOANS 4000 HORIZON WAY SUITE 150 IRVING, TX 75063			AP TRADE				\$39,729.71
ACCOUNT NO.  FRANCINE BRUCE TRAVIS C/O LEVY PHILLIPS & KONIGSBERG 800 THIRD AVE., 13TH FLOOR NEW YORK, NY 10022			ALLEGED ASBESTOS EXPOSURE - AIRCRAFT PRODUCTS	X	X	X	\$0.00

Subtotal

\$140,609.63
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Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
FRANCINE PELUSO C/O COHEN PLACITELLA & ROTH 127 MAPLE AVENUE RED BANK, NJ 7701			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
FRANK AND MAXINE KEENAN C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
FRANK AND PATRICIA DUCI C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
GINGER WOOD, AS PR OF HENRY L. WOOD C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
GLEN WITTING C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
GLENN MYLES 445 PARK AVE 10TH FLOOR NEW YORK, NY 10022			AP TRADE				\$2,500.00
ACCOUNT NO.							
GLENN MYLES 445 PARK AVE 10TH FLOOR NEW YORK, NY 10022			AP TRADE				\$5,000.00
ACCOUNT NO.							
HENRIETTA AND BRIAN SCHWEDA C/O LAW OFFICE OF JOSEPH J. RHOADES 1225 N KING ST STE 1200 WILMINGTON, DE 19801-3254			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
HOWARD AND MICHELLE BRINSON, JR. C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
HSBC TRINKAUS & BURKHARDT AG KÖNIGSALLE 21-23 DÜSSELDORF 40212 GERMANY			GUARANTY	X	X		\$6,604,000.00
ACCOUNT NO.							
HSBC TRINKAUS & BURKHARDT AG KÖNIGSALLE 21-23 DÜSSELDORF 40212 GERMANY			LOAN GUARANTY AGREEMENT	X	X		\$598,000.00
ACCOUNT NO.							
INTERSPORT FASHIONS WEST 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102			INTERCOMPANY ACCOUNTS PAYABLE				\$39,692,675.00
ACCOUNT NO.							
INTERSPORT FASHIONS WEST 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102			INTERCOMPANY ACCOUNTS PAYABLE				\$3,988,473.26
ACCOUNT NO.							
INTERSPORT FASHIONS WEST 2 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102			INTERCOMPANY ACCOUNTS PAYABLE				\$166,486,748.90
ACCOUNT NO.							
JAMES AND ETHEL AVERY C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
JAMES CARMICHAEL C/O BRAYTON & PURCELL 222 RUSH LANDING ROAD PO BOX 6169 NOVATO, CA 94948			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.  JAMES FARRIS C/O BRAYTON & PURCELL 222 RUSH LANDING ROAD PO BOX 6169 NOVATO, CA 94948			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.  JENNIFER CHEEK PRESUTTO C/O WATERS & KRAUS 222 N. SEPULVEDA BLVD SUITE 1900 EL SEGUNDO, CA 90245			ALLEGED ASBESTOS EXPOSURE - CH WHEELER LINE	X	X	X	\$0.00
ACCOUNT NO.  JOSEPH AND MARIA ROSE BARRESI C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.  JOSEPH CRISCI C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.  JOSEPH T. CHAPMAN, ESQ. SR. ASSISTANT ATTORNEY GENERAL COLLECTIONS ENFORCEMENT 150 E. GAY STREET, 21ST FLOOR COLUMBUS, OH 43215-3130			LITIGATION	X	X	X	\$0.00
ACCOUNT NO.  KATHLEEN CMELA, AS EXEC. OF FLOYD R. CMELA C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.  KENNETH AND LINDA BLOSCH C/O BRAYTON & PURCELL 215 SOUTH STATE STREET SUITE 900 SALT LAKE CITY, UT 84111			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.  KERMAN AND BEATRICE KORNWEISER C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Subtotal

