

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
BEAUMONT DIVISION

IN RE:)
POYNOR, JOHN T) CASE NO. 01-10266
POYNOR, ANN B)
DEBTOR(S)) CHAPTER 7

**TRUSTEE'S FINAL REPORT, APPLICATION FOR COMPENSATION
AND REPORT OF PROPOSED DISTRIBUTION**

Stephen J. Zayler, the Trustee of the estate of the above-named Debtor(s), certifies under penalty of perjury, to the Court and the United States Trustee, that the trustee has faithfully and properly fulfilled the duties of his office, that the Trustee has examined all proofs of claims as appropriate in preparation for the proposed distribution, and that the proposed distribution attached herewith is proper and consistent with the law and rules of the court. The Trustee hereby applies for commission and expenses set forth herein and states that they are reasonable and proper.

I hereby authorize the Office of the United States Trustee to file by electronic means this Trustee's Final Report, Application for Compensation and Report of Proposed Distribution on my behalf, and I agree and acknowledge that the designation of my signature on this document, once filed, constitutes my valid signature for the purposes of 11 U.S.C. §704(9) and Fed. R. Bankr. Pro. 9011.

Therefore, the Trustee respectfully requests that the Final Report, Application for Compensation, and Report of Proposed Distribution be approved.

DATE: January 14, 2004

/s/ Stephen J. Zayler
Stephen J. Zayler
Trustee

REVIEWED BY THE UNITED STATES TRUSTEE:

I have reviewed the Trustee's Final Report, Application for Compensation, and Report of Proposed Distribution.

United States Trustee

Date: _____

By: _____

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
BEAUMONT DIVISION

IN RE:)
POYNOR, JOHN T) CASE NO. 01-10266
POYNOR, ANN B)
DEBTOR(S)) CHAPTER 7

**TRUSTEE'S FINAL REPORT, APPLICATION FOR COMPENSATION
AND APPLICATION TO CLOSE CASE AND DISCHARGE TRUSTEE**

The Trustee of the estate presents the following final report:

1. The Trustee applies for commissions and expenses set forth herein: That they are reasonable and proper; that in the course of the performance of duties, the Trustee has advanced monies from personal funds for expenses, and that the Trustee has not been reimbursed or indemnified.
2. The Trustee submits Schedule F as a summary of the assets and an estate property record. Any property scheduled under 11 U.S.C. Sec. 521(1) and not administered shall be deemed abandoned pursuant to 11 U.S.C. Sec. 554(c).
3. The Trustee has reduced all assets of this estate to cash or otherwise lawfully disposed of them, and the estate is ready to be closed.
4. The Trustee submits Schedule A as the account of estate cash receipts and disbursements.
5. There is no agreement or understanding between the Trustee and any other person for a division of the compensation sought by this application except as permitted by the Bankruptcy Code.
6. The Trustee requests approval of this final report.
7. The Trustee has examined each and every claim filed and noted his approval of claims as filed, or he has filed objections to allowance or requests for reclassification.
8. The Trustee further requests that after final distribution of all monies in accordance with the Trustee's Report of Final Distribution, and upon filing of A Supplemental Final Report and Account and certification by the U.S. Trustee the trustee be discharged from office and that the case be closed.

I declare under penalty of perjury that this Report and attached Schedules are true and correct to the best of my knowledge and belief.

Dated: January 14, 2004

/s/ Stephen J. Zayler

Stephen J. Zayler Trustee

SCHEDULE A-1

FINAL ACCOUNT AS OF January 14, 2004

| | | |
|-----------------------|--------|------------|
| A. RECEIPTS | | \$6,168.24 |
| | | |
| B. DISBURSEMENTS | | |
| (1) Secured creditors | 0.00 | |
| (2) Administrative | 969.93 | |
| (3) Priority | 0.00 | |
| (4) Other | 0.00 | |
| TOTAL DISBURSEMENTS | | \$969.93 |
| | | <hr/> |
| BALANCE OF FUNDS | | \$5,198.31 |

FORM 1
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

Case No: 01-10266 BP1 Judge: BILL PARKER
Case Name: POYNOR, JOHN T
POYNOR, ANN B
For Period Ending: 01/14/04

Trustee Name: Stephen J. Zayler
Date Filed (f) or Converted (c): 02/09/01 (f)
341(a) Meeting Date: 04/02/01
Claims Bar Date: 09/18/01

| 1 | 2 | 3 | 4 | 5 | 6 |
|---|------------------------------------|---|---|---|---|
| Asset Description (Scheduled and Unscheduled (u) Property) | Petition/ Unscheduled Values | Estimated Net Value (Value Determined by Trustee, Less Liens, Exemptions, and Other Costs) | Property Abandoned OA=554(a) Abandon DA=554(c) Abandon | Sale/Funds Received by the Estate | Asset Fully Administered (FA)/ Gross Value of Remaining Assets |
| 1. CHECKING | 1,322.25 | 0.00 | | 0.00 | FA |
| 2. HOUSEHOLD GOODS | 5,000.00 | 0.00 | | 0.00 | FA |
| 3. BOOKS AND PICTURES | 200.00 | 0.00 | | 0.00 | FA |
| 4. WEARING APPAREL | 2,000.00 | 0.00 | | 0.00 | FA |
| 5. JEWELRY | 1,000.00 | 0.00 | | 0.00 | FA |
| 6. SPORTS EQUIPMENT | 200.00 | 0.00 | | 0.00 | FA |
| 7. LIFE INSURANCE | 1.00 | 0.00 | | 0.00 | FA |
| 8. RETIREMENT | 1,000,000.00 | 0.00 | | 0.00 | FA |
| 9. ANNUITY | 10,000.00 | 0.00 | | 0.00 | FA |
| 10. STOCK POYNOR CORPORATION | 1.00 | 0.00 | | 0.00 | FA |
| 11. TAX REFUND | 3,000.00 | 0.00 | | 0.00 | FA |
| 12. INTEREST IN CLASS ACTION LAWSUIT Claim of Exemption Denied | 100,000.00 | 25,000.00 | | 6,089.80 | FA |
| 13. 1997 CHEVY LUMINA | 4,000.00 | 0.00 | | 0.00 | FA |
| 14. ANIMALS | 1.00 | 0.00 | DA | 0.00 | FA |
| 15. Post-Petition Interest Deposits (u) | Unknown | N/A | | 78.44 | Unknown |

| | | | | |
|-----------------------------------|-----------------|--------------|-------------|-----------------------------------|
| | | | | Gross Value of Remaining Assets |
| TOTALS (Excluding Unknown Values) | \$ 1,126,725.25 | \$ 25,000.00 | \$ 6,168.24 | \$0.00 |
| | | | | (Total Dollar Amount in Column 6) |

Major activities affecting case closing which are not reflected above, and matters pending, date of hearing or sale, and other action:

I have written the personal injury attorney for the status on the class action lawsuit. Objection to Exemptions Denied. Received Partial Settlement Proceeds from Lease Oil Antitrust Litigation. Trustee to sort out who is entitled to money, Detor or Corporation.

