

Linda S. Payne
Chapter 7 Bankruptcy Trustee
12770 Coit Road, Suite 541
Dallas, TX 75251
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UNITED STATES BANKRUPTCY COURT
DISTRICT OF
DIVISION

In re: §
QUESTCORP MEDIA GROUP, INC. § Case No. 08-42320 BTR
Debtor(s) §

TRUSTEE'S FINAL REPORT (TFR)

The undersigned trustee hereby makes this Final Report and states as follows:

1. A petition under chapter of the United States Bankruptcy Code was filed on . The undersigned trustee was appointed on .
2. The trustee faithfully and properly fulfilled the duties enumerated in 11 U.S.C. §704.
3. All scheduled and known assets of the estate have been reduced to cash, released to the debtor as exempt property pursuant to 11 U.S.C. § 522, or have been or will be abandoned pursuant to 11 U.S.C. § 554. An individual estate property record and report showing the disposition of all property of the estate is attached as **Exhibit A**.

4. The trustee realized gross receipts of \$

Funds were disbursed in the following amounts:

Payments made under an interim
disbursement
Administrative expenses
Other payments to creditors
Non-estate funds paid to 3rd Parties
Exemptions paid to the debtor
Other payments to the debtor

Leaving a balance on hand of¹ \$

The remaining funds are available for distribution.

¹The balance of funds on hand in the estate may continue to earn interest until disbursed. The interest earned prior to disbursement will be distributed pro rata to creditors within each priority category. The trustee may receive additional compensation not to exceed the maximum compensation set forth under 11 U.S.C. §326(a) on account of the disbursement of the additional interest.

5. Attached as **Exhibit B** is a cash receipts and disbursements record for each estate bank account.

6. The deadline for filing non-governmental claims in this case was _____ and the deadline for filing governmental claims was _____. All claims of each class which will receive a distribution have been examined and any objections to the allowance of claims have been resolved. If applicable, a claims analysis, explaining why payment on any claim is not being made, is attached as **Exhibit C**.

7. The Trustee's proposed distribution is attached as **Exhibit D**.

8. Pursuant to 11 U.S.C. § 326(a), the maximum compensation allowable to the trustee is \$ _____. To the extent that additional interest is earned before case closing, the maximum compensation may increase.

The trustee has received \$ _____ as interim compensation and now requests a sum of \$ _____, for a total compensation of \$ _____². In addition, the trustee received reimbursement for reasonable and necessary expenses in the amount of \$ _____, and now requests reimbursement for expenses of \$ _____, for total expenses of \$ _____.

Pursuant to Fed R Bank P 5009, I hereby certify, under penalty of perjury, that the foregoing report is true and correct.

Date: _____ By: /s/LINDA PAYNE, TRUSTEE
Trustee

STATEMENT: This Uniform Form is associated with an open bankruptcy case, therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.

² If the estate is administratively insolvent, the dollar amounts reflected in this paragraph may be higher than the amounts listed in the Trustee's Proposed Distribution (Exhibit D).

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS

In Re:)
QUESTCORP MEDIA GROUP, INC.) 08-42320 -BTR
EIN: 75-2872737) Chapter 7
)
)
)
Debtor(s).)

TRUSTEE INTERIM REPORT

The Trustee, hereby files his Individual Estate Property Record and Report (Form 1) for the twelve month reporting period ending 03/23/2011. This report is intended to provide parties in interest with a general accounting of the Trustee's case administration.

Column 1: Asset Description (Scheduled and Unscheduled Property): This is a listing of all the Debtor's interest in assets from the petition, schedules, and statement of financial affairs. Also listed are unscheduled assets discovered by the Trustee, income of the estate (including post-petition interest on bank accounts), and claims which the estate may possess.

Column 2: Petition/Unscheduled Values: Column 2 reflects the dollar value of each asset, as first assigned by Debtor in the filed Schedules, or by the Trustee's initial estimate of values in the case of unscheduled assets. Scheduled values are often unreliable and may change significantly throughout the course of Trustee's investigation and administration.

Column 3: Estimated Net Value(Value Determined by Trustee Less Liens, Exemptions and Other Costs: Column 3 reflects the value of each asset as determined by the Trustee minus any appropriate adjustment. This value represents the Trustee's best initial estimate of **net** sale or liquidation value of the asset. Actual liquidation value may differ as a result of market conditions at the time of sale, costs of recovery, storage, insurance and sale.

