

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In re	)	
	)	Chapter 11
Freedom Newspapers, Inc.	)	
	)	Case No: 09-13066 (BLS)
	)	
Debtor.	)	

**STATEMENT OF FINANCIAL AFFAIRS**

Freedom Newspapers, Inc. (the "Debtor") hereby submits its Statement of Financial Affairs (the "Statements") pursuant to 11 U.S.C. § 521 and Fed. R. Bankr. P. 1007.

The Debtor has compiled the information contained in the Schedules based on its books and records maintained in the ordinary course of business.

The Statements remain subject to further review and verification by the Debtor. Subsequent information may result in material changes in financial or other data contained in the Schedules. The Debtor reserves the right to amend the Statements from time to time as may be necessary or appropriate.

**Declaration**

I, Mark A. McEachen, in my capacity as a director, officer or authorized person acting on behalf of the Debtor, declare under penalty of perjury that I have reviewed the information contained in these Statements, and subject to any and all notes applicable to the Statements and my reliance on the Debtor's personnel, with the assistance of the Debtors' advisors, to the extent involved in the preparation of these Statements, that they are true and correct to the best of my knowledge, information and belief.

Dated: October 24, 2009

  
Signature

Name: Mark A. McEachen

Title: Senior Vice President & Chief Financial Officer  
Freedom Communications Holdings, Inc.

**STATEMENT OF FINANCIAL AFFAIRS**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

**Chapter 11**

**In re: Freedom Newspapers, Inc.**  
Debtor.

**Case Number 09-13066**

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

**See attachment 1 of the Statement of Financial Affairs**

**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 year** immediately preceding the commencement of this case. Give particular 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).

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### 3. Payments to Creditors

*Complete a. or b., as appropriate, and c.*

None  *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 asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and 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.)

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None  *b. Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**See attachment 3b of the Statement of Financial Affairs**

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

**See attachment 3c of the Statement of Financial Affairs**

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### 4. Suits, 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.)

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

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**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.)

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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.)

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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.)

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**7. Gifts**

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

**See attachment 7 of the Statement of Financial Affairs**

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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.)

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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, or consultation concerning debt consolidation, relief under the bankruptcy laws, preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

**See Attachment 9 of the Statement of Financial Affairs for Freedom Communications, Inc., for payments made on behalf of Freedom Communications, Inc. and the affiliated Debtors.**

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**10. Other transfers**

None  
 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.)

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None  
 b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

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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.)

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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.)

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**13. Setoffs**

None  
 List all setoffs made by any creditor, including a bank, against debts 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 either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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**14. Property held for another person**

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

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**15. Prior address of debtor**

None  
 If the debtor has moved within the **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.

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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 this 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.

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**17. Environmental Information**

For the purposes of this questions, the following definitions apply:

"Environmental Law" means any federal, state, of 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.

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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.

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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.

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None  
 c. List all judicial or administrative proceedings, including settlements or order, 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.

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**18. Nature, location, and names of business**

None  
 a. *If the debtor is an individual*, list the names, addresses and 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, partnership, sole proprietorship, or was a self-employed professional within the **six-years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting of equity securities within the **six-years** immediately preceding the commencement of this case

*If the debtor is a partnership*, list the names, addresses and 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 securities, within the **six-years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses and 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 securities, within the **six-years** immediately preceding the commencement of this case.

**See attachment 18a of the Statement of Financial Affairs**

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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.

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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 the **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 sold proprietor or otherwise 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 the 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.)*

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

None

a. List all bookkeepers and accountants who within the **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

**Nancy S. Trillo, Vice President, Enterprise Finance, Controller & Treasurer of Freedom Communications Holdings, Inc., the parent corporation of all Debtors. There may be additional employees who help maintain the books under supervision.**

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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 AND ADDRESS**

**Deloitte & Touche LLP,  
695 Town Center Dr.,  
Suite 1200, Costa Mesa,  
CA 92626**

**DATES SERVICES RENDERED**

**2007 to Present**

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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.

**Nancy S. Trillo, Vice President, Enterprise Finance, Controller & Treasurer of Freedom Communications Holdings, Inc., the parent corporation of all Debtors. There may be additional employees who help maintain the books under supervision.**

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None

d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the **two years** immediately preceding the commencement of this case by the debtor.

**During the applicable period, Freedom Communications Holdings, Inc., the Debtors' parent company has periodically submitted its consolidated financial statements to its primary lenders, insurance carriers, and, in certain circumstances to other parties in the ordinary course of business, including in support of requests for extensions of trade credit and in connection with investor relations correspondence. Additionally, the Debtor may have provided financial statements to various third parties in connection with potential asset purchases or sales and evaluating prospective business relationships. A list of recipients is available upon request.**

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**20. Inventories**

None

a. List the dates of the last two inventories taken of the debtor's property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

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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.

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

None

a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

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 of more of the voting or equity securities of the corporation.

**See attachment 21b of the Statement of Financial Affairs**

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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.

None

b. If the debtor is a corporation, list all officers, or directors whose relationships with the corporation terminated within **one year** immediately preceding the commencement of this case.

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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.

**See attachment 3c of the Statement of Financial Affairs**

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**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 the **six-years** immediately preceding the commencement of this case.

**See attachment 24 of the Statement of Financial Affairs**

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**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 this case.

**1. Income from employment or operation of business.**

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<u>Year</u>	<u>Amount</u>
12/31/2007 Revenue	\$375,000
12/31/2008 Revenue	\$0
8/31/2009 YTD Revenue	\$0

3b. Payments made to creditors within the period June 3, 2009 through August 31, 2009

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
ABITIBI CONSOLIDATED SALES CORP	55 E CAMPERDOWN WAY	GREENVILLE, SC 29602-1028	6/26/2009	06573	\$374,396	
ABITIBI CONSOLIDATED SALES CORP	55 E CAMPERDOWN WAY	GREENVILLE, SC 29602-1028	7/29/2009	10150	\$352,053	
ABITIBI CONSOLIDATED SALES CORP	55 E CAMPERDOWN WAY	GREENVILLE, SC 29602-1028	8/28/2009	123362	\$186,551	
<b>TOTAL ABITIBI CONSOLIDATED SALES CORP</b>						<b>\$913,000</b>
AMERICAN PROFILE	PUBLISHING GROUP OF AMERICA 341 COOL SPRINGS BLVD STE 400	FRANKLIN, TN 37067	8/10/2009	449449	\$2,688	
AMERICAN PROFILE	PUBLISHING GROUP OF AMERICA 341 COOL SPRINGS BLVD STE 400	FRANKLIN, TN 37067	8/31/2009	456070	\$3,360	
<b>TOTAL AMERICAN PROFILE</b>						<b>\$6,048</b>
AT&T MOBILITY-CINGULAR WIRELESS	PO BOX 78405	PHOENIX, AZ 85062-8405	6/11/2009	432633	\$2,252	
AT&T MOBILITY-CINGULAR WIRELESS	PO BOX 78405	PHOENIX, AZ 85062-8405	6/29/2009	435947	\$3,264	
AT&T MOBILITY-CINGULAR WIRELESS	PO BOX 78405	PHOENIX, AZ 85062-8405	8/12/2009	449069	\$3,443	
<b>TOTAL AT&amp;T MOBILITY-CINGULAR WIRELESS</b>						<b>\$8,958</b>
BANK OF NEW YORK MELLON	PO BOX 360528M	PITTSBURGH, PA 15251-6528	7/24/2009	444851	\$12,016	
BANK OF NEW YORK MELLON	PO BOX 360528M	PITTSBURGH, PA 15251-6528	8/7/2009	121364	\$10,703	
<b>TOTAL BANK OF NEW YORK MELLON</b>						<b>\$22,719</b>
BEEBE- JEANNE - 505639	808 E BUCKHILL RD	FRESNO, CA 93720	6/10/2009	04518	\$1,611	
BEEBE- JEANNE - 505639	808 E BUCKHILL RD	FRESNO, CA 93720	6/11/2009	04822	\$2,355	
BEEBE- JEANNE - 505639	808 E BUCKHILL RD	FRESNO, CA 93720	7/16/2009	08946	\$2,020	
BEEBE- JEANNE - 505639	808 E BUCKHILL RD	FRESNO, CA 93720	7/30/2009	10337	\$1,499	
BEEBE- JEANNE - 505639	808 E BUCKHILL RD	FRESNO, CA 93720	8/14/2009	121918	\$2,681	
BEEBE- JEANNE - 505639	808 E BUCKHILL RD	FRESNO, CA 93720	8/28/2009	123523	\$1,142	
<b>TOTAL BEEBE- JEANNE - 505639</b>						<b>\$11,307</b>
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	6/10/2009	04497	\$314	
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	6/18/2009	05787	\$1,384	
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	6/25/2009	06500	\$1,133	
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	7/9/2009	08060	\$2,054	
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	7/23/2009	09768	\$2,289	
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	7/30/2009	10274	\$722	
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	8/7/2009	121136	\$466	
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	8/14/2009	121874	\$2,122	
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	8/20/2009	122851	\$625	
BLAKELEY- GARY - 040690	2595 HEATHROW DR	COLORADO SPRINGS, CO 80920	8/28/2009	123459	\$2,554	
<b>TOTAL BLAKELEY- GARY - 040690</b>						<b>\$13,662</b>
BLUE HERON PAPER COMPANY	419 MAIN ST	OREGON CITY, OR 97045	6/26/2009	06567	\$14,212	
BLUE HERON PAPER COMPANY	419 MAIN ST	OREGON CITY, OR 97045	7/29/2009	10144	\$14,647	
BLUE HERON PAPER COMPANY	419 MAIN ST	OREGON CITY, OR 97045	8/28/2009	123357	\$161,371	
<b>TOTAL BLUE HERON PAPER COMPANY</b>						<b>\$190,229</b>
BOISE WHITE PAPER LLC	PO BOX 60000	SAN FRANCISCO, CA 94160	7/29/2009	10153	\$19,306	
BOISE WHITE PAPER LLC	PO BOX 60000	SAN FRANCISCO, CA 94160	8/28/2009	123356	\$121,820	
<b>TOTAL BOISE WHITE PAPER LLC</b>						<b>\$141,126</b>
BOTTOMLEY & ASSOCIATES LLC	PO BOX 7399 PMB# 382 400 N PARK AVE STE 10B	BRECKENRIDGE, CO 80424-7399	8/14/2009	122023	\$23,485	
<b>TOTAL BOTTOMLEY &amp; ASSOCIATES LLC</b>						<b>\$23,485</b>
BOWATER AMERICA INC	55 E CAMPERDOWN WAY	GREENVILLE, SC 29602-1028	6/26/2009	06574	\$614,644	
BOWATER AMERICA INC	55 E CAMPERDOWN WAY	GREENVILLE, SC 29602-1028	7/29/2009	10151	\$700,565	
BOWATER AMERICA INC	55 E CAMPERDOWN WAY	GREENVILLE, SC 29602-1028	8/28/2009	123363	\$523,688	
<b>TOTAL BOWATER AMERICA INC</b>						<b>\$1,838,896</b>
CATALYST PAPER (USA) INC	1011 WESTERN AVE STE 700	SEATTLE, WA 98104	6/26/2009	06569	\$321,195	
CATALYST PAPER (USA) INC	1011 WESTERN AVE STE 700	SEATTLE, WA 98104	7/29/2009	10146	\$43,036	