FORM 1
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

Case No: 01-10266 BP1 Judge: BILL PARKER
Case Name: POYNOR, JOHN T
POYNOR, ANN B

Trustee Name: Stephen J. Zayler
Date Filed (f) or Converted (c): 02/09/01 (f)
341(a) Meeting Date: 04/02/01
Claims Bar Date: 09/18/01

Initial Projected Date of Final Report (TFR): 12/31/02

Current Projected Date of Final Report (TFR): 12/31/04

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 01-10266 BP1
 Case Name: POYNOR, JOHN T
 POYNOR, ANN B
 Taxpayer ID No: *****2048
 For Period Ending: 01/14/04

Trustee Name: Stephen J. Zayler
 Bank Name: BANK OF AMERICA
 Account Number: *****2879 Checking - Non Interest

Blanket Bond (per case limit): \$ 300,000.00
 Separate Bond (if applicable):

| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
|------------------|--------------------|-------------------------------|---|---------------|--------------------|----------------------|
| Transaction Date | Check or Reference | Paid To / Received From | Description Of Transaction | Deposits (\$) | Disbursements (\$) | Account Balance (\$) |
| 01/14/04 | | Transfer from Acct #*****4320 | BALANCE FORWARD Transfer In From MMA Account | 5,198.31 | | 0.00 5,198.31 |

| | | | |
|---------------------------|----------|------|----------|
| COLUMN TOTALS | 5,198.31 | 0.00 | 5,198.31 |
| Less: Bank Transfers | 5,198.31 | 0.00 | |
| Subtotal | 0.00 | 0.00 | |
| Less: Payments to Debtors | | 0.00 | |
| Net | 0.00 | 0.00 | |

Page Subtotals 5,198.31 0.00

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 01-10266 BP1
 Case Name: POYNOR, JOHN T
 POYNOR, ANN B
 Taxpayer ID No: *****2048
 For Period Ending: 01/14/04

Trustee Name: Stephen J. Zayler
 Bank Name: BANK OF AMERICA
 Account Number: *****4320 Money Market - Interest Bearing

Blanket Bond (per case limit): \$ 300,000.00
 Separate Bond (if applicable):

| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
|------------------|--------------------|---|---|---------------|--------------------|----------------------|
| Transaction Date | Check or Reference | Paid To / Received From | Description Of Transaction | Deposits (\$) | Disbursements (\$) | Account Balance (\$) |
| | | | BALANCE FORWARD | | | 0.00 |
| 03/20/02 | 12 | LEASE OIL ANTITRUST LITIGATION | PARTIAL SETTLEMENT PROCEEDS | 6,089.80 | | 6,089.80 |
| 03/29/02 | 15 | BANK OF AMERICA | Interest Rate 1.200 | 1.19 | | 6,090.99 |
| 04/30/02 | 15 | BANK OF AMERICA | Interest Rate 1.200 | 6.01 | | 6,097.00 |
| 05/31/02 | 15 | BANK OF AMERICA | Interest Rate 1.200 | 6.21 | | 6,103.21 |
| 06/28/02 | 15 | BANK OF AMERICA | Interest Rate 1.200 | 6.02 | | 6,109.23 |
| 07/31/02 | 15 | BANK OF AMERICA | Interest Rate 1.200 | 6.23 | | 6,115.46 |
| 08/30/02 | 15 | BANK OF AMERICA | Interest Rate 1.200 | 6.23 | | 6,121.69 |
| 09/30/02 | 15 | BANK OF AMERICA | Interest Rate 1.200 | 6.04 | | 6,127.73 |
| 10/31/02 | 15 | BANK OF AMERICA | Interest Rate 1.200 | 6.25 | | 6,133.98 |
| 11/29/02 | 15 | BANK OF AMERICA | Interest Rate 0.850 | 4.99 | | 6,138.97 |
| 12/31/02 | 15 | BANK OF AMERICA | Interest Rate 0.850 | 4.43 | | 6,143.40 |
| 01/31/03 | 15 | BANK OF AMERICA | Interest Rate 0.850 | 4.44 | | 6,147.84 |
| 02/28/03 | 15 | BANK OF AMERICA | Interest Rate 0.850 | 4.01 | | 6,151.85 |
| 03/31/03 | 15 | BANK OF AMERICA | Interest Rate 0.500 | 2.79 | | 6,154.64 |
| 04/30/03 | 15 | BANK OF AMERICA | Interest Rate 0.500 | 2.53 | | 6,157.17 |
| 05/30/03 | 15 | BANK OF AMERICA | Interest Rate 0.500 | 2.61 | | 6,159.78 |
| 06/30/03 | 15 | BANK OF AMERICA | Interest Rate 0.500 | 2.54 | | 6,162.32 |
| 07/31/03 | 15 | BANK OF AMERICA | Interest Rate 0.200 | 1.05 | | 6,163.37 |
| 08/29/03 | 15 | BANK OF AMERICA | Interest Rate 0.200 | 1.04 | | 6,164.41 |
| 09/30/03 | 15 | BANK OF AMERICA | Interest Rate 0.200 | 1.02 | | 6,165.43 |
| 10/31/03 | 15 | BANK OF AMERICA | Interest Rate 0.200 | 1.05 | | 6,166.48 |
| 11/28/03 | 15 | BANK OF AMERICA | Interest Rate 0.200 | 1.01 | | 6,167.49 |
| 12/31/03 | 15 | BANK OF AMERICA | Interest Rate 0.100 | 0.53 | | 6,168.02 |
| 01/12/04 | 000101 | STEPHEN J. ZAYLER ATTORNEY AT LAW P. O. BOX 150743 LUFKIN, TX 75915-0743 | ATTORNEY FOR TRUSTEE FEES & EXPENSE PER COURT ORDER ENTERED 1/9/04 | | 969.93 | 5,198.09 |
| 01/14/04 | 15 | BANK OF AMERICA | INTEREST REC'D FROM BANK | 0.22 | | 5,198.31 |

Page Subtotals 6,168.24 969.93

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 01-10266 BP1
 Case Name: POYNOR, JOHN T
 POYNOR, ANN B
 Taxpayer ID No: *****2048
 For Period Ending: 01/14/04

Trustee Name: Stephen J. Zayler
 Bank Name: BANK OF AMERICA
 Account Number: *****4320 Money Market - Interest Bearing