Column 4: Property Abandoned: If this column is blank it means either that (1) Trustee intends to administer the asset, (2) Trustee has not decided, or (3) Trustee has already liquidated the asset. An entry of "OA" indicates the property has or will be formally abandoned under 11 U.S.C. 554 (a). An entry of "DA" indicates that the property will be abandoned at closing of the case under 11 U.S.C. 554 (c).

Column 5: Sales/Funds Received by the Estate: Column 5 indicates the **gross** amount of proceeds received from the liquidation of each asset regardless of amounts paid out to secured creditors or for expenses.

Column 6: Asset Fully Administered/Gross Value of Remaining Assets: When an asset has been fully administered either by liquidation, formal abandonment, or the Trustee has reached a decision to abandon at closing of the estate, the entry "FA" will be listed in Column 6. For assets still being administered, column 6 reflects the Trustee's current best estimate of the **gross** value. Actual liquidation value may differ as a result of market conditions at the time of sale. Note: The difference between Columns 3 and 5 does not necessarily equal the figure in Column 6.

Other Information: Note that the Trustee has provided information about matters pending in the case and projected date for filing the Trustee's Final Report (TFR).

Dated: _____

Respectfully Submitted,

LINDA PAYNE, TRUSTEE, Chapter 7 Trustee
12770 Coit Road
Suite 541 Banner Place
Dallas, TX 75251
972-628-3695

FORM 1
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES

Case No: 08-42320 BTR Judge: Brenda T. Rhoades
Case Name: QUESTCORP MEDIA GROUP, INC.

Trustee Name: LINDA PAYNE, TRUSTEE
Date Filed (f) or Converted (c): 08/29/08 (f)
341(a) Meeting Date: 10/06/08
Claims Bar Date: 12/23/08

For Period Ending: 03/23/11

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. Petty cash and checking accounts 3 customers stopped payment on their deposit for advertising therefore account was overdrawn by \$4,000.00.	304.36	0.00	DA	0.00	FA
2. Accounts Receivable Most receivables are not collectible because magazines were not published. Current good receivables totals \$15,492.64.	240,183.26	8,000.00		1,183.59	FA
3. Arbitration Claim against Oser-Bentley Debtor testified not worth pursuing.	Unknown	0.00	DA	0.00	FA
4. Website Domains www.custompublishing.com www.customplubishing.net www.custompublishing.info www.custompublishing.org www.custompurlishing.tv	10,000.00	10,000.00		10,000.00	FA
5. Customer Lists	0.00	0.00	DA	0.00	FA
6. Inventory and Equipment Hired Rosen to auction. List of equipment in quickdocs. Pictures in quickdocs.	26,719.22	20,000.00		38,602.14	FA
7. Note with Tina Bentley Has been paying since 2006. According to documents debtor sent she still owes \$1,495.50. Sent letter to her on 1/19/09	12,863.94	795.00		795.00	FA

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INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
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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
8. Refund from AT&T Sent AT&T email re refunds. No response and no documentation to prove it.	6,591.22	0.00	DA	0.00	FA
INT. Post-Petition Interest Deposits (u)	Unknown	N/A		95.71	Unknown

					Gross Value of Remaining Assets
TOTALS (Excluding Unknown Values)	\$296,662.00	\$38,795.00		\$50,676.44	\$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:

Ready to object to claims

Initial Projected Date of Final Report (TFR): 10/01/10

Current Projected Date of Final Report (TFR): 09/01/11

FORM 2
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 08-42320 -BTR
Case Name: QUESTCORP MEDIA GROUP, INC.

Trustee Name: LINDA PAYNE, TRUSTEE
Bank Name: Union Bank
Account Number / CD #: *****2153 Money Market Account