3b. Payments made to creditors within the period June 3, 2009 through August 31, 2009

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
<b>TOTAL CATALYST PAPER (USA) INC</b>						<b>\$364,231</b>
CREATORS SYNDICATE INC	5777 W CENTURY BLVD STE 700	LOS ANGELES, CA 90045	6/16/2009	05240	\$738	
CREATORS SYNDICATE INC	5777 W CENTURY BLVD STE 700	LOS ANGELES, CA 90045	7/23/2009	09580	\$738	
CREATORS SYNDICATE INC	5777 W CENTURY BLVD STE 700	LOS ANGELES, CA 90045	8/14/2009	122090	\$922	
<b>TOTAL CREATORS SYNDICATE INC</b>						<b>\$2,398</b>
CUMMINGS~ WILLIAM (BILL)	,		6/24/2009	06263	\$3,756	
CUMMINGS~ WILLIAM (BILL)	,		7/9/2009	08101	\$3,245	
CUMMINGS~ WILLIAM (BILL)	,		7/30/2009	10331	\$2,000	
CUMMINGS~ WILLIAM (BILL)	,		8/14/2009	121914	\$1,255	
CUMMINGS~ WILLIAM (BILL)	,		8/28/2009	123516	\$981	
<b>TOTAL CUMMINGS~ WILLIAM (BILL)</b>						<b>\$11,239</b>
DECISION TOOLBOX INC	2892 BELLFLOWER BLVD STE 472	LONG BEACH, CA 90815	6/23/2009	06114	\$975	
DECISION TOOLBOX INC	2892 BELLFLOWER BLVD STE 472	LONG BEACH, CA 90815	6/25/2009	06318	\$6,000	
DECISION TOOLBOX INC	2892 BELLFLOWER BLVD STE 472	LONG BEACH, CA 90815	7/1/2009	06931	\$700	
DECISION TOOLBOX INC	2892 BELLFLOWER BLVD STE 472	LONG BEACH, CA 90815	7/16/2009	08690	\$600	
DECISION TOOLBOX INC	2892 BELLFLOWER BLVD STE 472	LONG BEACH, CA 90815	7/30/2009	10539	\$1,200	
DECISION TOOLBOX INC	2892 BELLFLOWER BLVD STE 472	LONG BEACH, CA 90815	8/14/2009	122116	\$200	
DECISION TOOLBOX INC	2892 BELLFLOWER BLVD STE 472	LONG BEACH, CA 90815	8/20/2009	123071	\$450	
<b>TOTAL DECISION TOOLBOX INC</b>						<b>\$10,125</b>
FORCEY~ ROBERT	,		6/10/2009	04514	\$1,945	
FORCEY~ ROBERT	,		6/25/2009	06530	\$2,520	
FORCEY~ ROBERT	,		7/23/2009	09810	\$1,587	
FORCEY~ ROBERT	,		7/30/2009	10329	\$498	
<b>TOTAL FORCEY~ ROBERT</b>						<b>\$6,550</b>
FRANCHISE TAX BOARD - Garnisher	PO BOX 942867	SACRAMENTO, CA 94267-0011	6/12/2009	424776	\$918	
<b>TOTAL FRANCHISE TAX BOARD - Garnisher</b>						<b>\$918</b>
GILBERT~ BRYAN J	,		6/18/2009	05828	\$2,039	
GILBERT~ BRYAN J	,		7/16/2009	08949	\$1,961	
GILBERT~ BRYAN J	,		7/30/2009	10338	\$3,285	
GILBERT~ BRYAN J	,		8/20/2009	122894	\$2,815	
<b>TOTAL GILBERT~ BRYAN J</b>						<b>\$10,100</b>
GRANITE TELECOMMUNICATIONS	PO BOX 1405	LEWISTON, ME 04243-1405	6/12/2009	04986	\$159	
GRANITE TELECOMMUNICATIONS	PO BOX 1405	LEWISTON, ME 04243-1405	7/16/2009	08896	\$166	
GRANITE TELECOMMUNICATIONS	PO BOX 1405	LEWISTON, ME 04243-1405	8/17/2009	122206	\$313	
<b>TOTAL GRANITE TELECOMMUNICATIONS</b>						<b>\$638</b>
HICKS~ TERESA - 505630	,		6/24/2009	06264	\$3,191	
HICKS~ TERESA - 505630	,		7/1/2009	07398	\$2,139	
HICKS~ TERESA - 505630	,		7/16/2009	08942	\$2,169	
HICKS~ TERESA - 505630	,		8/7/2009	121249	\$2,496	
HICKS~ TERESA - 505630	,		8/20/2009	122891	\$1,818	
<b>TOTAL HICKS~ TERESA - 505630</b>						<b>\$11,812</b>
HIEBELER~ DAVID - 505551	7133 W VIRGINIA AVE APT 303	LAKWOOD, CO 80226	6/10/2009	04516	\$2,265	
HIEBELER~ DAVID - 505551	7133 W VIRGINIA AVE APT 303	LAKWOOD, CO 80226	6/25/2009	06532	\$2,390	
HIEBELER~ DAVID - 505551	7133 W VIRGINIA AVE APT 303	LAKWOOD, CO 80226	7/9/2009	08106	\$530	
HIEBELER~ DAVID - 505551	7133 W VIRGINIA AVE APT 303	LAKWOOD, CO 80226	7/16/2009	08939	\$2,681	
HIEBELER~ DAVID - 505551	7133 W VIRGINIA AVE APT 303	LAKWOOD, CO 80226	7/23/2009	09816	\$1,613	
HIEBELER~ DAVID - 505551	7133 W VIRGINIA AVE APT 303	LAKWOOD, CO 80226	7/30/2009	10336	\$668	
HIEBELER~ DAVID - 505551	7133 W VIRGINIA AVE APT 303	LAKWOOD, CO 80226	8/14/2009	121917	\$407	
HIEBELER~ DAVID - 505551	7133 W VIRGINIA AVE APT 303	LAKWOOD, CO 80226	8/28/2009	123521	\$1,570	