\$0.00
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Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
LAWRENCE DALLARD C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
LORRAINE ROBERTS C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
MAE AND JOHN VAN BUREN C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
MAIROLL, INC. 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102			INTERCOMPANY ACCOUNTS PAYABLE				\$79,982,808.26
ACCOUNT NO.							
MANHATTAN MINI STORAGE 520 8TH AVE 19TH FLOOR NEW YORK, NY 10018			AP TRADE				\$347.00
ACCOUNT NO.							
MARIA CANGEMI C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
MARILYN PLOECKELMANN C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
MARLIN LEASING P.O. BOX 13604 PHILADELPHIA, PA 19101			AP TRADE				\$249.80
ACCOUNT NO.							
MARLIN LEASING P.O. BOX 13604 PHILADELPHIA, PA 19101			AP TRADE				\$902.39

Subtotal

\$79,984,307.45

Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. MARLIN LEASING P.O. BOX 13604 PHILADELPHIA, PA 19101			AP TRADE				\$902.39
ACCOUNT NO. MARLIN LEASING P.O. BOX 13604 PHILADELPHIA, PA 19101			AP TRADE				\$1,027.29
ACCOUNT NO. MARLIN LEASING P.O. BOX 13604 PHILADELPHIA, PA 19101			AP TRADE				\$902.39
ACCOUNT NO. MELLON BANK P.O. BOX 360857 PITTSBURGH, PA 15251			AP TRADE				\$5,367.72
ACCOUNT NO. NANCY ROURKE, AS EXEC. OF HUGH AND DOROTHY MCMUNN C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO. NATIONAL OCEANIC ATMOSPHERIC ADMINISTRATION (10.835%) 1401 CONSTITUTION AVENUE, NW ROOM 5128 WASHINGTON, DC 20230			AP TRADE				\$113.77
ACCOUNT NO. OHIO CASUALTY INSURANCE CO. C/O JONATHAN M. BRYAN, ESQ. MCNAMARA & MCNAMARA 88 E. BROAD STREET, SUITE 1250 COLUMBUS, OH 43215-6131			LITIGATION	X	X	X	\$0.00
ACCOUNT NO. ORVAL AND CHARLENE SNODGRASS C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Subtotal

\$8,313.56

Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
PATRICIA DEC, AS EXEC. OF JOSEPH F. DEC C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
PATRICIA VAN HOY C/O WATERS & KRAUS 222 N. SEPULVEDA BLVD SUITE 1900 EL SEGUNDO, CA 90245			ALLEGED ASBESTOS EXPOSURE - CH WHEELER LINE	X	X	X	\$0.00
ACCOUNT NO.							
PAUL AND JOANNE HANNON C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
PEERLESS INSURANCE CO. C/O KARL J. SUTTER, ESQ. PORTER, WRIGHT, MORRIS, & ASSOC. 41 SOUTH HIGH STREET, SUITE 2900 COLUMBUS, OH 43215-6194			LITIGATION	X	X	X	\$0.00
ACCOUNT NO.	X						
PENSION BENEFIT GUARANTY CORPORATION OFFICE OF THE CHIEF COUNSEL ATTN: SAMUEL C BATSALL, ESQ. 1200 K STREET, N.W. SUITE 340 WASHINGTON, DC 20005			DELINQUENT RETIREMENT PLAN CONTRIBUTIONS	x	x	x	\$1,956,670.00
ACCOUNT NO.							
PHILOMAE S. DONOVAN C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.							
PLYMOUTH LEASING CO 1750 TYSONS BLVD., SUITE 1400 MCLEAN, VA 22102			INTERCOMPANY ACCOUNTS PAYABLE				\$821,304.36
ACCOUNT NO.							
RICHARD AND LILLIAN PARSONS C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Subtotal