Taxpayer ID No: *****2737
For Period Ending: 03/23/11

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	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
			BALANCE FORWARD				0.00
C 10/01/09		Transfer from Acct #*****5165	Bank Funds Transfer	9999-000	46,327.26		46,327.26
C 10/30/09	INT	Union Bank	Interest Rate 0.250	1270-000	9.51		46,336.77
C 11/30/09	INT	Union Bank	Interest Rate 0.250	1270-000	9.83		46,346.60
C 12/02/09	7	Tina Bentley	Final payment on note	1129-000	795.00		47,141.60
C 12/31/09	INT	Union Bank	INTEREST REC'D FROM BANK	1270-000	9.97		47,151.57
C 01/29/10	INT	Union Bank	Interest Rate 0.100	1270-000	4.32		47,155.89
C 02/26/10	INT	Union Bank	Interest Rate 0.100	1270-000	3.61		47,159.50
C 03/31/10	INT	Union Bank	Interest Rate 0.100	1270-000	4.26		47,163.76
C 04/30/10	INT	Union Bank	Interest Rate 0.100	1270-000	3.87		47,167.63
C 05/28/10	INT	Union Bank	Interest Rate 0.100	1270-000	3.61		47,171.24
C 06/30/10	INT	Union Bank	Interest Rate 0.100	1270-000	4.26		47,175.50
C 07/30/10	INT	Union Bank	Interest Rate 0.100	1270-000	4.06		47,179.56
C 08/31/10	INT	Union Bank	Interest Rate 0.100	1270-000	4.13		47,183.69

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Trustee Name: LINDA PAYNE, TRUSTEE
Bank Name: Union Bank
Account Number / CD #: *****2153 Money Market Account

Taxpayer ID No: *****2737
For Period Ending: 03/23/11

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	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
C 09/20/10	000101	BILL PAYNE 12770 Coit Road Suite 541 Banner Place Dallas, TX 75251	Atty fees and expenses Fees 4,440.00 Expenses 18.78	 3210-000 3220-000		4,458.78	42,724.91
C 09/30/10	INT	Union Bank	Interest Rate 0.100	1270-000	3.75		42,728.66
C 10/29/10	INT	Union Bank	Interest Rate 0.100	1270-000	3.39		42,732.05
C 11/30/10	INT	Union Bank	Interest Rate 0.050	1270-000	1.97		42,734.02
C 12/31/10	INT	Union Bank	Interest Rate 0.050	1270-000	1.80		42,735.82
C 01/07/11	000102	Sheldon Levy, CPA 6320 Southwestern Blvd Suite 204 Ft Worth, TX 76109	Accountant fees and expenses Fees 2,500.00 Expenses 84.73	 3310-000 3320-000		2,584.73	40,151.09
C 01/31/11	INT	Union Bank	Interest Rate 0.000	1270-000	0.52		40,151.61

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 08-42320 -BTR
Case Name: QUESTCORP MEDIA GROUP, INC.

Trustee Name: LINDA PAYNE, TRUSTEE
Bank Name: JPMorgan Chase Bank, N.A.
Account Number / CD #: *****5165 Money Market Account

Taxpayer ID No: *****2737
For Period Ending: 03/23/11

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	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
			BALANCE FORWARD				0.00
C 10/17/08	2	MN Minnesota Oncology Hematlgy	Receivable DEPOSIT CHECK #5986	1121-000	279.63		279.63
C 10/23/08	2	KSF Orthopaedic Center	Receivable DEPOSIT CHECK #26494	1121-000	23.82		303.45
C 10/28/08	2	Greensboro Orthopaedics	Receivable DEPOSIT CHECK #2679	1121-000	101.86		405.31
C 10/28/08	2	McDonough Marine Service	Receivable DEPOSIT CHECK #77895	1121-000	186.21		591.52
C 10/28/08	2	KenMor Electric Co	Receivable DEPOSIT CHECK #4321	1121-000	201.84		793.36
C 10/30/08	6	Rosen Systems	Auction proceeds DEPOSIT CHECK #2602	1129-000	38,602.14		39,395.50
C 10/31/08	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.1200%	1270-000	0.01		39,395.51
C 11/28/08	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.1000%	1270-000	2.84		39,398.35
C 12/29/08	4	Wax & Company, Inc.	Court approved sale of domain names DEPOSIT CHECK #11675	1129-000	10,000.00		49,398.35
C 12/31/08	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.0500%	1270-000	2.80		49,401.15

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FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

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Trustee Name: LINDA PAYNE, TRUSTEE
Bank Name: JPMorgan Chase Bank, N.A.
Account Number / CD #: *****5165 Money Market Account