3b. Payments made to creditors within the period June 3, 2009 through August 31, 2009

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
<b>TOTAL HIEBELER~ DAVID - 505551</b>						<b>\$12,124</b>
HOWE SOUND PULP & PAPER LTD PARTNERSHIP	208-9440 202 ST	LANGLEY BC, V1M 4A6	6/26/2009	06572	\$290,183	
HOWE SOUND PULP & PAPER LTD PARTNERSHIP	208-9440 202 ST	LANGLEY BC, V1M 4A6	7/29/2009	10149	\$557,911	
HOWE SOUND PULP & PAPER LTD PARTNERSHIP	208-9440 202 ST	LANGLEY BC, V1M 4A6	8/28/2009	123361	\$30,699	
<b>TOTAL HOWE SOUND PULP &amp; PAPER LTD PARTNERSHIP</b>						<b>\$878,793</b>
INLAND EMPIRE PAPER CO	3320 N ARGONNE	SPOKANE, WA 99212	6/26/2009	06576	\$157,743	
INLAND EMPIRE PAPER CO	3320 N ARGONNE	SPOKANE, WA 99212	7/29/2009	10152	\$168,042	
INLAND EMPIRE PAPER CO	3320 N ARGONNE	SPOKANE, WA 99212	7/31/2009	10599	\$3,100	
INLAND EMPIRE PAPER CO	3320 N ARGONNE	SPOKANE, WA 99212	8/28/2009	123364	\$408,514	
<b>TOTAL INLAND EMPIRE PAPER CO</b>						<b>\$737,399</b>
JAY~ STEVE K - 504570	3930 CARSON CUTOFF	MARTINEZ, GA 30907	6/25/2009	06527	\$7,177	
JAY~ STEVE K - 504570	3930 CARSON CUTOFF	MARTINEZ, GA 30907	7/23/2009	09805	\$2,228	
JAY~ STEVE K - 504570	3930 CARSON CUTOFF	MARTINEZ, GA 30907	8/20/2009	122883	\$2,522	
<b>TOTAL JAY~ STEVE K - 504570</b>						<b>\$11,927</b>
JEONJU PAPER CORPORATION	6TH FLOOR KCCI BUILDING 45 4-GA NAMDAEMUNRO	JUNG-GU, SEOUL, KOREA 100-743	6/2/2009	Wire	\$212,450	
JEONJU PAPER CORPORATION	6TH FLOOR KCCI BUILDING 45 4-GA NAMDAEMUNRO	JUNG-GU, SEOUL, KOREA 100-743	7/29/2009	Wire	\$308,574	
JEONJU PAPER CORPORATION	6TH FLOOR KCCI BUILDING 45 4-GA NAMDAEMUNRO	JUNG-GU, SEOUL, KOREA 100-743	8/27/2009	Wire	\$292,104	
<b>TOTAL JEONJU PAPER CORPORATION</b>						<b>\$813,128</b>
K GROUP INC	27197 N 90TH ST	SCOTTDALE, AZ 85262	7/20/2009	440927	\$4,529	
K GROUP INC	27197 N 90TH ST	SCOTTDALE, AZ 85262	8/31/2009	452911	\$53,634	
<b>TOTAL K GROUP INC</b>						<b>\$58,163</b>
KID SCOOP	PO BOX 1802	SONOMA, CA 95476	8/20/2009	122959	\$4,850	
KID SCOOP	PO BOX 1802	SONOMA, CA 95476	8/28/2009	123569	\$2,160	
<b>TOTAL KID SCOOP</b>						<b>\$7,010</b>
LOCAL.COM CORPORATION	1 TECHNOLOGY DR, BLDG G	IRVINE, CA 92618	6/11/2009	04669	\$3,850	
LOCAL.COM CORPORATION	1 TECHNOLOGY DR, BLDG G	IRVINE, CA 92618	7/16/2009	08720	\$4,095	
LOCAL.COM CORPORATION	1 TECHNOLOGY DR, BLDG G	IRVINE, CA 92618	8/14/2009	122146	\$5,092	
<b>TOTAL LOCAL.COM CORPORATION</b>						<b>\$13,038</b>
MCKINNON~ FLANN	*	,	6/10/2009	04519	\$2,274	
MCKINNON~ FLANN	*	,	6/11/2009	04823	\$1,421	
MCKINNON~ FLANN	*	,	6/24/2009	06266	\$1,752	
MCKINNON~ FLANN	*	,	7/9/2009	08108	\$2,499	
MCKINNON~ FLANN	*	,	7/23/2009	09819	\$1,617	
MCKINNON~ FLANN	*	,	8/7/2009	121253	\$1,821	
MCKINNON~ FLANN	*	,	8/14/2009	121919	\$813	
MCKINNON~ FLANN	*	,	8/20/2009	122893	\$1,072	
MCKINNON~ FLANN	*	,	8/28/2009	123524	\$1,269	
<b>TOTAL MCKINNON~ FLANN</b>						<b>\$14,539</b>
MEDIA PROCUREMENT SERVICES INC	PO BOX 360033	PITTSBURG, PA 15251-6033	6/3/2009	03833	\$23,893	
<b>TOTAL MEDIA PROCUREMENT SERVICES INC</b>						<b>\$23,893</b>
NELSON~ CAROLINE	913 SPLENDOR PT	FLORISSANT, CO 80816	6/11/2009	04832	\$4,432	
<b>TOTAL NELSON~ CAROLINE</b>						<b>\$4,432</b>
NORTH PACIFIC PAPER CORPORATION	FILE 55382	LOS ANGELES, CA 90074-5382	6/26/2009	06568	\$523,033	
NORTH PACIFIC PAPER CORPORATION	FILE 55382	LOS ANGELES, CA 90074-5382	7/27/2009	10022	\$19,815	
NORTH PACIFIC PAPER CORPORATION	FILE 55382	LOS ANGELES, CA 90074-5382	7/29/2009	10145	\$510,241	
NORTH PACIFIC PAPER CORPORATION	FILE 55382	LOS ANGELES, CA 90074-5382	8/28/2009	123358	\$622,641	

3b. Payments made to creditors within the period June 3, 2009 through August 31, 2009