Blanket Bond (per case limit): \$ 300,000.00
 Separate Bond (if applicable):

| 1 | 2 | 3 | 4 | 5 | 6 | 7 |
|------------------|--------------------|-----------------------------|----------------------------|---------------|--------------------|----------------------|
| Transaction Date | Check or Reference | Paid To / Received From | Description Of Transaction | Deposits (\$) | Disbursements (\$) | Account Balance (\$) |
| 01/14/04 | | Transfer to Acct #*****2879 | Final Posting Transfer | | 5,198.31 | 0.00 |

| | | | |
|--|--------------|---------------|----------|
| COLUMN TOTALS | 6,168.24 | 6,168.24 | 0.00 |
| Less: Bank Transfers | 0.00 | 5,198.31 | |
| Subtotal | 6,168.24 | 969.93 | |
| Less: Payments to Debtors | | 0.00 | |
| Net | 6,168.24 | 969.93 | |
| | | NET | ACCOUNT |
| TOTAL - ALL ACCOUNTS | NET DEPOSITS | DISBURSEMENTS | BALANCE |
| Checking - Non Interest - 3752492879 | 0.00 | 0.00 | 5,198.31 |
| Money Market - Interest Bearing - 3754224320 | 6,168.24 | 969.93 | 0.00 |
| | ----- | ----- | ----- |
| | 6,168.24 | 969.93 | 5,198.31 |
| | ===== | ===== | ===== |

Page Subtotals 0.00 5,198.31

SCHEDULE B

APPLICATION FOR COMPENSATION

COMPUTATION OF COMMISSIONS

| | | | |
|----------|------------|----------------------|--------|
| Receipts | \$6,168.24 | 25% of First \$5,000 | \$0.00 |
| Less | -\$5,000 | (\$1,250.00 Max) | |
| Balance | \$1,168.24 | 10% of Next \$45,000 | \$0.00 |
| Less | -\$45,000 | (\$4,500.00 Max) | |
| Balance | \$0.00 | 5% of Next \$950,000 | \$0.00 |
| Less | -\$950,000 | (\$47,500.00 Max) | |
| Balance | \$0.00 | 3% of Balance | \$0.00 |

TOTAL COMPENSATION REQUESTED \$1,366.82

TRUSTEE EXPENSES:

| | |
|---|----------|
| Premium on Trustee's Bond | \$0.00 |
| Travel (0.00 at 0.00cents per mile) | \$0.00 |
| Copies (655.00 page at 0.25 cents per copy) | \$163.75 |
| Postage | \$404.91 |
| Telephone Charges | \$4.00 |
| Clerical/Secretarial (4.80 at 15.00 per hour) | \$72.00 |
| Paralegal/Assistance (0.00 at 0.00 per hour) | \$0.00 |
| Supplies/Stationary | \$0.60 |
| Distribution Expenses | \$0.00 |
| Miscellaneous | \$0.00 |

TOTAL EXPENSES \$645.26

| | | |
|-----------|---|-------|
| Records : | Trustee did not take possession of business or personal records of Debtor. | X |
| | | _____ |
| | Notice given debtor on to pick up business or personal records in hands of Trustee. | _____ |

Compensation and Expenses Worksheet

Case Number: 01-10266 BP1
Debtor: POYNOR, JOHN T
Joint Debtor: POYNOR, ANN B

1. COMPUTATION OF COMPENSATION

Total disbursements to other than the debtor are:

| | | | |
|---|------------|----------------------|-------------------|
| Pursuant to 11 U.S.C. § 326, compensation is computed as follows: | | | \$6,168.24 |
| | \$6,168.24 | 25% of First \$5,000 | \$1,250.00 |
| Less - | \$5,000.00 | (\$1,250 Maximum) | |
| Balance | \$1,168.24 | 10% of Next \$45,000 | \$116.82 |
| Less - | \$1,168.24 | (\$4,500 Maximum) | |
| Balance | \$0.00 | 5% of Next \$950,000 | \$0.00 |
| Less - | \$0.00 | (\$47,500 Maximum) | |
| Balance | \$0.00 | 3% of Balance | \$0.00 |
| | | | |
| TOTAL COMPENSATION CALCULATED: | | | \$1,366.82 |
| Less Previously Paid Compensation: | | | \$0.00 |
| | | | |
| TOTAL COMPENSATION REQUESTED: | | | \$1,366.82 |

2. TRUSTEE EXPENSES

The Trustee has incurred the following expenses:

| | | |
|----------|---|--------|
| 05/29/01 | POST: Postage 1 each @ 0.6800 / each | \$0.68 |
| 10/24/01 | COPY: Photocopy/Duplication Expense 1 page @ 0.2500 / page | \$0.25 |
| 10/24/01 | POST: Postage 1 each @ 0.3400 / each | \$0.34 |
| 10/25/01 | COPY: Photocopy/Duplication Expense 4 pages @ 0.2500 / page | \$1.00 |
| 02/26/02 | POST: Postage 1 each @ 0.3400 / each | \$0.34 |
| 03/20/02 | COPY: Photocopy/Duplication Expense 3 pages @ 0.2500 / page | \$0.75 |
| 03/25/02 | PHONE: Telephone Expense 1 @ 1.0000 | \$1.00 |
| 05/02/02 | COPY: Photocopy/Duplication Expense 2 pages @ 0.2500 / page | \$0.50 |
| 05/02/02 | PHONE: Telephone Expense 1 @ 1.0000 713-654-4488 | \$1.00 |
| 05/02/02 | POST: Postage 1 each @ 0.3400 / each | \$0.34 |
| 05/28/02 | POST: Postage 2 each @ 0.3400 / each | \$0.68 |
| 06/25/02 | COPY: Photocopy/Duplication Expense 1 page @ 0.2500 / page | \$0.25 |
| 06/25/02 | POST: Postage 1 each @ 3.9400 / each | \$3.94 |
| 07/09/02 | COPY: Photocopy/Duplication Expense 6 pages @ 0.2500 / page | \$1.50 |
| 07/09/02 | POST: Postage 1 each @ 1.1100 / each | \$1.11 |