\$2,777,974.36

Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. RICHARD RUCYNSKI C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO. ROBERT AND NORNA WILLIAMS C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO. RUSSELL L. ROOD, JR., AS PR OF ROMEO POIRIER C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO. SARA J. DICKERMAN C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO. SELTZER, BENJAMIN 8 HORSESHOE LANE WESTPORT, CT 06880			03/17/09 - ACCRUED SEVERANCE				\$4,469.76
ACCOUNT NO. STADTSPARKASSE DÜSSELDORF BERLINER ALLE 33 DÜSSELDORF 40212 GERMANY			GUARANTY	X	X		\$6,604,000.00
ACCOUNT NO. STADTSPARKASSE DÜSSELDORF BERLINER ALLE 33 DÜSSELDORF 40212 GERMANY			LOAN GUARANTY AGREEMENT	X	X		\$598,000.00
ACCOUNT NO. STEPHEN AND ARLENE SHAKO C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Subtotal

\$7,206,469.76

Debtor

(if known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER  <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.  THOMAS J. MARANO C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.  THOMAS LEE AND MARY ETTA POPE C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.  TOUCHTEL TECHNOLOGY GROUP 50 BROAD ST SUITE 1715 NEW YORK, NY 10004			AP TRADE				\$1,785.28
ACCOUNT NO.  UNA F. MILLER C/O WATERS & KRAUS 222 N. SEPULVEDA BLVD SUITE 1900 EL SEGUNDO, CA 90245			ALLEGED ASBESTOS EXPOSURE - CH WHEELER LINE	X	X	X	\$0.00
ACCOUNT NO.  VIRGINIA FLOOD C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00
ACCOUNT NO.  WILLIAM AND CAROLINE MARKIE C/O BELLUCK & FOX 295 MADISON AVENUE, 37TH FLOOR NEW YORK, NY 10017			ALLEGED ASBESTOS EXPOSURE - PATTERSON PUMP	X	X	X	\$0.00

Subtotal

\$1,785.28

Total

\$1,109,816,374.29

Debtor

(if known)

**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.
8-33 40TH AVE RALTY LLV DBA MOISHE'S SELF STORAGE 8-33 40TH AVE LONG ISLAND, NY 11101	STORAGE CONTRACT NY
8-33 40TH AVE RALTY LLVDBA MOISHE'S SELF STORAGE 8-33 40TH AVE LONG ISLAND, NY 11101	STORAGE CONTRACT NY
ACE 436 WALNUT STREET PHILADELPHIA, PA 19106	UMBRELLA
AIRCRAFT BUILDERS COUNCIL, INC. 4248 PARK GLEN ROAD MINNEAPOLIS, MN 55416	AIRCRAFT PRODUCT LIABILITY
ALLIED WORLD NATIONAL ASSURANCE CO. 199 WATER STREET NEW YORK, NY 10038	DIRECTORS & OFFICERS LIABILITY
AMERICAN STOCK TRANSFER AND TRUST CO. 59 MAIDEN LANE NEW YORK, NY 10038	STOCK TRANSFER AGENT CONTRACT
AMERICAN STOCK TRANSFER AND TRUST CO. 59 MAIDEN LANE PLAZA LEVEL NEW YORK, NY 10038	STOCK TRANSFER AGENT CONTRACT
AON RISK SERVICES 55 EAST 52ND STREET NEW YORK, NY 10055	NATIONAL UNION- ARCH DOX0030159-00

Debtor

(if known)

**SCHEDULE G - EXECUTORY CONTRACTS AND 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.
AON RISK SERVICES 55 EAST 52ND STREET NEW YORK, NY 10055	NATIONAL UNION- AWAC C010536/001
AON RISK SERVICES 55 EAST 52ND STREET NEW YORK, NY 10055	NATIONAL UNION- AXIS RNN743351012008
AON RISK SERVICES 55 EAST 52ND STREET NEW YORK, NY 10055	NATIONAL UNION- LIMIT OF LIABILITY 00-167-90-31 10/13/08 - 10/13/09
AON RISK SERVICES 55 EAST 52ND STREET NEW YORK, NY 10055	NATIONAL UNION- NATIONAL SPECIALTY (IRONSHORE) TBD
AON RISK SERVICES 55 EAST 52ND STREET NEW YORK, NY 10055	NATIONAL UNION- XL SPECIALTY ELU107676-08
ARCH 3100 BROADWAY SUITE 511 KANSAS CITY, MO 64111	DIRECTORS & OFFICERS LIABILITY
AUTOMATED OFFICE PRODUCTS, INC. 9730 EE MARTIN LUTHER KING, JR. HWY LANHAM, MD 20706	COPIER MAINTENANCE CONTRACT - 1750 TYSONS BLVD.
AUTOMATED OFFICE PRODUCTS, INC. 9730 EE MARTIN LUTHER KING, JR. HWY LANHAM, MD 20706	COPIER MAINTENANCE CONTRACT - 1750 TYSONS BLVD.
AVIATION INTERNATIONAL NEWS	2009 ADVERTISING PROPOSAL AGREEMENT DATE - 2/18/2009
AXIS 300 CONNELL DRIVE CONNELL CORPORATE PARK BERKELEY HEIGHTS, NJ 7922	DIRECTORS & OFFICERS LIABILITY
CNA 40 WALL STREET NEW YORK, NY 10005	OCEAN CARGO & WAREHOUSE INVENTORY