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
<b>TOTAL NORTH PACIFIC PAPER CORPORATION</b>						<b>\$1,675,730</b>
PAGE COOPERATIVE - NET 30	PO BOX 95000-1270	PHILADELPHIA, PA 19195-0001	7/16/2009	08598	\$5,862	
<b>TOTAL PAGE COOPERATIVE - NET 30</b>						<b>\$5,862</b>
PAPEX INC	1100 CENTRAL PKWY W STE 29 2ND FLR	MISSISSAUGA, ONTARIO, CANADA L5C4E5	7/16/2009	443794	\$5,800	
PAPEX INC	1100 CENTRAL PKWY W STE 29 2ND FLR	MISSISSAUGA, ONTARIO, CANADA L5C4E5	8/11/2009	451731	\$5,437	
<b>TOTAL PAPEX INC</b>						<b>\$11,237</b>
PETTRY~ ROGER - 026031	144 THELMA LN	BESSEMER CITY, NC 28016-6750	6/16/2009	05432	\$2,064	
PETTRY~ ROGER - 026031	144 THELMA LN	BESSEMER CITY, NC 28016-6750	6/25/2009	06499	\$2,279	
PETTRY~ ROGER - 026031	144 THELMA LN	BESSEMER CITY, NC 28016-6750	7/16/2009	08846	\$334	
PETTRY~ ROGER - 026031	144 THELMA LN	BESSEMER CITY, NC 28016-6750	7/30/2009	10266	\$2,195	
PETTRY~ ROGER - 026031	144 THELMA LN	BESSEMER CITY, NC 28016-6750	8/7/2009	121122	\$1,974	
PETTRY~ ROGER - 026031	144 THELMA LN	BESSEMER CITY, NC 28016-6750	8/20/2009	122847	\$1,465	
<b>TOTAL PETTRY~ ROGER - 026031</b>						<b>\$10,311</b>
PITNEY BOWES (GLOBAL FIN)	PO BOX 856460	LOUISVILLE, KY 40285-6460	8/11/2009	448395	\$17,222	
<b>TOTAL PITNEY BOWES (GLOBAL FIN)</b>						<b>\$17,222</b>
RANGER DATA TECHNOLOGIES INC	210 E 3RD ST STE 208	ROYAL OAK, MI 48067	6/9/2009	433274	\$840	
RANGER DATA TECHNOLOGIES INC	210 E 3RD ST STE 208	ROYAL OAK, MI 48067	6/18/2009	434715	\$10,600	
RANGER DATA TECHNOLOGIES INC	210 E 3RD ST STE 208	ROYAL OAK, MI 48067	7/21/2009	445166	\$10,600	
RANGER DATA TECHNOLOGIES INC	210 E 3RD ST STE 208	ROYAL OAK, MI 48067	8/20/2009	453333	\$10,600	
<b>TOTAL RANGER DATA TECHNOLOGIES INC</b>						<b>\$32,640</b>
SCANLON~ ROBERT J	,		6/15/2009	05230	\$1,405	
SCANLON~ ROBERT J	,		6/17/2009	05711	\$1,279	
SCANLON~ ROBERT J	,		7/1/2009	07539	\$2,802	
SCANLON~ ROBERT J	,		8/14/2009	121971	\$3,103	
SCANLON~ ROBERT J	,		8/20/2009	122949	\$1,492	
<b>TOTAL SCANLON~ ROBERT J</b>						<b>\$10,081</b>
SOUTHERN LITHOPLATE	PO BOX 9400	WAKE FOREST, NC 91955-9400	8/14/2009	Wire	\$27,133	
SOUTHERN LITHOPLATE	PO BOX 9400	WAKE FOREST, NC 91955-9400	8/27/2009	Wire	\$7,067	
<b>TOTAL SOUTHERN LITHOPLATE</b>						<b>\$34,200</b>
SP NEWSPRINT CO LLC	PO BOX 101449	ATLANTA, GA 30392-1449	6/26/2009	06570	\$330,556	
SP NEWSPRINT CO LLC	PO BOX 101449	ATLANTA, GA 30392-1449	7/29/2009	10147	\$607,883	
SP NEWSPRINT CO LLC	PO BOX 101449	ATLANTA, GA 30392-1449	8/28/2009	123359	\$556,267	
<b>TOTAL SP NEWSPRINT CO LLC</b>						<b>\$1,494,705</b>
SPRINT - AP E-FILE ONLY	PO BOX 4181	CAROL STREAM, IL 60197-4181	6/12/2009	432634	\$1,090	
SPRINT - AP E-FILE ONLY	PO BOX 4181	CAROL STREAM, IL 60197-4181	7/9/2009	440675	\$1,065	
SPRINT - AP E-FILE ONLY	PO BOX 4181	CAROL STREAM, IL 60197-4181	8/17/2009	452044	\$1,047	
<b>TOTAL SPRINT - AP E-FILE ONLY</b>						<b>\$3,201</b>
STAPLES ADVANTAGE	PO BOX 71217	CHICAGO, IL 60694-1217	6/12/2009	433389	\$297	
STAPLES ADVANTAGE	PO BOX 71217	CHICAGO, IL 60694-1217	6/25/2009	436661	\$179	
STAPLES ADVANTAGE	PO BOX 71217	CHICAGO, IL 60694-1217	7/27/2009	443764	\$331	
STAPLES ADVANTAGE	PO BOX 71217	CHICAGO, IL 60694-1217	7/29/2009	447255	\$491	
STAPLES ADVANTAGE	PO BOX 71217	CHICAGO, IL 60694-1217	8/12/2009	451437	\$205	
<b>TOTAL STAPLES ADVANTAGE</b>						<b>\$1,504</b>
STEWART~ LARRY	3580 DOGWOOD DR	COLORADO SPRINGS, CO 80910	7/1/2009	06979	\$2,664	
STEWART~ LARRY	3580 DOGWOOD DR	COLORADO SPRINGS, CO 80910	7/16/2009	08757	\$929	

3b. Payments made to creditors within the period June 3, 2009 through August 31, 2009

<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
STEWART~ LARRY	3580 DOGWOOD DR	COLORADO SPRINGS, CO 80910	7/23/2009	09676	\$2,386	
STEWART~ LARRY	3580 DOGWOOD DR	COLORADO SPRINGS, CO 80910	8/7/2009	120985	\$914	
STEWART~ LARRY	3580 DOGWOOD DR	COLORADO SPRINGS, CO 80910	8/14/2009	121777	\$1,068	
<b>TOTAL STEWART~ LARRY</b>						<b>\$7,961</b>
STONER~ JACK (JOHN) - 031098	303 HARBOUR TREES LN	NOBLESVILLE, IN 46062	6/24/2009	06252	\$10,102	
STONER~ JACK (JOHN) - 031098	303 HARBOUR TREES LN	NOBLESVILLE, IN 46062	7/23/2009	09783	\$2,974	
STONER~ JACK (JOHN) - 031098	303 HARBOUR TREES LN	NOBLESVILLE, IN 46062	8/14/2009	121888	\$2,378	
<b>TOTAL STONER~ JACK (JOHN) - 031098</b>						<b>\$15,454</b>
SUMMIT ENERGY SERVICES INC	10350 ORMSBY PARK PL STE 400	LOUISVILLE, KY 40223	6/15/2009	05175	\$7,037	
SUMMIT ENERGY SERVICES INC	10350 ORMSBY PARK PL STE 400	LOUISVILLE, KY 40223	7/30/2009	10587	\$3,600	
<b>TOTAL SUMMIT ENERGY SERVICES INC</b>						<b>\$10,637</b>
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	6/10/2009	432689	\$95	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	6/18/2009	434133	\$93	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	6/24/2009	436014	\$82	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	7/6/2009	440730	\$22	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	7/16/2009	443091	\$103	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	7/23/2009	444116	\$164	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	7/29/2009	447681	\$115	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	8/4/2009	448601	\$161	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	8/11/2009	451749	\$79	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	8/19/2009	453579	\$202	
UPS - CONSOLIDATED BILLING ACCOUNT	PO BOX 894820	LOS ANGELES, CA 90189-4820	8/26/2009	456143	\$14	
<b>TOTAL UPS - CONSOLIDATED BILLING ACCOUNT</b>						<b>\$1,130</b>
WANTED TECHNOLOGIES (FORMERLY CORZEN INC)	350 EAST CHAREST BOUL. 4TH FL QUEBEC CITY	QUEBEC, CANADA, G1K 3H5	6/5/2009	430818	\$53,525	
WANTED TECHNOLOGIES (FORMERLY CORZEN INC)	350 EAST CHAREST BOUL. 4TH FL QUEBEC CITY	QUEBEC, CANADA, G1K 3H5	7/29/2009	444808	\$10,770	
<b>TOTAL WANTED TECHNOLOGIES (FORMERLY CORZEN INC)</b>						<b>\$64,295</b>
WHITE BIRCH PAPER COMPANY	80 FIELD POINT ROAD	GREENWICH, CT 06830	6/26/2009	06571	\$33,360	
WHITE BIRCH PAPER COMPANY	80 FIELD POINT ROAD	GREENWICH, CT 06830	7/29/2009	10148	\$28,969	
WHITE BIRCH PAPER COMPANY	80 FIELD POINT ROAD	GREENWICH, CT 06830	8/28/2009	123360	\$27,332	
<b>TOTAL WHITE BIRCH PAPER COMPANY</b>						<b>\$89,661</b>
WIGGINS~ JEFF - EMP060	417 OAKLAND DR	BURLINGTON, NC 27215	6/10/2009	04506	\$583	
WIGGINS~ JEFF - EMP060	417 OAKLAND DR	BURLINGTON, NC 27215	6/16/2009	05478	\$523	
WIGGINS~ JEFF - EMP060	417 OAKLAND DR	BURLINGTON, NC 27215	7/16/2009	08900	\$1,318	
WIGGINS~ JEFF - EMP060	417 OAKLAND DR	BURLINGTON, NC 27215	7/23/2009	09790	\$739	
WIGGINS~ JEFF - EMP060	417 OAKLAND DR	BURLINGTON, NC 27215	7/30/2009	10296	\$2,749	
WIGGINS~ JEFF - EMP060	417 OAKLAND DR	BURLINGTON, NC 27215	8/7/2009	121194	\$1,845	
WIGGINS~ JEFF - EMP060	417 OAKLAND DR	BURLINGTON, NC 27215	8/14/2009	121896	\$1,589	
WIGGINS~ JEFF - EMP060	417 OAKLAND DR	BURLINGTON, NC 27215	8/28/2009	123482	\$1,432	
<b>TOTAL WIGGINS~ JEFF - EMP060</b>						<b>\$10,778</b>
WINTHROP GROUP INC~ THE	1139 ALVIRA ST	LOS ANGELES, CA 90035	7/30/2009	448062	\$9,640	
<b>TOTAL WINTHROP GROUP INC~ THE</b>						<b>\$9,640</b>
WORMHOLE LLC	4616 W LOVERS LN # 112	DALLAS, TX 75209	7/9/2009	08265	\$890	
<b>TOTAL WORMHOLE LLC</b>						<b>\$890</b>

3b. Payments made to creditors within the period June 3, 2009 through August 31, 2009

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<u>Payee</u>	<u>Address</u>	<u>City, State &amp; Zip</u>	<u>Clear Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
				TOTAL		\$9,669,027

General Notes

Freedom Communications, Inc. transfers the requisite funds to Freedom Services, Inc., which in turn issues the applicable payments to the creditors of the Debtor.