Compensation and Expenses Worksheet

Case Number: 01-10266 BP1

Debtor: POYNOR, JOHN T

Joint Debtor: POYNOR, ANN B

| | | |
|----------|---|----------|
| 07/18/02 | COPY: Photocopy/Duplication Expense 4 pages @ 0.2500 / page | \$1.00 |
| 07/18/02 | COPY: Photocopy/Duplication Expense 2 pages @ 0.2500 / page | \$0.50 |
| 07/18/02 | POST: Postage 1 each @ 0.7400 / each | \$0.74 |
| 08/08/02 | PHONE: Telephone Expense 1 @ 2.0000 409-860-1820 | \$2.00 |
| 08/09/02 | COPY: Photocopy/Duplication Expense 3 pages @ 0.2500 / page | \$0.75 |
| 08/09/02 | POST: Postage 1 each @ 0.3700 / each | \$0.37 |
| 10/02/03 | COPY: Photocopy/Duplication Expense 102 pages @ 0.2500 / page | \$25.50 |
| 10/02/03 | POST: Postage 3 each @ 4.6500 / each | \$13.95 |
| 10/02/03 | POST: Postage 2 each @ 2.2100 / each | \$4.42 |
| 10/02/03 | POST: Postage 1 each @ 4.6500 / each | \$4.65 |
| 10/02/03 | POST: Postage 6 each @ 4.6500 / each | \$27.90 |
| 10/16/03 | COPY: Photocopy/Duplication Expense 8 pages @ 0.2500 / page | \$2.00 |
| 10/21/03 | POST: Postage 3 each @ 0.3700 / each | \$1.11 |
| 11/11/03 | COPY: Photocopy/Duplication Expense 150 pages @ 0.2500 / page | \$37.50 |
| 11/11/03 | POST: Postage 4 each @ 60.0000 / each | \$240.00 |
| 11/11/03 | POST: Postage 115 each @ 0.3700 / each | \$42.55 |
| 11/12/03 | COPY: Photocopy/Duplication Expense 14 pages @ 0.2500 / page | \$3.50 |
| 11/17/03 | COPY: Photocopy/Duplication Expense 8 pages @ 0.2500 / page | \$2.00 |
| 11/17/03 | POST: Postage 4 each @ 0.3700 / each | \$1.48 |
| 12/09/03 | COPY: Photocopy/Duplication Expense 6 pages @ 0.2500 / page | \$1.50 |
| 12/11/03 | POST: Postage 3 each @ 1.5200 / each | \$4.56 |
| 12/11/03 | POST: Postage 115 each @ 0.3700 / each | \$42.55 |
| 12/12/03 | COPY: Photocopy/Duplication Expense 320 pages @ 0.2500 / page | \$80.00 |
| 12/22/03 | POST: Postage 1 each @ 1.5200 / each | \$1.52 |
| 01/14/04 | COPY: Photocopy/Duplication Expense 21 pages @ 0.2500 / page | \$5.25 |
| 01/14/04 | POST: Postage 1 each @ 4.6500 / each | \$4.65 |
| 01/14/04 | POST: Postage 19 each @ 0.3700 / each | \$7.03 |
| 01/14/04 | SEC: Secretarial Expense 4.8 @ 15.0000 | \$72.00 |
| 01/14/04 | SUPPLY: Supplies & Stationery 6 @ 0.1000 Manilla Folders | \$0.60 |

Expense Summary

| | |
|---|----------|
| COPY: Photocopy/Duplication Expense 655 pages @ 0.25 / page | \$163.75 |
| PHONE: Telephone Expense 2 @ 1.00 | \$2.00 |
| PHONE: Telephone Expense 1 @ 2.00 | \$2.00 |
| POST: Postage 5 each @ 0.34 / each | \$1.70 |

Compensation and Expenses Worksheet

Case Number: 01-10266 BP1

Debtor: POYNOR, JOHN T

Joint Debtor: POYNOR, ANN B

| | |
|--|----------|
| POST: Postage 257 each @ 0.37 / each | \$95.09 |
| POST: Postage 1 each @ 0.68 / each | \$0.68 |
| POST: Postage 1 each @ 0.74 / each | \$0.74 |
| POST: Postage 1 each @ 1.11 / each | \$1.11 |
| POST: Postage 4 each @ 1.52 / each | \$6.08 |
| POST: Postage 2 each @ 2.21 / each | \$4.42 |
| POST: Postage 1 each @ 3.94 / each | \$3.94 |
| POST: Postage 11 each @ 4.65 / each | \$51.15 |
| POST: Postage 4 each @ 60.00 / each | \$240.00 |
| SEC: Secretarial Expense 4.8 @ 15.00 | \$72.00 |
| SUPPLY: Supplies & Stationery 6 @ 0.10 | \$0.60 |

TOTAL EXPENSES CALCULATED: \$645.26

Less Previously Paid Expenses: \$0.00

TOTAL EXPENSES REQUESTED: \$645.26

TOTAL EXPENSES AND COMPENSATION REQUESTED: =====
\$2,012.08

DATED: 01/14/04

/s/ Stephen J. Zayler

SIGNED _____

TRUSTEE: Stephen J. Zayler

P. O. Box 150743

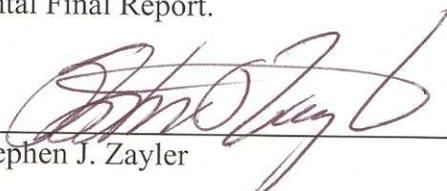
Lufkin, TX 75915-0743

THE STATE OF TEXAS)

COUNTY OF)

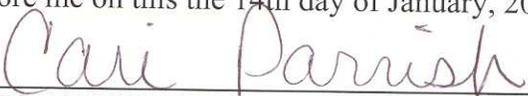
BEFORE ME, the undersigned authority on this date personally appeared Stephen J. Zayler, and under oath stated the following:

"I, Stephen J. Zayler, am the duly appointed Trustee in the John and Ann Poynor bankruptcy proceeding. I am hereby making application for the maximum amount of Trustee fees, as it is my opinion that the maximum amount was earned by me in carrying out my duties as Trustee. I held the 341a meeting, collected settlement proceeds, and had numerous conferences and correspondence with the debtor, and the debtors' attorney. Further, I performed all other numerous duties of a Trustee, including, but not limited to, preparing Trustee's Final Report, will make disbursements and will prepare the Supplemental Final Report.



Stephen J. Zayler

SWORN TO AND SUBSCRIBED TO before me on this the 14th day of January, 2004.



NOTARY PUBLIC, THE STATE OF TEXAS



ITEMIZATION OF SECRETARIAL AND CLERICAL TIME

May 10, 2001 - Load assets, lien, and exemption information;
(RA - .40)

January 22, 2002 - Prepare W-9 Form;
(RA - .10)

January 22, 2002 - Open bank account and loan bank account information;
(RA - .20)

March 22, 2002 - Prepare deposit, post, and transmit;
(CP - .20)

April 11, 2002 - Reconcile Bank Statement;
(MR - .10)

May 15, 2002 - Reconcile Bank Statement;
(MR - .10)

June 13, 2002 - Reconcile Bank Statement;
(MR - .10)

July 22, 2002 - Reconcile Bank Statement;
(MR - .10)

August 13, 2002 - Reconcile Bank Statement;
(MR - .10)

September 11, 2002 - Reconcile Bank Statement;
(MR - .10)

October 11, 2002 - Reconcile Bank Statement;
(CP - .10)

November 14, 2002 - Reconcile Bank Statement;
(MR - .10)

December 14, 2002 - Reconcile Bank Statement;
(MR - .10)

January 13, 2003 - Reconcile Bank Statement;
(MR - .10)

February 12, 2003 - Reconcile Bank Statement;
(MR - .10)

March 13, 2003 - Reconcile Bank Statement;
(MR - .10)

April 11, 2003 - Reconcile Bank Statement;
(MR - .10)

May 14, 2003 - Reconcile Bank Statement;
(MR - .10)

June 13, 2003 - Reconcile Bank Statement;
(MR - .10)

July 15, 2003 - Reconcile Bank Statement;
(MR - .10)

August 12, 2003 - Reconcile Bank Statement;
(MR - .10)

September 12, 2003 - Reconcile Bank Statement;
(MR - .10)

September 19, 2003 - Request Court Costs;
(CP - .10)

September 19, 2003 - Request Claims Folder;
(CP - .10)

October 15, 2003 - Reconcile Bank Statement;
(MR - .10)

October 16, 2003 - Conference with Trustee regarding Objection to Shivers Well
Service and Response to same;
(RA - .10)