Taxpayer ID No: *****2737
For Period Ending: 03/23/11

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	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
C 01/23/09	001001	Rosen Systems, Inc. 17744 Preston Road Suite 100 Dallas, TX 75252	Auctioneer Expenses			3,481.32	45,919.83
C 01/30/09	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.0500%	1270-000	2.01		45,921.84
C 02/16/09	2	Tyler Cardiovascular Consultants	Payment on receivable DEPOSIT CHECK #34840	1121-000	184.80		46,106.64
C 02/26/09	2	FFE Transportation Services	Receivable payment DEPOSIT CHECK #8186	1121-000	86.60		46,193.24
C 02/26/09	2	Harbin Clinic	Receivable payment DEPOSIT CHECK #141880	1121-000	118.83		46,312.07
C 02/27/09	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.0500%	1270-000	1.75		46,313.82
C 03/31/09	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.0500%	1270-000	2.01		46,315.83
C 04/30/09	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.0500%	1270-000	1.88		46,317.71
C 05/29/09	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.0500%	1270-000	1.82		46,319.53
C 06/30/09	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.0500%	1270-000	2.01		46,321.54
C 07/31/09	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.0500%	1270-000	1.95		46,323.49
C 08/31/09	INT	JPMORGAN CHASE BANK, N.A.	Interest posting at 0.0500%	1270-000	1.95		46,325.44

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FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 08-42320 -BTR
Case Name: QUESTCORP MEDIA GROUP, INC.

Trustee Name: LINDA PAYNE, TRUSTEE
Bank Name: JPMorgan Chase Bank, N.A.
Account Number / CD #: *****5165 Money Market Account

Taxpayer ID No: *****2737
For Period Ending: 03/23/11

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	Uniform Tran. Code	Deposits (\$)	Disbursements (\$)	Account / CD Balance (\$)
C 09/30/09	INT	JPMorgan Chase Bank, N.A.	INTEREST REC'D FROM BANK	1270-000	1.82		46,327.26
C 10/01/09		Transfer to Acct #*****2153	Bank Funds Transfer	9999-000		46,327.26	0.00

COLUMN TOTALS	49,808.58	49,808.58	0.00
Less: Bank Transfers/CD's	0.00	46,327.26	
Subtotal	49,808.58	3,481.32	
Less: Payments to Debtors		0.00	
Net	49,808.58	3,481.32	
TOTAL - ALL ACCOUNTS	NET DEPOSITS	NET DISBURSEMENTS	ACCOUNT BALANCE
Money Market Account - *****2153	867.86	7,043.51	40,151.61
Money Market Account - *****5165	49,808.58	3,481.32	0.00
	50,676.44	10,524.83	40,151.61
	(Excludes Account Transfers)	(Excludes Payments To Debtors)	Total Funds On Hand

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Case Number: 08-42320 Page 1
 Debtor Name: QUESTCORP MEDIA GROUP, INC. Date: March 23, 2011
Claim Class Sequence

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
200 3620-00	Rosen Systems, Inc. 17744 Preston Road Suite 100 Dallas, TX 75252	Administrative		\$3,481.32	\$3,481.32	\$0.00
001 3210-00	BILL PAYNE 12770 Coit Road Suite 541 Banner Place Dallas, TX 75251	Administrative		\$4,458.78	\$4,458.78	\$0.00
001 3310-00	Sheldon Levy, CPA 6320 Southwestern Blvd Suite 204 Ft Worth, TX 76109	Administrative		\$2,584.73	\$2,584.73	\$0.00
2 040 5800-00	RICHARDSON ISD C/O ELIZABETH BANDA, ESQ., PERDUE, BRANDON, FIELDER, ET AL, P. O. BOX 13430 ARLINGTON, TX 76094	Priority		\$845.67	\$0.00	\$845.67
9 040 5200-00	Robert Miskimon 10912 107th Ave. SW Vashon Island, WA 98070-3071	Priority		\$1,980.00	\$0.00	\$1,980.00
18 040 5200-00	PATRICK SAUER 65 E 11TH ST, APT 5G NEW YORK, NY 10003	Priority		\$500.00	\$0.00	\$500.00
20 040 5200-00	Sarah Mohrman 3931 Tarrington Drive Fort Wayne, IN 46815	Priority		\$490.00	\$0.00	\$490.00
33 570 5800-00	Texas Workforce Commission Regulatory Integrity Division J. Moore 101 E. 15th Street Room 556 Austin, TX 78778-0001	Priority		\$562.59	\$0.00	\$562.59
38 040 5200-00	MARGIE CHURCH 13252 180 1/2 CT NW ELK RIVER, MN 55330	Priority		\$1,279.60	\$0.00	\$1,279.60
46 040 5200-00	MARK ANDERSON Manders Communications 1225 W. Chase, A-2 CHICAGO, IL 60626	Priority		\$2,550.00	\$0.00	\$2,550.00
53 570 5800-00	INTERNAL REVENUE SERVICE Centralized Insolvency Operation P O Box 7317 Philadelphia, PA 19101-7317	Priority		\$3,000.00	\$0.00	\$3,000.00