Due to privacy concerns, this Statement does not include employee payroll amounts. Upon request, a list of such amounts will be provided on a confidential basis to the Office of the United States Trustee and key interested parties who have executed a confidentiality agreement.

3c. Payments made to insiders within the period September 1, 2008 through August 31, 2009

<u>Payee</u>	<u>Description</u>	<u>Check Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
Burns, Michael	Expense Reimbursement	9/4/2008	308088	\$2,490	
Burns, Michael	Gross Wage & Group Term Life	9/12/2008	360846	\$10,582	
Burns, Michael	Auto Allowance	9/12/2008	360846	\$1,700	
Burns, Michael	Relocation	9/12/2008	ADJ-reloc	\$1,196	
Burns, Michael	Gross Wage & Group Term Life	9/26/2008	366310	\$10,582	
Burns, Michael	Auto Allowance	10/10/2008	371703	\$850	
Burns, Michael	Gross Wage & Group Term Life	10/10/2008	371703	\$10,582	
Burns, Michael	Expense Reimbursement	10/16/2008	324300	\$6,825	
Burns, Michael	Expense Reimbursement	10/16/2008	324300	\$1,083	
Burns, Michael	Gross Wage & Group Term Life	10/24/2008	377176	\$10,582	
Burns, Michael	Expense Reimbursement	11/4/2008	75590	\$5,033	
Burns, Michael	Auto Allowance	11/7/2008	382544	\$850	
Burns, Michael	Gross Wage & Group Term Life	11/7/2008	382544	\$10,582	
Burns, Michael	Expense Reimbursement	11/20/2008	77868	\$31,229	
Burns, Michael	Gross Wage & Group Term Life	11/21/2008	387938	\$10,582	
Burns, Michael	Relocation	11/21/2008	387939	\$7,424	
Burns, Michael	Auto Allowance	12/5/2008	393312	\$850	
Burns, Michael	Gross Wage & Group Term Life	12/5/2008	393312	\$10,582	
Burns, Michael	Gross Wage & Group Term Life	12/19/2008	398823	\$10,582	
Burns, Michael	Expense Reimbursement	12/29/2008	83010	\$2,409	
Burns, Michael	Gross Wage & Group Term Life	1/2/2009	404154	\$10,582	
Burns, Michael	Auto Allowance	1/2/2009	404154	\$850	
Burns, Michael	Gross Wage & Group Term Life	1/16/2009	409540	\$10,582	
Burns, Michael	Gross Wage & Group Term Life	1/30/2009	415035	\$10,582	
Burns, Michael	Expense Reimbursement	2/2/2009	87725	\$24,732	
Burns, Michael	Auto Allowance	2/13/2009	421231	\$850	
Burns, Michael	Gross Wage & Group Term Life	2/13/2009	421231	\$10,582	
Burns, Michael	Bonus/MBO	2/13/2009	421232	\$37,373	
Burns, Michael	Expense Reimbursement	2/23/2009	90422	\$8,794	
Burns, Michael	Expense Reimbursement	2/23/2009	90422	\$1,951	
Burns, Michael	Gross Wage & Group Term Life	2/27/2009	426548	\$10,582	
Burns, Michael	Auto Allowance	3/13/2009	431851	\$850	
Burns, Michael	Gross Wage & Group Term Life	3/13/2009	431851	\$10,582	
Burns, Michael	Expense Reimbursement	3/26/2009	94528	\$11,186	
Burns, Michael	Gross Wage & Group Term Life	3/27/2009	436786	\$10,582	
Burns, Michael	Relocation	3/27/2009	436787	\$8,808	
Burns, Michael	Auto Allowance	4/10/2009	441688	\$850	
Burns, Michael	Gross Wage & Group Term Life	4/10/2009	441688	\$10,582	
Burns, Michael	Gross Wage & Group Term Life	4/24/2009	446579	\$5,293	
Burns, Michael	Gross Wage & Group Term Life	5/8/2009	451472	\$10,582	
Burns, Michael	Auto Allowance	5/8/2009	451472	\$850	
Burns, Michael	Expense Reimbursement	5/18/2009	01321	\$5,296	
Burns, Michael	Gross Wage & Group Term Life	5/22/2009	456344	\$10,582	
Burns, Michael	Bonus/MBO	5/22/2009	456344	\$6,188	
Burns, Michael	Expense Reimbursement	5/27/2009	02377	\$6,365	
Burns, Michael	Auto Allowance	6/5/2009	461170	\$850	
Burns, Michael	Gross Wage & Group Term Life	6/5/2009	461170	\$10,582	
Burns, Michael	Relocation	6/5/2009	461171	\$5,181	
Burns, Michael	Expense Reimbursement	6/10/2009	04517	\$1,845	
Burns, Michael	Gross Wage & Group Term Life	6/19/2009	465958	\$10,582	
Burns, Michael	Expense Reimbursement	6/24/2009	06265	\$3,867	

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Burns, Michael	Gross Wage & Group Term Life	7/3/2009	270004	\$10,577	
Burns, Michael	Auto Allowance	7/3/2009	270004	\$850	
Burns, Michael	Expense Reimbursement	7/16/2009	08945	\$6,715	
Burns, Michael	Bonus/MBO	7/17/2009	269003	\$93,385	
Burns, Michael	Gross Wage & Group Term Life	7/17/2009	290004	\$10,577	
Burns, Michael	Gross Wage & Group Term Life	7/31/2009	90021586	\$10,048	
Burns, Michael	Expense Reimbursement	8/7/2009	121252	\$1,136	
Burns, Michael	Gross Wage & Group Term Life	8/14/2009	90022796	\$10,048	
Burns, Michael	Auto Allowance	8/14/2009	90022796	\$850	
Burns, Michael	Bonus/MBO	8/14/2009	90022797	\$14,500	
Burns, Michael	Expense Reimbursement	8/20/2009	122892	\$10,079	
Burns, Michael	Gross Wage & Group Term Life	8/28/2009	350004	\$10,048	
<b>TOTAL Burns, Michael</b>					<b>\$584,361</b>
Horne, Terry	Expense Reimbursement	1/15/2009	358481	\$2,072	
Horne, Terry	Expense Reimbursement	7/16/2009	444135	\$2,227	
<b>TOTAL Horne, Terry</b>					<b>\$4,300</b>
Ippolito, Dianne	Auto Allowance	9/12/2008	360887	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	9/12/2008	360887	\$6,357	
Ippolito, Dianne	Gross Wage & Group Term Life	9/26/2008	366346	\$6,357	
Ippolito, Dianne	Auto Allowance	10/10/2008	371745	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	10/10/2008	371745	\$6,357	
Ippolito, Dianne	Gross Wage & Group Term Life	10/24/2008	377218	\$6,357	
Ippolito, Dianne	Expense Reimbursement	11/4/2008	75522	\$1,469	
Ippolito, Dianne	Gross Wage & Group Term Life	11/7/2008	382584	\$6,357	
Ippolito, Dianne	Auto Allowance	11/7/2008	382584	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	11/21/2008	387983	\$6,357	
Ippolito, Dianne	Gross Wage & Group Term Life	12/5/2008	393361	\$6,357	
Ippolito, Dianne	Auto Allowance	12/5/2008	393361	\$850	
Ippolito, Dianne	Expense Reimbursement	12/9/2008	80340	\$1,015	
Ippolito, Dianne	Gross Wage & Group Term Life	12/19/2008	398872	\$6,357	
Ippolito, Dianne	Relocation	12/19/2008	ADJ-trip	\$3,928	
Ippolito, Dianne	Auto Allowance	1/2/2009	404199	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	1/2/2009	404199	\$6,549	
Ippolito, Dianne	Expense Reimbursement	1/5/2009	84086	\$1,738	
Ippolito, Dianne	Gross Wage & Group Term Life	1/16/2009	409592	\$6,549	
Ippolito, Dianne	Expense Reimbursement	1/29/2009	87203	\$1,088	
Ippolito, Dianne	Gross Wage & Group Term Life	1/30/2009	415092	\$6,549	
Ippolito, Dianne	Auto Allowance	2/13/2009	421295	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	2/13/2009	421295	\$6,549	
Ippolito, Dianne	Bonus/MBO	2/13/2009	421296	\$20,000	
Ippolito, Dianne	Bonus/MBO	2/13/2009	421297	\$29,055	
Ippolito, Dianne	Gross Wage & Group Term Life	2/27/2009	426602	\$6,549	
Ippolito, Dianne	Auto Allowance	3/13/2009	431908	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	3/13/2009	431908	\$6,549	
Ippolito, Dianne	Bonus/MBO	3/13/2009	431909	\$15,000	
Ippolito, Dianne	Gross Wage & Group Term Life	3/27/2009	436840	\$6,549	
Ippolito, Dianne	Gross Wage & Group Term Life	4/10/2009	441741	\$6,549	
Ippolito, Dianne	Auto Allowance	4/10/2009	441741	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	4/24/2009	446633	\$6,549	
Ippolito, Dianne	Expense Reimbursement	5/6/2009	99830	\$1,071	