Debtor

(if known)

**SCHEDULE G - EXECUTORY CONTRACTS AND 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.
COLONIAL PARKING, INC. 1050 THOMAS JEFFERSON STREET N.W. WASHINGTON, DC 20007-2837	LEASE OF PARKING SPACES FOR PREMISES AT 1750 TYSONS BLVD, SUITE 1400, MCLEAN, VA 22102
COLONIAL PARKING, INC. 1050 THOMAS JEFFERSON STREET N.W. SUITE 100 WASHINGTON, DC 20007-2837	LEASE OF PARKING SPACES FOR PREMISES AT 1750 TYSONS BLVD, SUITE 1400, MCLEAN, VA 22102
EMERALD MEDIA 1702 RALEIGH HILL ROAD VIENNA, VA 22182	2009 ADVERTISING BOOKING FORM AGREEMENT DATE - 1/16/2009
FIRST HORIZON HOME LOAN CORPORATION ATTN: RONALD BASTEK, CORP. REAL ESTATE 4000 HORIZON WAY IRVING, TX 75063	SUBLEASE OF PREMISES AT 1750 TYSONS BLVD, SUITE 1400, MCLEAN, VA 22102
FIRST HORIZON HOME LOAN CORPORATION ATTN: RONALD BASTEK, CORP. REAL ESTATE 4000 HORIZON WAY IRVING, TX 75063	SUBLEASE OF PREMISES AT 1750 TYSONS BLVD, SUITE 1400, MCLEAN, VA 22102
GLOBAL AEROSPACE 51 JOHN F. KENNEDY PARKWAY SHORT HILLS, NJ 07078	AIRCRAFT HULL
GREAT NORTHERN INSURANCE COMPANY 15 MOUNTAIN VIEW ROAD WARREN, NJ 7059	FOREIGN LIABILITY & FOREIGN PROPERTY
HARTFORD LIFE AND ACCIDENT INSURANCE CO. HARTFORD PLAZA HARTFORD, CT 06115	GROUP TRAVEL/ACCIDENT
INDEMNITY AGENCY	SPECIAL CRIME POLICY
IRON MOUNTAIN INFORMATION MANAGEMENT, INC. 8001 RESEARCH WAY SPRINGFIELD, VA 22153	1/14/04 CUSTOMER AGREEMENT RE OFFSITE DOCUMENT STORAGE
IRON MOUNTAIN INFORMATION MANAGEMENT, INC. 8001 RESEARCH WAY SPRINGFIELD, VA 22153	1/14/04 CUSTOMER AGREEMENT RE OFFSITE DOCUMENT STORAGE

Debtor

(if known)