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Case Number: 08-42320 Page 2 Date: March 23, 2011
 Debtor Name: QUESTCORP MEDIA GROUP, INC. Claim Class Sequence

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
1 070 7100-00	WELLS FARGO FINANCIAL LEASING, INC. 800 WALNUT STREET MAC F4031-050 DES MOINES, IA 50309	Unsecured		\$0.00	\$0.00	\$0.00
3 070 7100-00	GENERAL ELECTRIC CAPITAL GROUP 1010 THOMAS EDDISON BLVD., SW CEDAR RAPIDS, IA 52404	Unsecured		\$9,899.03	\$0.00	\$9,899.03
4 070 7100-00	PRATHER BUILDING SERVICES 3931 NORMA DRIVE GARLAND, TX 75042	Unsecured		\$111.71	\$0.00	\$111.71
5 070 7100-00	BUSINESS SOLUTIONS MANAGEMENT, INC. 4828 S. BROADWAY, SUITE 237 TYLER, TX 75703	Unsecured		\$475.00	\$0.00	\$475.00
6 070 7100-00	LEE & ASSOCIATES 8500 BLUFFSTONE CV STE B102 AUSTIN, TX 78759-7811	Unsecured		\$800.00	\$0.00	\$800.00
7 070 7100-00	MELAMED & KARP 12460 W ATLANTIC BLVD CORAL SPRINGS, FL 33071-4086	Unsecured		\$1,050.00	\$0.00	\$1,050.00
8 070 7100-00	T&E PAINTING P O BOX 476 MOODY, AL 35004-0476	Unsecured		\$750.00	\$0.00	\$750.00
10 070 7100-00	SAMMIE F BOYKIN 233 S ACADEMY ST MOORESVILLE, NC 28115	Unsecured		\$400.00	\$0.00	\$400.00
11 070 7100-00	DAVIS PLUMBING COMPANY, INC. 5600 CAHABA VALLEY RD BIRMINGHAM, AL 35242-4902	Unsecured		\$1,800.00	\$0.00	\$1,800.00
12 070 7100-00	UNITED MEDICAL INSTRUMENTS 832 JURY CT. SAN JOSE, CA 95112	Unsecured		\$1,400.00	\$0.00	\$1,400.00
13 070 7100-00	BOICE-WILLIS CLINIC, PA 901 N WINSTEAD AVE ROCKY MOUNTAIN, NC 27804	Unsecured		\$455.00	\$0.00	\$455.00
14 070 7100-00	MCLAUGHLIN & SONS, INC. 37014 N. SHERIDAN RD PEORIA, IL 61614	Unsecured		\$750.00	\$0.00	\$750.00
15 070 7100-00	BREEDING & DAY, INC. 3316 SILVERSIDE ROAD WILMINGTON, DE 19810	Unsecured		\$2,700.00	\$0.00	\$2,700.00

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Case Number: 08-42320 Page 3
 Debtor Name: QUESTCORP MEDIA GROUP, INC. Date: March 23, 2011
Claim Class Sequence