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Ippolito, Dianne	Auto Allowance	5/8/2009	451526	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	5/8/2009	451526	\$6,549	
Ippolito, Dianne	Gross Wage & Group Term Life	5/22/2009	456396	\$6,549	
Ippolito, Dianne	Bonus/MBO	5/22/2009	456396	\$3,750	
Ippolito, Dianne	Expense Reimbursement	6/2/2009	03656	\$2,248	
Ippolito, Dianne	Gross Wage & Group Term Life	6/5/2009	461225	\$6,549	
Ippolito, Dianne	Auto Allowance	6/5/2009	461225	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	6/19/2009	466009	\$6,549	
Ippolito, Dianne	Gross Wage & Group Term Life	7/3/2009	270007	\$3,269	
Ippolito, Dianne	Auto Allowance	7/3/2009	270007	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	7/17/2009	290007	\$6,538	
Ippolito, Dianne	Expense Reimbursement	7/23/2009	09767	\$3,983	
Ippolito, Dianne	Gross Wage & Group Term Life	7/31/2009	310006	\$6,212	
Ippolito, Dianne	Expense Reimbursement	8/7/2009	121135	\$709	
Ippolito, Dianne	Auto Allowance	8/14/2009	330006	\$850	
Ippolito, Dianne	Gross Wage & Group Term Life	8/14/2009	330006	\$6,212	
Ippolito, Dianne	Expense Reimbursement	8/28/2009	123458	\$964	
Ippolito, Dianne	Gross Wage & Group Term Life	8/28/2009	350007	\$6,212	
<b>TOTAL Ippolito, Dianne</b>					<b>\$260,654</b>
Knapp, Levi	Expense Reimbursement	9/2/2008	65978	\$590	
Knapp, Levi	Gross Wage & Group Term Life	9/12/2008	360874	\$6,049	
Knapp, Levi	Auto Allowance	9/12/2008	360874	\$850	
Knapp, Levi	Expense Reimbursement	9/15/2008	68014	\$297	
Knapp, Levi	Gross Wage & Group Term Life	9/26/2008	366333	\$6,049	
Knapp, Levi	Auto Allowance	10/10/2008	371732	\$850	
Knapp, Levi	Gross Wage & Group Term Life	10/10/2008	371732	\$6,049	
Knapp, Levi	Expense Reimbursement	10/14/2008	72327	\$288	
Knapp, Levi	Gross Wage & Group Term Life	10/24/2008	377205	\$6,049	
Knapp, Levi	Expense Reimbursement	11/4/2008	75458	\$802	
Knapp, Levi	Expense Reimbursement	11/4/2008	75458	\$847	
Knapp, Levi	Expense Reimbursement	11/4/2008	75458	\$686	
Knapp, Levi	Auto Allowance	11/7/2008	382571	\$850	
Knapp, Levi	Gross Wage & Group Term Life	11/7/2008	382571	\$6,049	
Knapp, Levi	Gross Wage & Group Term Life	11/21/2008	387971	\$6,049	
Knapp, Levi	Auto Allowance	12/5/2008	393348	\$850	
Knapp, Levi	Gross Wage & Group Term Life	12/5/2008	393348	\$6,049	
Knapp, Levi	Expense Reimbursement	12/15/2008	81327	\$889	
Knapp, Levi	Gross Wage & Group Term Life	12/19/2008	398858	\$6,049	
Knapp, Levi	Relocation	12/19/2008	ADJ-trip	\$3,928	
Knapp, Levi	Expense Reimbursement	12/29/2008	82979	\$1,494	
Knapp, Levi	Auto Allowance	1/2/2009	404186	\$850	
Knapp, Levi	Gross Wage & Group Term Life	1/2/2009	404186	\$6,049	
Knapp, Levi	Gross Wage & Group Term Life	1/16/2009	409579	\$6,049	
Knapp, Levi	Expense Reimbursement	1/29/2009	87229	\$247	
Knapp, Levi	Gross Wage & Group Term Life	1/30/2009	415079	\$6,049	
Knapp, Levi	Expense Reimbursement	2/6/2009	88658	\$665	
Knapp, Levi	Gross Wage & Group Term Life	2/13/2009	421276	\$6,049	
Knapp, Levi	Auto Allowance	2/13/2009	421276	\$850	
Knapp, Levi	Bonus/MBO	2/13/2009	421277	\$17,433	
Knapp, Levi	Expense Reimbursement	2/25/2009	90684	\$1,016	
Knapp, Levi	Gross Wage & Group Term Life	2/27/2009	426589	\$6,049	

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Knapp, Levi	Gross Wage & Group Term Life	3/13/2009	431892	\$6,049	
Knapp, Levi	Auto Allowance	3/13/2009	431892	\$850	
Knapp, Levi	Bonus/MBO	3/13/2009	431893	\$30,000	
Knapp, Levi	Expense Reimbursement	3/16/2009	93141	\$2,372	
Knapp, Levi	Gross Wage & Group Term Life	3/27/2009	436826	\$6,049	
Knapp, Levi	Relocation	3/27/2009	436827	\$45,901	
Knapp, Levi	Expense Reimbursement	4/6/2009	95979	\$2,234	
Knapp, Levi	Auto Allowance	4/10/2009	441728	\$850	
Knapp, Levi	Gross Wage & Group Term Life	4/10/2009	441728	\$6,049	
Knapp, Levi	Expense Reimbursement	4/17/2009	97651	\$1,023	
Knapp, Levi	Gross Wage & Group Term Life	4/24/2009	446620	\$6,049	
Knapp, Levi	Expense Reimbursement	4/29/2009	98580	\$117	
Knapp, Levi	Auto Allowance	5/8/2009	451513	\$850	
Knapp, Levi	Gross Wage & Group Term Life	5/8/2009	451513	\$6,049	
Knapp, Levi	Expense Reimbursement	5/18/2009	01307	\$263	
Knapp, Levi	Bonus/MBO	5/22/2009	456383	\$2,250	
Knapp, Levi	Gross Wage & Group Term Life	5/22/2009	456383	\$6,049	
Knapp, Levi	Expense Reimbursement	5/27/2009	02360	\$289	
Knapp, Levi	Gross Wage & Group Term Life	6/5/2009	461212	\$6,049	
Knapp, Levi	Auto Allowance	6/5/2009	461212	\$850	
Knapp, Levi	Expense Reimbursement	6/10/2009	04483	\$832	
Knapp, Levi	Expense Reimbursement	6/10/2009	04483	\$256	
Knapp, Levi	Expense Reimbursement	6/11/2009	04813	\$832	
Knapp, Levi	Gross Wage & Group Term Life	6/19/2009	465996	\$3,030	
Knapp, Levi	Auto Allowance	7/3/2009	270008	\$850	
Knapp, Levi	Gross Wage & Group Term Life	7/3/2009	270008	\$6,038	
Knapp, Levi	Expense Reimbursement	7/9/2009	08036	\$3,306	
Knapp, Levi	Gross Wage & Group Term Life	7/17/2009	290008	\$6,038	
Knapp, Levi	Expense Reimbursement	7/30/2009	10300	\$909	
Knapp, Levi	Gross Wage & Group Term Life	7/31/2009	310007	\$5,737	
Knapp, Levi	Expense Reimbursement	8/7/2009	121201	\$4,488	
Knapp, Levi	Gross Wage & Group Term Life	8/14/2009	330007	\$5,737	
Knapp, Levi	Gross Wage & Group Term Life	8/28/2009	350008	\$5,737	
Knapp, Levi	Auto Allowance	8/28/2009	350008	\$850	
<b>TOTAL Knapp, Levi</b>					<b>\$287,754</b>
Mauney, Paul	Vacation Payout	11/7/2008	77641	\$977	
Mauney, Paul	Relocation	12/19/2008	ADJ-trip	\$3,928	
<b>TOTAL Mauney, Paul</b>					<b>\$4,906</b>
Moreno, Julie	Expense Reimbursement	8/14/2009	121790	\$671	
<b>TOTAL Moreno, Julie</b>					<b>\$671</b>
Nelson, Teresa	Gross Wage & Group Term Life	9/12/2008	360875	\$7,697	
Nelson, Teresa	Auto Allowance	9/12/2008	360875	\$850	
Nelson, Teresa	Gross Wage & Group Term Life	9/26/2008	366334	\$7,697	
Nelson, Teresa	Gross Wage & Group Term Life	10/10/2008	371733	\$7,697	
Nelson, Teresa	Auto Allowance	10/10/2008	371733	\$850	
Nelson, Teresa	Expense Reimbursement	10/14/2008	72345	\$695	
Nelson, Teresa	Gross Wage & Group Term Life	10/24/2008	377206	\$7,697	
Nelson, Teresa	Expense Reimbursement	11/4/2008	75589	\$429	
Nelson, Teresa	Auto Allowance	11/7/2008	382572	\$850	
Nelson, Teresa	Gross Wage & Group Term Life	11/7/2008	382572	\$7,697	