October 20, 2003 - Prepare memo to Trustee regarding Response to Objection to
Claim;
(RA - .10)

October 28, 2003 - Load Claim Information;
(CP - .50)

October 28, 2003 - Return claims folder;
(CP - .10)

November 17, 2003 - Reconcile Bank Statement;
(MR - .10)

December 17, 2003 - Reconcile Bank Statement;
(MR - .10)

January 12, 2004 - Prepare check to SZ for Attorney for Trustee fees and expenses;

(CP - .20)

January 14, 2004 - Reconcile Bank Statement;

(MR - .10)

January 14, 2004 - Compile Trustee's Final Report for Submission to U. S. Trustee;

(CP - .30)

January 14, 2004 - Transfer funds from MMA to checking account at Bank of America and post accrued interest;

(CP - .20)

RECAP OF SECRETARIAL & CLERICAL TIME:

| | | | | |
|---------------|---|-----------------------------|---|-------|
| REBECCA ALLEN | - | 0.90 hrs. @ \$15.00/per hr. | = | 13.50 |
| CARI PARRISH | - | 1.80 hrs. @ \$15.00/per hr. | = | 27.00 |
| MILLIE REEVES | - | 2.10 hrs. @ \$15.00/per hr. | = | 31.50 |

| | | | | |
|--------|--|-----------------------------|---|----------|
| TOTAL: | | 4.80 hrs. @ \$15.00/per hr. | = | \$ 72.00 |
|--------|--|-----------------------------|---|----------|

ITEMIZATION OF TRUSTEE TIME

March 30, 2001 - Initial review of Schedules and Statement of Financial Affairs;
(SJZ - .20)

March 30 2001 - Receipt of Notice of Appointment;
(SJZ - .10)

March 30, 2001 - Receipt and review of Notice of 341a meeting;
(SJZ - .10)

March 30, 2001 - Review file prior to conducting 341a hearing;
(SJZ - .20)

March 30, 2001 - Prepare sign-in sheet;
(SJZ - .20)

April 2, 2001 - Conduct 341a Hearing -Meeting Continued;
(SJZ - .10)

April 2, 2001 - Prepare Proceeding Memo;
(SJZ - .10)

April 3, 2001 - Review of typed proceeding memo and execute same;
(SJZ - .10)

April 3, 2001 - Correspondence to Court transmitting proceeding memo and execute same;
(SJZ - .20)

April 26, 2001 - Receive and review Proof of Claim of Pickett and Pickett;
(SJZ - .10)

May 1, 2001 - Receive and review Proof of Claim filed by 1st Liberty National Bank;
(SJZ - .10)

May 4, 2001 - Conduct 341a Hearing -Meeting Continued;
(SJZ - .10)

May 4, 2001 - Prepare Proceeding Memo;
(SJZ - .10)

May 8, 2001 - Review of typed proceeding memo and execute same;
(SJZ - .10)

May 8, 2001 - Correspondence to Court transmitting proceeding memo and execute same;
(SJZ - .20)

May 24, 2001 - Review and initial Motion to Employ Attorney for Trustee;
(SJZ - .10)

May 29, 2001 - Initial letter to Richard Sullivan, attorney requesting information on class action suit;
(SJZ - .10)

June 25, 2001 - Receive and review Order Employing Attorney for Trustee;
(SJZ - .10)

June 26, 2001 - Receipt of and calendar bar date;
(SJZ - .10)

August 20, 2001 - Receive and review Proof of Claim filed by Dillard's;
(SJZ - .10)

October 22, 2001 - Prepare Form 1 and Form 2;
(SJZ - .30)

October 23, 2001 - Prepare letter to class action attorney regarding suit for underpayment of crude oil;
(SJZ - .20)

January 22, 2002 - Review and execute W-9 Form;
(SJZ - .10)

February 26, 2002 - Prepare correspondence to personal injury attorney requesting status of lawsuit;
(SJZ - .20)

March 22, 2002 - Review of deposit and initial deposit;
(SJZ - .10)

March 25, 2002 - Telephone conference to Richard Sullivan regarding settlements in class action suit;
(SJZ - .10)

March 25, 2002 - Receive and review bank stamped deposit slip;
(SJZ - .10)

April 11, 2002 - Receipt of and review bank statement;
(SJZ - .10)

April 16, 2002 - Prepare Form 1 and Form 2;
(SJZ - .30)

May 2, 2002 - Telephone conference to Rick Sullivan regarding status on damage checks - left message to call back;
(SJZ - .10)

May 3, 2002 - Prepare letter to Tom Poyner transmitting copy of settlement check;
(SJZ - .20)

May 3, 2002 - Telephone conference from Rick Sullivan regarding damage checks not received;
(SJZ - .10)

May 15, 2002 - Receipt of and review bank statement;
(SJZ - .10)

May 28, 2002 - Prepare letter to Rick Sullivan regarding damages checks;
(SJZ - .20)

June 13, 2002 - Receipt of and review bank statement;
(SJZ - .10)

June 24, 2002 - Prepare letter to Rick Sullivan regarding status of damage check;
(SJZ - .20)

July 12, 2002 - Receipt of and review bank statement;
(SJZ - .10)

July 18, 2002 - Prepare letter to Katy Sammons at Susman Godfrey, LLP, regarding damages in MDL1206;

(SJZ - .20)

July 18, 2002 - Prepare letter to Lease Oil Antitrust & Litigation regarding settlement payments on crude oil;

(SJZ - .20)

August 9, 2002 - Prepare letter to John Poynor transmitting copy of correspondence from Richard Sullivan;

(SJZ - .20)

August 13, 2002 - Receipt of and review bank statement;

(SJZ - .10)

September 11, 2002 - Receipt of and review bank statement;

(SJZ - .10)

October 11, 2002 - Receipt of and review bank statement;

(SJZ - .10)

November 14, 2002 - Receipt of and review bank statements;

(SJZ - .10)

December 13, 2002 - Receipt of and review bank statements;

(SJZ - .10)

January 13, 2003 - Receipt of and review bank statements;

(SJZ - .10)

February 12, 2003 - Receipt of and review bank statements;

(SJZ - .10)

March 12, 2003 - Receipt of and review bank statements;

(SJZ - .10)

April 11, 2003 - Receipt of and review bank statements;

(SJZ - .10)

April 16, 2003 - Prepare Form 1 and Form 2;

(SJZ - .30)

May 14, 2003 - Receipt of and review bank statements;

(SJZ - .10)

June 13, 2003 - Receipt of and review bank statements;

(SJZ - .10)

July 15, 2003 - Receipt of and review bank statements;

(SJZ - .10)

August 12, 2003 - Receipt of and review bank statements;

(SJZ - .10)

September 12, 2003 - Receipt of and review bank statements;

(SJZ - .10)

October 14, 2003 - Receive and review Response to trustee's Objection to Claim of Shivers Well Service;

(SJZ - .10)

October 14, 2003 - Receive and review Notice of Appearance filed by Gary Coker on behalf of Shiver Well Service;