**SCHEDULE G - EXECUTORY CONTRACTS AND 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.
IRONSHORE INSURANCE SERVICES, LLC 55 BROADWAY 12TH FLOOR NEW YORK, NY 10006	DIRECTORS & OFFICERS LIABILITY
JOHN FLYNN 861599 N. HAMPTON CLUB WAY FERANDINA BEACH, FL 32034	CONSULTING AGREEMENT
JOHN FLYNN 861599 N. HAMPTON CLUB WAY FERANDINA BEACH, FL 32034	CONSULTING AGREEMENT
LEXINGTON INSURANCE COMPANY 1700 MARKET STREET 20TH FLOOR, SUITE 2000 PHILADELPHIA, PA 19103	ALL RISK PROPERTY
LIBERTY MUTUAL P. O. BOX 85059 RICHMOND, VA 23261	WORKERS' COMPENSATION
LLOYDS ONE LIME STREET LONDON EC3M 7HA UNITED KINGDOM	AIRCRAFT PRODUCT LIABILITY
MANHATTAN MINI STORAGE LLC 420 EAST 62ND STREET NEW YORK, NY 10065	STORAGE CONTRACT NY
MANHATTAN MINI STORAGE LLC 420 EAST 62ND STREET NEW YORK, NY 10065	STORAGE CONTRACT NY
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	ACE- LIMIT OF LIABILITY XOO G2489664A 12/15/08 - 12/15/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	AIG/LEXINGTON INSURANCE- ALL RISK BLANKET (INCLUDING CALIFORNIA EARTHQUAKE) 21421651 3/1/09 - 3/1/010

Debtor

(if known)

**SCHEDULE G - EXECUTORY CONTRACTS AND 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.
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	AMERICAN INT'L- EMPLOYED LAWYERS ERRORS & OMISSIONS 00-669-81-56 8/1/08 - 10/13/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	CNA- OCEAN CARGO & WAREHOUSE INVENTORY OC245273 3/1/09 - 3/1/010
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	GLOBAL AEROSPACE- LIMIT OF LIABILITY FHL 10037806 7/31/08 - 7/31/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	GREAT NORTHERN (CHUBB GROUP)- LIMITS OF LIABILITY 35785319 12/15/08 - 12/15/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	HARTFORD INS. CO.- GROUP TRAVEL ETB 102811 4/24/2008 - 4/24/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	LIBERTY MUTUAL- STATUTORY - ALL STATES WC6-131-502640-048 12/15/08 - 12/15/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	LLOYD'S (ABC)- AIRCRAFT PRODUCTS AW016707 7/31/2008 - 7/31/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	NATIONAL UNION- COMPREHENSIVE CRIME 404-02-53 4/8/08 - 4/8/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	NATIONAL UNION- EMPLOYMENT PRACTICES LIABILITY 01-546-03-68 2/4/2009 2/4/10

Debtor

(if known)

**SCHEDULE G - EXECUTORY CONTRACTS AND 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.
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	NATIONAL UNION- LIMIT OF LIABILITY 429 50 75 4/15/08 - 4/15/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	PROFESSIONAL- LIMITS OF LIABILITY 202338-015 9/15/ 08 - 9/15/11
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	TWIN CITY FIRE, (HARTFORD)- AGGREGATE
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	TWIN CITY FIRE, (HARTFORD)- DEDUCTIBLE FOR DISCONTINUED OPERATIONS
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	TWIN CITY FIRE, (HARTFORD)- DEDUCTIBLE FOR ONGOING OPERATIONS
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	TWIN CITY FIRE, (HARTFORD)- OCCURRENCE 10 ECS OA9269 12/15/08 - 12/15/09
MARSH USA INC. 1255 23RD ST., N.W, SUITE 400 P.O. BOX ONE WASHINGTON, DC 20037	TWIN CITY, (HARTFORD)- LIMIT OF LIABILITY 10 UEN TS1005 12/15/08 - 12/15/09
MARY SHAW 134 LAUREN CT FREDERICK, MD 21703	CONSULTING AGREEMENT
MARY SHAW 134 LAUREN CT FREDERICK, MD 21703	CONSULTING AGREEMENT
NATIONAL UNION FIRE INS. CO. OF PITTSBURGH, PA 175 WATER STREET NEW YORK, NY 10038	COMPREHENSIVE CRIME

Debtor

(if known)