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Nelson, Teresa	Gross Wage & Group Term Life	11/21/2008	387972	\$7,697	
Nelson, Teresa	Auto Allowance	12/5/2008	393349	\$850	
Nelson, Teresa	Gross Wage & Group Term Life	12/5/2008	393349	\$7,697	
Nelson, Teresa	Expense Reimbursement	12/18/2008	81898	\$321	
Nelson, Teresa	Gross Wage & Group Term Life	12/19/2008	398859	\$7,697	
Nelson, Teresa	Relocation	12/19/2008	ADJ-RELO	\$10,240	
Nelson, Teresa	Auto Allowance	1/2/2009	404187	\$850	
Nelson, Teresa	Gross Wage & Group Term Life	1/2/2009	404187	\$7,697	
Nelson, Teresa	Gross Wage & Group Term Life	1/16/2009	409580	\$7,697	
Nelson, Teresa	Gross Wage & Group Term Life	1/30/2009	415080	\$7,697	
Nelson, Teresa	Gross Wage & Group Term Life	2/13/2009	421278	\$7,697	
Nelson, Teresa	Auto Allowance	2/13/2009	421278	\$850	
Nelson, Teresa	Bonus/MBO	2/13/2009	421279	\$41,124	
Nelson, Teresa	Gross Wage & Group Term Life	2/27/2009	426590	\$7,697	
Nelson, Teresa	Expense Reimbursement	2/27/2009	90997	\$324	
Nelson, Teresa	Auto Allowance	3/13/2009	431894	\$850	
Nelson, Teresa	Gross Wage & Group Term Life	3/13/2009	431894	\$7,697	
Nelson, Teresa	Bonus/MBO	3/13/2009	431895	\$15,000	
Nelson, Teresa	Gross Wage & Group Term Life	3/27/2009	436828	\$7,697	
Nelson, Teresa	Expense Reimbursement	4/6/2009	95991	\$195	
Nelson, Teresa	Auto Allowance	4/10/2009	441729	\$850	
Nelson, Teresa	Gross Wage & Group Term Life	4/10/2009	441729	\$7,697	
Nelson, Teresa	Expense Reimbursement	4/20/2009	97812	\$1,087	
Nelson, Teresa	Gross Wage & Group Term Life	4/24/2009	446621	\$7,697	
Nelson, Teresa	Gross Wage & Group Term Life	5/8/2009	451514	\$7,697	
Nelson, Teresa	Auto Allowance	5/8/2009	451514	\$850	
Nelson, Teresa	Expense Reimbursement	5/8/2009	00300	\$740	
Nelson, Teresa	Bonus/MBO	5/22/2009	456384	\$4,500	
Nelson, Teresa	Gross Wage & Group Term Life	5/22/2009	456384	\$7,697	
Nelson, Teresa	Expense Reimbursement	5/27/2009	02373	\$116	
Nelson, Teresa	Auto Allowance	6/5/2009	461213	\$850	
Nelson, Teresa	Gross Wage & Group Term Life	6/5/2009	461213	\$7,697	
Nelson, Teresa	Gross Wage & Group Term Life	6/19/2009	465997	\$7,697	
Nelson, Teresa	Auto Allowance	7/3/2009	270009	\$850	
Nelson, Teresa	Gross Wage & Group Term Life	7/3/2009	270009	\$3,846	
Nelson, Teresa	Expense Reimbursement	7/9/2009	08104	\$744	
Nelson, Teresa	Expense Reimbursement	7/9/2009	08104	\$445	
Nelson, Teresa	Gross Wage & Group Term Life	7/17/2009	290009	\$7,692	
Nelson, Teresa	Expense Reimbursement	7/23/2009	09815	\$730	
Nelson, Teresa	Gross Wage & Group Term Life	7/31/2009	310008	\$7,308	
Nelson, Teresa	Gross Wage & Group Term Life	8/14/2009	330008	\$7,308	
Nelson, Teresa	Auto Allowance	8/14/2009	330008	\$850	
Nelson, Teresa	Gross Wage & Group Term Life	8/28/2009	350009	\$7,308	
<b>TOTAL Nelson, Teresa</b>					<b>\$281,985</b>
Pope, Steven	Expense Reimbursement	10/23/2008	327802	\$909	
Pope, Steven	Expense Reimbursement	11/20/2008	339068	\$439	
<b>TOTAL Pope, Steven</b>					<b>\$1,348</b>
Schmall, David	Expense Reimbursement	11/26/2008	341422	\$37	
<b>TOTAL Schmall, David</b>					<b>\$37</b>
Segal, Jonathan	Gross Wage & Group Term Life	9/12/2008	360877	\$16,761	