(SJZ - .10)

October 15, 2003 - Receipt of and review bank statements;

(SJZ - .10)

October 20, 2003 - Receive and review Baler-Hughes response to Trustee's Objection to claim and additional information;
(SJZ - .10)

October 28, 2003 - Receive and review Order disallowing claim #8;
(SJZ - .10)

October 28, 2003 - Receive and review Order disallowing claim #16;
(SJZ - .10)

October 28, 2003 - Receive and review Order disallowing claim #24;
(SJZ - .10)

October 28, 2003 - Receive and review Order disallowing claim #2;
(SJZ - .10)

October 28, 2003 - Receive and review Order Disallowing Claim #1 secured and allowing as unsecured;
(SJZ - .10)

October 28, 2003 - Receive and review Order Disallowing Claim #5 secured and allowing as unsecured;
(SJZ - .10)

October 29, 2003 - Receive and review Order on claims of Belmont Oil & Gas, Nash Books, Conn's Appliance, Hull Oilfield, Inflated & Bank First;
(SJZ - .10)

November 11, 2003 - Prepare Trustee's Designation of Exhibits and Witnesses;
(SJZ - .20)

November 13, 2003 - Telephone conference with G. Coker regarding hearing on Trustee's Objection to Shivers Well Service Proof of Claim;
(SJZ - .10)

November 17, 2003 - Receive and review correspondence from Gary Coker regarding allowance of claim of Shivers Well Service;
(SJZ - .10)

November 17, 2003 - Prepare Withdrawal of Objection o Claim of Shivers Well Service;
(SJZ - .20)

November 17, 2003 - Receipt of and review bank statements;
(SJZ - .10)

December 17, 2003 - Receipt of and review bank statements;
(SJZ - .10)

January 14, 2004 - Receipt of and review bank statements;
(SJZ - .10)

TOTAL ITEMIZED TRUSTEE TIME: 9.40 hrs.

Additional Trustee time to be incurred:

Evaluation of case for administration and disposition of assets;

Continuous monitor of case administration;

Preparation of disbursement checks to creditors and Trustee fees and expenses;

Preparation of dividend letter to creditors;

Review additional bank statements;

Preparation of additional Form 1's and 2's as necessary;

Preparation of Trustee's Supplemental Final Report.

SCHEDULE C
EXPENSES OF ADMINISTRATION

| | (1) Amount Claimed | (2) Amount Allowed | (3) Previously Paid | (4) Due |
|---|-----------------------|-----------------------|------------------------|---------|
| 1. 11 U.S.C Sec. 507(a)(1) Court Costs and Fees | 0.00 | 0.00 | 0.00 | 0.00 |
| 2. 11 U.S.C. Sec. 503(b)(1)(a) Preservation of Estate | 0.00 | 0.00 | 0.00 | 0.00 |
| 3. 11 U.S.C. Sec. 503(b)(2) Post-Petition taxes and related penalties | 0.00 | 0.00 | 0.00 | 0.00 |
| 4. 11 U.S.C. Sec. 503(b)(2) Compensation and Reimbursements | | | | |
| A. Trustee - Compensation | 0.00 | 0.00 | 0.00 | 0.00 |
| B. Trustee - Expense | 0.00 | 0.00 | 0.00 | 0.00 |
| C. TRUSTEE ATTORNEY FEES | 969.93 | 969.93 | 969.93 | 0.00 |
| 5. Court Special Charges (Excess Notices) | 0.00 | 0.00 | 0.00 | 0.00 |
| 6. United States Trustee Fees | 0.00 | 0.00 | 0.00 | 0.00 |
| BkMk6 TOTALS: | \$969.93 | \$969.93 | \$969.93 | \$0.00 |

UNITED STATES BANKRUPTCY COURT

FOR THE EASTERN DISTRICT OF TEXAS

BEAUMONT DIVISION

In Re:

Bankruptcy Case: Chapter 7

John Tom Poynor Ann B. Poynor

Debtor(s):

BILLfiF COIIRI COSTS

TO:

Stephen Zayler
123 E. Lufkin Avenue PO Box 150743
Lufkin, TX 75915-0743

Notice is hereby given that court costs (and deferred adversary filing fees, if applicable) are now due pursuant to 28 USC Section 1930, in the above case in the amount of
\$0 (Total Amount)

These costs are itemized as follows

NOIICES

\$0.25 per notice in excess of 50 notices mailed prior to 1/1/87. --

\$0 (Prior to

SO.50 per notice for all notices mailed after to 1/1/87.

01-10266 bp

'1/87)

\$0 (After 1/1/87)

NOTE: For Chapter 7 cases filed after 12/1/92, there will be NO NOTICE FEES. (Do Not Bill for SO.50 per notice)

NOTE: For all other Chapters filed after 11 (Do Not Bill for \$0.50 per notice)

/98, **there will be NO NOnce FEES.**

PROCESSIN~CLAIMS

NOTE: The fee of \$0.25 for clerical processing of each claim in excess of 10 in. cases filed under the Act or Code has been eliminated

DEFERRED ADVERSARY FEES

0(Deferred Adversaries) Chapter 7 Adversary Proceeding(s) filed @ \$120.00/\$150.00 each. \$0

TOTAL AMOUNT DUE

\$0

Check to be made payable to Clerk. U.S. Bankruptcy Court

Date: **September 22, 2003**

JAMES D. TOKOPH

Clerk of Court

I Shannon Britten I

BY. I Shannon Britten I

Deputy Clerk "

SCHEDULE D

SECURED CLAIMS

| Claim no. | Amount Claimed | Amount Not Determined | Amount Allowed | Previously Paid | Due |
|-----------|----------------|-----------------------|----------------|-----------------|------|
| TOTALS | 0.00 | | 0.00 | 0.00 | 0.00 |

IDENTIFICATION OF SECURED PARTIES AFFECTED:

| Claim No. | Name of Creditor | Claim No. | Name of Creditor |
|-----------|------------------------------|-----------|------------------|
| 000005B | CAI LP, DBA: CONN APPLIANCES | | |

SCHEDULE E

PRIORITY CLAIMS OTHER THAN ADMINISTRATIVE EXPENSES
IN THE FOLLOWING ORDER OF PRIORITY

| | (1) Amount Claimed | (2) Amount Allowed | (3) Amount Paid | (4) Due |
|---|-----------------------|-----------------------|--------------------|---------------|
| 1. For Credit extended - Sec. 364(e)(1) | 0.00 | 0.00 | 0.00 | 0.00 |
| 2. Claims from failure of adequate protection - Sec. 307(a)(b) | 0.00 | 0.00 | 0.00 | 0.00 |
| 3. "Gap Claims" - Sec. 507(a)(2) | 0.00 | 0.00 | 0.00 | 0.00 |
| 4. Wages, etc. - Sec. 507(a)(3) | 0.00 | 0.00 | 0.00 | 0.00 |
| 5. Contributions to benefit plans - Sec. 507(a)(4) | 0.00 | 0.00 | 0.00 | 0.00 |
| 6. Consumer deposits - Sec. 507(a)(6) | 0.00 | 0.00 | 0.00 | 0.00 |
| 7. Taxes - Sec. 507(a)(7) | 0.00 | 0.00 | 0.00 | 0.00 |
| 8. Other (No Basis): | 0.00 | 0.00 | 0.00 | 0.00 |
| TOTALS: | \$0.00 | \$0.00 | \$0.00 | \$0.00 |