**SCHEDULE G - EXECUTORY CONTRACTS AND 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.
NATIONAL UNION FIRE INS. CO. OF PITTSBURGH, PA 175 WATER STREET NEW YORK, NY 10038	DIRECTORS & OFFICERS LIABILITY
NATIONAL UNION FIRE INS. CO. OF PITTSBURGH, PA 175 WATER STREET NEW YORK, NY 10038	EMPLOYED LAWYERS ERRORS & OMISSIONS
NATIONAL UNION FIRE INS. CO. OF PITTSBURGH, PA 1650 MARKET STREET SUITE 3700 PHILADELPHIA, PA 19103	EMPLOYMENT PRACTICES LIABILITY
NATIONAL UNION FIRE INS. CO. OF PITTSBURGH, PA 175 WATER STREET NEW YORK, NY 10038	FIDUCIARY LIABILITY
NEW YORK STATE DEPARTMENT OF TRANSPORTATION STATE CAMPUS, BUILDING 5 1220 WASHINGTON AVENUE ALBANY, NY 12232	6/30/2004 AGREEMENT IN LIEU OF CONDEMNATION
NEW YORK STATE DEPARTMENT OF TRANSPORTATION STATE CAMPUS, BUILDING 5 1220 WASHINGTON AVENUE ALBANY, NY 12232	6/30/2004 AGREEMENT IN LIEU OF CONDEMNATION
PITNEY BOWES GLOBAL FINANCIAL SERVICES LLC ATTN TOM WEST 404 S. HOLLAND WICHITA, KS 67209	LEASE AGREEMENT DATE - 3/1/2007
RHK CONSULTING LLC 210 S. MARKET STREET FREDERICK, MD 21701	CONSULTING AGREEMENT
SUSAN HALL 10 HOLDEN STREET NORTH ADAMS, MA 01247	CONSULTING AGREEMENT
TWIN CITY FIRE INSURANCE COMPANY HARTFORD PLAZA HARTFORD, CT 06115	BUSINESS AUTO

Debtor

(if known)

**SCHEDULE G - EXECUTORY CONTRACTS AND 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.
TWIN CITY FIRE INSURANCE COMPANY HARTFORD PLAZA HARTFORD, CT 06115	GENERAL LIABILITY
U.S. SPECIALTY INSURANCE CO., PROFESSIONAL 37 RADIO CIRCLE DRIVE MT. KISCO, NY 10549	SPECIAL CRIME POLICY
USTA INC. ATTN: CHIEF EXECUTIVE, PROF. TENNIS 70 WEST RED OAK LANE WHITE PLAINS, NY	8/11/2006 LUXURY SUITE LICENSE AGREEMENT
USTA INC. ATTN: CHIEF EXECUTIVE, PROF. TENNIS 70 WEST RED OAK LANE WHITE PLAINS, NY	8/11/2006 LUXURY SUITE LICENSE AGREEMENT
WELLS FARGO FINANCIAL LEASING, INC. P.O. BOX 14546 DES MOINES, IA 50306	LEASE OF 2 HP LASERJET 9050S - LOCATED AT 1750 TYSONS BLVD.ACCT # 006-6013306
WELLS FARGO FINANCIAL LEASING, INC. P.O. BOX 14546 DES MOINES, IA 50306	LEASE OF 2 HP LASERJET 9050S - LOCATED AT 1750 TYSONS BLVD.ACCT # 006-6013306
XEROX	NY OFFICE COPIER AND FAX MACHINE LEASE
XEROX	NY OFFICE COPIER AND FAX MACHINE LEASE
XL SPECIALTY 100 CONSTITUTION PLAZA 17TH FLOOR HARTFORD, CT 6103	DIRECTORS & OFFICERS LIABILITY

Debtor

(if known)