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Segal, Jonathan	Expense Reimbursement	9/24/2008	315210	\$11,290	
Segal, Jonathan	Gross Wage & Group Term Life	9/26/2008	366336	\$16,761	
Segal, Jonathan	Gross Wage & Group Term Life	10/10/2008	371735	\$16,761	
Segal, Jonathan	Expense Reimbursement	10/20/2008	73173	\$5,526	
Segal, Jonathan	Expense Reimbursement	10/20/2008	73173	\$2,665	
Segal, Jonathan	Gross Wage & Group Term Life	10/24/2008	377208	\$16,761	
Segal, Jonathan	Gross Wage & Group Term Life	11/7/2008	382574	\$16,761	
Segal, Jonathan	Expense Reimbursement	11/7/2008	75956	\$1,090	
Segal, Jonathan	Expense Reimbursement	11/18/2008	77396	\$10,264	
Segal, Jonathan	Gross Wage & Group Term Life	11/21/2008	387974	\$16,761	
Segal, Jonathan	Gross Wage & Group Term Life	12/5/2008	393351	\$16,761	
Segal, Jonathan	Expense Reimbursement	12/15/2008	81275	\$9,157	
Segal, Jonathan	Taxable Personal Use Auto	12/19/2008	398861	\$2,507	
Segal, Jonathan	Gross Wage & Group Term Life	12/19/2008	398861	\$16,761	
Segal, Jonathan	Taxable ER Cont NQ Plan	12/19/2008	398861	\$24,440	
Segal, Jonathan	Gross Wage & Group Term Life	1/2/2009	404189	\$16,776	
Segal, Jonathan	Expense Reimbursement	1/14/2009	85461	\$2,100	
Segal, Jonathan	Expense Reimbursement	1/14/2009	85461	\$6,288	
Segal, Jonathan	Gross Wage & Group Term Life	1/16/2009	409582	\$16,776	
Segal, Jonathan	Gross Wage & Group Term Life	1/30/2009	415082	\$16,776	
Segal, Jonathan	Gross Wage & Group Term Life	2/13/2009	421282	\$16,776	
Segal, Jonathan	Bonus/MBO	2/13/2009	421283	\$81,278	
Segal, Jonathan	Expense Reimbursement	2/13/2009	89248	\$4,663	
Segal, Jonathan	Gross Wage & Group Term Life	2/27/2009	426592	\$16,776	
Segal, Jonathan	Expense Reimbursement	3/6/2009	92231	\$3,659	
Segal, Jonathan	Gross Wage & Group Term Life	3/13/2009	431897	\$16,776	
Segal, Jonathan	Expense Reimbursement	3/19/2009	93893	\$20,664	
Segal, Jonathan	Gross Wage & Group Term Life	3/27/2009	436830	\$16,776	
Segal, Jonathan	Gross Wage & Group Term Life	4/10/2009	441731	\$16,776	
Segal, Jonathan	Expense Reimbursement	4/15/2009	96977	\$1,522	
Segal, Jonathan	Gross Wage & Group Term Life	4/24/2009	446623	\$16,776	
Segal, Jonathan	Expense Reimbursement	4/24/2009	98190	\$4,375	
Segal, Jonathan	Gross Wage & Group Term Life	5/8/2009	451516	\$16,776	
Segal, Jonathan	Expense Reimbursement	5/18/2009	01277	\$9,438	
Segal, Jonathan	Gross Wage & Group Term Life	5/22/2009	456386	\$16,776	
Segal, Jonathan	Gross Wage & Group Term Life	6/5/2009	461215	\$16,776	
Segal, Jonathan	Expense Reimbursement	6/15/2009	05128	\$1,069	
Segal, Jonathan	Gross Wage & Group Term Life	6/19/2009	465999	\$16,776	
Segal, Jonathan	Gross Wage & Group Term Life	7/3/2009	270012	\$8,365	
Segal, Jonathan	Expense Reimbursement	7/16/2009	08856	\$3,749	
Segal, Jonathan	Gross Wage & Group Term Life	7/17/2009	290012	\$16,731	
Segal, Jonathan	Gross Wage & Group Term Life	7/31/2009	310011	\$15,894	
Segal, Jonathan	Expense Reimbursement	8/7/2009	121137	\$1,230	
Segal, Jonathan	Expense Reimbursement	8/14/2009	121875	\$4,419	
Segal, Jonathan	Gross Wage & Group Term Life	8/14/2009	330011	\$15,894	
Segal, Jonathan	Bonus/MBO	8/14/2009	330012	\$108,750	
Segal, Jonathan	Gross Wage & Group Term Life	8/28/2009	350012	\$15,894	
		<b>TOTAL Segal, Jonathan</b>			<b>\$745,098</b>
Shrader, James	Expense Reimbursement	10/9/2008	321404	\$180	
		<b>TOTAL Shrader, James</b>			<b>\$180</b>

3c. Payments made to insiders within the period September 1, 2008 through August 31, 2009

<u>Payee</u>	<u>Description</u>	<u>Check Date</u>	<u>Payment Number</u>	<u>Payment Amount</u>	<u>Total Amount Paid</u>
Trillo, Nancy S.	Expense Reimbursement	4/24/2009	98191	\$65	
	TOTAL Trillo, Nancy S.				\$65
			TOTAL		\$2,171,360

General Notes

Freedom Communications, Inc. transfers the requisite funds to Freedom Services, Inc., which in turn issues the applicable payments to the insiders of the Debtor.

The Debtor's Officers and Directors include individuals who are not employed by this Debtor or did not otherwise receive payments attributable to this Debtor. Any payments received by such individuals are reflected on the Statements of the affiliated Debtors who employ or are otherwise obligated to such individuals.

Amounts above may include non-cash compensation, including but not limited to personal auto use, club memberships, or the employers' contribution to non-qualified plans. These amounts are taxable to the individuals who received them.

7. Gifts

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<u>Payee</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Amount</u>
MARY JACOBUS SCHOLARSHIP FUND~ THE	THE NEW YORK TIMES CO 620 EIGHTH AVE 17TH FLR	NEW YORK, NY 10018	\$100
<b>Total:</b>			<b>\$100</b>

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18a. Nature, location, and names of business

<u>Name</u>	<u>Taxpayer ID No (ITIN) / Complete EIN</u>	<u>Address</u>	<u>End Date, if any</u>
FREEDOM INTERACTIVE NEWSPAPERS, INC.	33-0859343	17666 FITCH, IRVINE, CA 92614	
FREEDOM NEWSPAPER ACQUISITIONS, INC.	33-0744322	17666 FITCH, IRVINE, CA 92614	
VICTOR VALLEY PUBLISHING COMPANY	95-2406082	13891 PARK AVE., VICTORVILLE, CA 92392	
THE TIMES-NEWS PUBLISHING COMPANY	56-0430230	707 S. MAIN STREET, BURLINGTON, NC 27215	
MISSOURI FREEDOM NEWSPAPERS, INC.	33-0678310	700 S. MASSACHUSETTS AVE., SEDALIA, MO 65301	
ILLINOIS FREEDOM NEWSPAPERS, INC.	33-0678308	235 W. STATE ST., JACKSONVILLE, IL 62650	
FREEDOM SHELBY STAR, INC.	56-2018425	315 E. GRAHAM ST., SHELBY, NC 28150	
FREEDOM NEWSPAPERS OF SOUTHWESTERN ARIZONA, INC.	33-0915797	2055 SOUTH ARIZONA AVE., YUMA, AZ 85364	
FREEDOM NEWSPAPERS OF ILLINOIS, INC.	37-1402222	111 E. BROADWAY, ALTON, IL 62002	
FREEDOM EASTERN NORTH CAROLINA COMMUNICATIONS, INC.	56-2185563	1300 GUM BRANCH RD., JACKSONVILLE, NC 28540	
FREEDOM COLORADO INFORMATION, INC.	84-1517806	30 SOUTH PROSPECT ST., COLORADO SPRINGS, CO 80903	
FREEDOM ARIZONA INFORMATION, INC.	33-0915796	120 WEST FIRST AVE., MESA, AZ 85210	
FLORIDA FREEDOM NEWSPAPERS, INC.	59-1264227	501 W. 11TH ST., PANAMA CITY, FL 32401	
APPEAL-DEMOCRAT, INC.	68-0424121	1530 ELLIS LAKE DRIVE, MARYSVILLE, CA 95901	
ORANGE COUNTY REGISTER COMMUNICATIONS, INC.	33-0867980	625 N. GRAND AVE., SANTA ANA, CA 92701	

Specific Notes

**21b. Current Officers, Directors and Stockholders holding 5% or more of the voting or equity securities**

<u>Name</u>	<u>Title</u>	<u>Nature and % of Stock Ownership</u>
FREEDOM COMMUNICATIONS, INC.	SHAREHOLDER	100% OWNER
DIANNE IPPOLITO	VICE PRESIDENT HUMAN RESOURCES	
JENNIE LAMBERT	VICE PRESIDENT	
JONATHAN SEGAL	DIRECTOR AND PRESIDENT	
JULIE MORENO	VICE PRESIDENT	
KAREN HANES	VICE PRESIDENT	
KATHERINE BARTZOFF	ASSISTANT SECRETARY	
LEE KNAPP	VICE PRESIDENT, OPERATIONS	
MARK A. MCEACHEN	DIRECTOR AND SENIOR VICE PRESIDENT & CHIEF FINANCIAL OFFICER	
MICHAEL H. BURNS	VICE PRESIDENT, SALES	
NANCY S. TRILLO	DIRECTOR AND VICE PRESIDENT CONTROLLER	
OLAF FRANDSEN	VICE PRESIDENT	
RACHEL L. SAGAN	SECRETARY	
STEVEN POPE	VICE PRESIDENT	
TERRI NELSON	VICE PRESIDENT, FINANCE	
TERRY HORNE	VICE PRESIDENT	

**24. Tax Consolidation Group**

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**Legal Entity Which Paid Taxes**

FREEDOM COMMUNICATIONS HOLDINGS, INC.

FREEDOM COMMUNICATIONS, INC.

**EIN**

33-0942814

95-1140750

**Specific Notes**

Freedom Communications Holdings, Inc. became the parent of the consolidated group and Freedom Communications, Inc. ceased to be the parent of the consolidated group on May 18, 2004.