SCHEDULE E

PARTIES AFFECTED:

| Priority No. Name of Creditor | | | Priority No. Name of Creditor | |
|---|------------|------------|-------------------------------|------------|
| FILED UNSECURED CLAIMS TOTAL: | 281,247.54 | 281,247.54 | 0.00 | 281,247.54 |
| SUBORDINATED UNSECURED CLAIMS TOTAL: | 0.00 | 0.00 | 0.00 | 0.00 |

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Case Number: 01-10266

Page 1

Date: January 14, 2004

Debtor Name: POYNOR, JOHN T

Claim Number Sequence

| Code # | Creditor Name & Address | Claim Class | Notes | Amount Allowed | Paid to Date | Claim Balance |
|----------------------|---|----------------|--|----------------|--------------|---------------|
| 025 TAF | STEPHEN J. ZAYLER ATTORNEY AT LAW P. O. BOX 150743 LUFKIN, TX 75915-0743 | Administrative | | \$969.93 | \$969.93 | \$0.00 |
| 000001 070 UC | Belmont Oil & Gas Corp. c/o J. Ralph Ellis, Jr. 545 E. John Carpenter Fwy Ste., 1530, Texas Commerce Tower Irving, TX 75062 | Unsecured | ORDER DISALLOWING CLAIM AS SECURED BUT ALLOWING AS UNSECURED ENTERED 10/29/03 | \$5,000.00 | \$0.00 | \$5,000.00 |
| 000002 070 UC | The Nash Books P.O. Box 5562 Midland, TX 79704-5562 | Unsecured | ORDER DISALLOWING CLAIM ENTERED 10/29/03 | \$155.92 | \$0.00 | \$155.92 |
| 000003 070 UC | Cameron Telephone Company PO Box 167 Sulphur, LA 70664 | Unsecured | | \$0.00 | \$0.00 | \$0.00 |
| 000004 070 UC | Nacol's 6220 Phelan Blvd Beaumont, TX 77706 | Unsecured | | \$107.13 | \$0.00 | \$107.13 |
| 000005A 070 UC | CAI LP, dba: Conn Appliances PO Box 2358 Beaumont, TX 77704-2358 | Unsecured | | \$1,298.91 | \$0.00 | \$1,298.91 |
| 000005B 050 SC | CAI LP, dba: Conn Appliances PO Box 2358 Beaumont, TX 77704-2358 | Secured | ORDER DISALLOWING SECURED PORTION OR CLAIM AND ALLOWING UNSECURED PORTION ENTERED 10/29/03 | \$815.00 | \$0.00 | \$815.00 |
| 000006 070 UC | Pickett & Pickett, P.C. PO Box 10225 Liberty, TX 77575 | Unsecured | | \$2,558.63 | \$0.00 | \$2,558.63 |
| 000007 070 UC | First Liberty National Bank PO Box 10109 Liberty TX 77575 | Unsecured | | \$12,668.37 | \$0.00 | \$12,668.37 |
| 000008 070 UC | Hull Oilfield Hauling, Inc. PO Box 408 Hull, TX 77564 | Unsecured | ORDER DISALLOWING CLAIM NO. 8 ENTERED 10/29/03 | \$4,438.40 | \$0.00 | \$4,438.40 |
| 000009 070 UC | Vanderbilt University Student Loan Dept. Box 6217, Station B Nashville, TN 37235 | Unsecured | | \$5,185.83 | \$0.00 | \$5,185.83 |
| 000010 070 UC | Baker Hughes c/o Charles L. Black Aycock PO Box 77354 Houston, TX 77354-0168 | Unsecured | | \$4,500.00 | \$0.00 | \$4,500.00 |
| 000011 070 UC | American Express Centurion Bank Optima Card c/o Becket & Lee LLP PO Box 3001 Malvern PA 19355-0701 | Unsecured | | \$7,012.66 | \$0.00 | \$7,012.66 |
| 000012 070 UC | Shivers Well Service 151 County Road 2436 Hull TX 77564 | Unsecured | | \$198,874.78 | \$0.00 | \$198,874.78 |
| 000013 070 UC | Bank of America, N.A. [USA] PO Box 2278 Norfolk, VA 23501-2278 | Unsecured | | \$1,620.88 | \$0.00 | \$1,620.88 |

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Case Number: 01-10266
Debtor Name: POYNOR, JOHN T

Page 2
Claim Number Sequence

Date: January 14, 2004

| Code # | Creditor Name & Address | Claim Class | Notes | Amount Allowed | Paid to Date | Claim Balance |
|---------------------|--|-------------|---|----------------|--------------|---------------|
| 000014 070 UC | Modern Cleaners P.O. Box 372 Liberty, TX 77575-0372 | Unsecured | | \$820.43 | \$0.00 | \$820.43 |
| 000015 070 UC | American Express Travel Related Services Company, Inc. c/o Becket & Lee LLP PO Box 3001 Malvern, PA 19355-0701 | Unsecured | | \$2,791.61 | \$0.00 | \$2,791.61 |
| 000016 070 UC | Inflata-test HC1 Box 18B Liberty, TX 77575 | Unsecured | ORDER DISALLOWING CLAIM NO. 16 ENTERED 10/29/03 | \$5,889.50 | \$0.00 | \$5,889.50 |
| 000017 070 UC | Sulak, Hay & Company 6750 West Loop South Ste. 780 Bellaire, TX 77401-4113 | Unsecured | | \$3,450.00 | \$0.00 | \$3,450.00 |
| 000018 070 UC | Stanley Perkins 11403 Raindrop San Anionlo, TX 78216 | Unsecured | | \$2,500.00 | \$0.00 | \$2,500.00 |
| 000019 070 UC | Bergdorf Goodman PO Box 740933 Dallas, TX 75374 | Unsecured | | \$818.73 | \$0.00 | \$818.73 |
| 000020 070 UC | Talbot's PO Box 740933 Dallas, TX 75374 | Unsecured | | \$2,377.15 | \$0.00 | \$2,377.15 |
| 000021 070 UC | Dillard National Bank PO Box 52051 Phoenix, AZ 85072-2051 | Unsecured | | \$1,394.04 | \$0.00 | \$1,394.04 |
| 000022 070 UC | MBNA America Bank N.A. PO Box 15168 MS 1421 Wilmington, DE 19850 | Unsecured | | \$27,941.05 | \$0.00 | \$27,941.05 |
| 000023 070 UC | Foley's PO Box 1971 Houston TX 77251 | Unsecured | | \$327.34 | \$0.00 | \$327.34 |
| 000024 070 UC | Bank First [H.E. Rainbolt] 101 North Broadway PO Box 26788 Oklahoma City, OK 73126-0788 | Unsecured | ORDER DISALLOWING CLAIM NO. 24 ENTERED 10/29/03 | \$11,191.37 | \$0.00 | \$11,191.37 |
| Case Totals: | | | | \$304,707.66 | \$969.93 | \$303,737.73 |

Code #: Trustee's Claim Number, Priority Code, Claim Type

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
BEAUMONT DIVISION

| | | |
|----------------|---|-------------------|
| IN RE: |) | |
| POYNOR, JOHN T |) | CASE NO. 01-10266 |
| POYNOR, ANN B |) | |
| |) | CHAPTER 7 |
| DEBTOR(S) |) | |

TRUSTEE’S REPORT OF
PROPOSED FINAL DISTRIBUTIONS

The undersigned trustee of the estate hereby submits to the Court and to the United States Trustee this Report of Proposed Final Distributions.