**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 the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
REPUBLIC THUNDERBOLT WEST, LLC 1750 TYSONS BLVD, SUITE 1400 MCLEAN, VA 22102	ACADIA STRATEGIC OPPORTUNITY FUND III LLC 1311 MAMARONECK AVE., SUITE 260 ATTN: ROBERT MASTERS, ESQ. WHITE PLAINS, NY 10605
FAIRCHILD REALTY INC 1750 TYSONS BLVD, SUITE 1400 MCLEAN, VA 22102	INTRUST BANK, N.A. 105 N. MAIN P.O. BOX ONE WICHITA, KS 67202
FAIRCHILD SPORTS USA, INC. 1750 TYSONS BLVD, SUITE 1400 MCLEAN, VA 22102	PENSION BENEFIT GUARANTY CORPORATION OFFICE OF THE CHIEF COUNSEL ATTN: SAMUEL C BATSALL, ESQ. 1200 K STREET, N.W. SUITE 340 WASHINGTON, DC 20005
MATRIX AVIATION INC 1701 SOUTH HOOVER WICHITA, KS 67209	PENSION BENEFIT GUARANTY CORPORATION OFFICE OF THE CHIEF COUNSEL ATTN: SAMUEL C BATSALL, ESQ. 1200 K STREET, N.W. SUITE 340 WASHINGTON, DC 20005
PROFESSIONAL AIRCRAFT ACCESSORIES INC 7035 CENTER LANE TITUSVILLE, FL 32780	PENSION BENEFIT GUARANTY CORPORATION OFFICE OF THE CHIEF COUNSEL ATTN: SAMUEL C BATSALL, ESQ. 1200 K STREET, N.W. SUITE 340 WASHINGTON, DC 20005
PROFESSIONAL AVIATION ASSOCIATES INC 4694 AVIATION PKWY ATLANTA, GA 30349	PENSION BENEFIT GUARANTY CORPORATION OFFICE OF THE CHIEF COUNSEL ATTN: SAMUEL C BATSALL, ESQ. 1200 K STREET, N.W. SUITE 340 WASHINGTON, DC 20005
BANNER AEROSPACE HOLDING COMPANY I, INC. 1750 TYSONS BLVD, SUITE 1400 MCLEAN, VA 22102	PNC BANK, N.A. 100 WEST ROAD, SUITE 319 ATTN: JAMES P. SIERAKOWSKI TOWSON, MD 21204
DAC INTERNATIONAL INC 6702 NCNEIL DRIVE AUSTIN, TX 78628	PNC BANK, N.A. 100 WEST ROAD, SUITE 319 ATTN: JAMES P. SIERAKOWSKI TOWSON, MD 21204
MATRIX AVIATION INC 1701 SOUTH HOOVER WICHITA, KS 67209	PNC BANK, N.A. 100 WEST ROAD, SUITE 319 ATTN: JAMES P. SIERAKOWSKI TOWSON, MD 21204

In re **FAIRCHILD CORPORATION**

Case No. **09-10899**

Debtor

(if known)

## **SCHEDULE H - CODEBTORS**

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
NASAM INC 601 GATEWAY BOULEVARD S.SAN FRANCISCO, CA 94080	PNC BANK, N.A. 100 WEST ROAD, SUITE 319 ATTN: JAMES P. SIERAKOWSKI TOWSON, MD 21204
PROFESSIONAL AIRCRAFT ACCESSORIES INC 7035 CENTER LANE TITUSVILLE, FL 32780	PNC BANK, N.A. 100 WEST ROAD, SUITE 319 ATTN: JAMES P. SIERAKOWSKI TOWSON, MD 21204
PROFESSIONAL AVIATION ASSOCIATES INC 4694 AVIATION PKWY ATLANTA, GA 30349	PNC BANK, N.A. 100 WEST ROAD, SUITE 319 ATTN: JAMES P. SIERAKOWSKI TOWSON, MD 21204

In re FAIRCHILD CORPORATION

Debtor

Case No. 09-10899

(if known)

## DECLARATION CONCERNING DEBTOR'S SCHEDULES

### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, Michael L. McDonald, the Director and Vice President of Fairchild Corporation, declare under penalty of perjury that I have read the foregoing summary and schedules and that they are true and correct to the best of my knowledge, information, and belief.

Date May 18, 2009

Signature /s/ Michael L. McDonald

Michael L. McDonald

[Print or type name of individual signing on behalf of debtor.]

Director and Vice President

[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.