1. The Court has entered orders which have become final, and which dispose of all objections to claims, all objections to the trustee’s Final Report, all applications for compensation, and all other matters which must be determined by the Court before final distribution can be made.

2. The trustee proposes to make final distribution of the funds of the estate as follows, and will make such distribution unless written objection thereto is made, filed and served on the trustee and on the United States trustee.

| | |
|---|------------|
| 1. BALANCE ON HAND | \$5,198.31 |
| 2. ADMINISTRATIVE EXPENSES TO BE PAID * (note) | \$2,012.08 |
| 3. SECURED CLAIMS TO BE PAID * (note) | \$0.00 |
| 4. PRIORITY CLAIMS TO BE PAID * (note) | \$0.00 |
| 5. UNSECURED CLAIMS TO BE PAID * (note) | \$3,186.23 |
| 6. OTHER DISTRIBUTIONS TO BE PAID * (note) | \$0.00 |
| 7. TOTAL DISTRIBUTIONS TO BE MADE (Sum of lines 2 through 6) | \$5,198.31 |
| 8. ZERO BALANCE AFTER ALL DISTRIBUTIONS (Line 1 less line 7) | \$0.00 |

* (See attached schedule of payees and amounts)

/s/ Stephen J. Zayler

Stephen J. Zayler (Trustee)

PROPOSED DISTRIBUTION

Case Number: 01-10266 BP1

Page 1

Date: January 14, 2004

Debtor Name: POYNOR, JOHN T \ POYNOR, ANN B

| Claim # | Payee Name | Class | Priority | Amount | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|-------------------|-----------------------------------|-------|----------|--------------|--------------|---------------|---------------|-----------------|
| Beginning Balance | | | | | | | | \$5,198.31 |
| | Stephen J. Zayler COMPENSATION | Admin | | \$1,366.82 | \$0.00 | \$1,366.82 | \$1,366.82 | \$3,831.49 |
| | Stephen J. Zayler EXPENSES | Admin | | \$645.26 | \$0.00 | \$645.26 | \$645.26 | \$3,186.23 |
| | STEPHEN J. ZAYLER | Admin | 025 | \$969.93 | \$969.93 | \$0.00 | \$0.00 | \$3,186.23 |
| 000001 | Belmont Oil & Gas Corp. | Unsec | 070 | \$5,000.00 | \$0.00 | \$5,000.00 | \$56.64 | \$3,129.59 |
| 000003 | Cameron Telephone Company | Unsec | 070 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$3,129.59 |
| 000004 | Nacol's | Unsec | 070 | \$107.13 | \$0.00 | \$107.13 | \$1.21 | \$3,128.38 |
| 000005A | CAI LP, dba: Conn Appliances | Unsec | 070 | \$1,298.91 | \$0.00 | \$1,298.91 | \$14.72 | \$3,113.66 |
| 000006 | Pickett & Pickett, P.C. | Unsec | 070 | \$2,558.63 | \$0.00 | \$2,558.63 | \$28.99 | \$3,084.67 |
| 000007 | First Liberty National Bank | Unsec | 070 | \$12,668.37 | \$0.00 | \$12,668.37 | \$143.52 | \$2,941.15 |
| 000009 | Vanderbilt University | Unsec | 070 | \$5,185.83 | \$0.00 | \$5,185.83 | \$58.75 | \$2,882.40 |
| 000010 | Baker Hughes | Unsec | 070 | \$4,500.00 | \$0.00 | \$4,500.00 | \$50.98 | \$2,831.42 |
| 000011 | American Express Centurion Bank | Unsec | 070 | \$7,012.66 | \$0.00 | \$7,012.66 | \$79.45 | \$2,751.97 |
| 000012 | Shivers Well Service | Unsec | 070 | \$198,874.78 | \$0.00 | \$198,874.78 | \$2,253.04 | \$498.93 |
| 000013 | Bank of America, N.A. [USA] | Unsec | 070 | \$1,620.88 | \$0.00 | \$1,620.88 | \$18.36 | \$480.57 |
| 000014 | Modern Cleaners | Unsec | 070 | \$820.43 | \$0.00 | \$820.43 | \$9.29 | \$471.28 |
| 000015 | American Express Travel Related | Unsec | 070 | \$2,791.61 | \$0.00 | \$2,791.61 | \$31.63 | \$439.65 |
| 000017 | Sulak, Hay & Company | Unsec | 070 | \$3,450.00 | \$0.00 | \$3,450.00 | \$39.08 | \$400.57 |
| 000018 | Stanley Perkins | Unsec | 070 | \$2,500.00 | \$0.00 | \$2,500.00 | \$28.32 | \$372.25 |
| 000019 | Bergdorf Goodman | Unsec | 070 | \$818.73 | \$0.00 | \$818.73 | \$9.28 | \$362.97 |
| 000020 | Talbot's | Unsec | 070 | \$2,377.15 | \$0.00 | \$2,377.15 | \$26.93 | \$336.04 |
| 000021 | Dillard National Bank | Unsec | 070 | \$1,394.04 | \$0.00 | \$1,394.04 | \$15.79 | \$320.25 |
| 000022 | MBNA America Bank N.A. | Unsec | 070 | \$27,941.05 | \$0.00 | \$27,941.05 | \$316.54 | \$3.71 |

PROPOSED DISTRIBUTION

Case Number: 01-10266 BP1

Page 2

Date: January 14, 2004

Debtor Name: POYNOR, JOHN T \ POYNOR, ANN B

| Claim # | Payee Name | Class | Priority | Amount | Paid to Date | Claim Balance | Proposed Pymt | Funds Remaining |
|--------------|------------|-------|----------|--------------|--------------|---------------|---------------|-----------------|
| 000023 | Foley's | Unsec | 070 | \$327.34 | \$0.00 | \$327.34 | \$3.71 | \$0.00 |
| << Totals >> | | | | \$284,229.55 | \$969.93 | \$283,259.62 | \$5,198.31 | \$0.00 |

Proposed distribution is dependent on the Court's rulings on administrative expenses, contest of claims, and/or objections made to this proposed distribution.