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
16 070 7100-00	WEST FINANCIAL SERVICES, INC. 1355 BEVERLY RD STE 250 MC LEAN, VA 22101-3649	Unsecured		\$1,275.00	\$0.00	\$1,275.00
17 070 7100-00	MARINE INSULATION SYSTEMS 1030 W. 24TH STREET NORFOLK, VA 23517	Unsecured		\$720.00	\$0.00	\$720.00
19 070 7100-00	APPLIED SPINE 300 GEORGE STREET, SUITE 511 NEW HAVEN, CT 06511	Unsecured		\$5,950.00	\$0.00	\$5,950.00
21 070 7100-00	CAPITAL INSURANCE SERVICES PO BOX 27067 LANSING, MI 48909-7067	Unsecured		\$1,350.00	\$0.00	\$1,350.00
22 070 7100-00	BRODNAX PRINTING COMPANY I, LLC 1701 N. COLLINS BLVD., SUITE 1100 RICHARDSON, TX 75080	Unsecured		\$110,461.78	\$0.00	\$110,461.78
23 070 7100-00	BIRDSONG & ARMSTRONG, PC 211 E HOUSTON STREET TYLER, TX 75702	Unsecured		\$900.00	\$0.00	\$900.00
24 070 7100-00	KMA ARCHITECTURE & ENGINEERING 1515 MORENA BLVD SAN DIEGO, CA 92110-3731	Unsecured		\$950.00	\$0.00	\$950.00
25 070 7100-00	MEDICAL COMMUNICATIONS DEPOT 210 WYLLPEN DRIVE WEST CHESTER, PA 19380	Unsecured		\$1,359.50	\$0.00	\$1,359.50
26 070 7100-00	THORACIC AND CARDIOVASCULAR INSTITUTE PC 405 WEST GREENLAWN AVE STE 220 LANSING, MI 48910-2889	Unsecured		\$10,000.00	\$0.00	\$10,000.00
27 070 7100-00	NATIONAL ASSOC ORTHOPAEDIC TECHNOLOGISTS 8365 KEYSTONE CROSSING, SUITE 107 INDIANAPOLIS, IN 46240-2685	Unsecured		\$3,079.00	\$0.00	\$3,079.00
28 070 7100-00	AT&T CORP C/O JAMES GRUDUS, ESQ. ONE AT&T WAY, ROOM 3A218 BEDMINSTER, NJ 07921	Unsecured		\$5,217.51	\$0.00	\$5,217.51
29 070 7100-00	SAVANNAH ONCOLOGY CENTER 225 CANDLER DRIVE #100 SAVANNAH, GA 31405	Unsecured		\$0.00	\$0.00	\$0.00

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Case Number: 08-42320 Page 4
 Debtor Name: QUESTCORP MEDIA GROUP, INC. Date: March 23, 2011
Claim Class Sequence

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
30 070 7100-00	JOHNSON & HAYES PHYSICAL THERAPISTS 4031-B BALMORAL DR SW HUNTSVILLE, AL 35801-6403	Unsecured		\$2,700.00	\$0.00	\$2,700.00
31 070 7100-00	TEXAS FIRST STATE BANK P.O. BOX 2524 WACO, TX 76702-2524	Unsecured		\$650.00	\$0.00	\$650.00
32 070 7100-00	GRAPHICS2 507 SOUTH MAIN STREET FORT WORTH, TX 76104	Unsecured		\$8,909.16	\$0.00	\$8,909.16
34 070 7100-00	HELMSING,LEACH,HERLONG,NEW MAN & ROUSE 150 GOVERNMENT ST., STE 2000 MOBILE, AL 36602-3122	Unsecured		\$1,375.00	\$0.00	\$1,375.00
35 070 7100-00	FEDEX CUSTOMER INFORMATION SERVICE ATTN: REVENUE RECOVERY/BANKRUPTCY 3965 AIRWAYS BLVD., MDULE G, 34D FLOOR MEMPHIS, TN 38116	Unsecured		\$2,713.72	\$0.00	\$2,713.72
36 070 7100-00	NATIONAL ASSOC ORTHOPAEDIC TECHNOLOGISTS 8365 KEYSTONE CROSSING, SUITE 107 INDIANAPOLIS, IN 46240-2685	Unsecured		\$2,993.03	\$0.00	\$2,993.03
37 070 7100-00	DEANN DALEY HOLCOMB 3813 TIMBERLAKE DRIVE PLANO, TX 75023	Unsecured		\$200.00	\$0.00	\$200.00
39 070 7100-00	CLP PROPERTIES TEXAS, L.P. C/O JENNIFER A. GEHRT BARBEE & GEHRT, L.L.P.,P.O. BOX 224409 DALLAS, TX 75222-4409	Unsecured		\$118,191.58	\$0.00	\$118,191.58
42 070 7100-00	MRI & CT DIAGNOSTICS 4668 PEMBROKE BLVD. STE. 117 VIRGINA BEACH, VA 23455	Unsecured		\$5,700.00	\$0.00	\$5,700.00
43 070 7100-00	CARDIOLOGY CONSULTANTS, PA 1717 N E ST STE 331 PENSACOLA, FL 32501-6335	Unsecured		\$2,673.02	\$0.00	\$2,673.02
44 070 7100-00	REALTY TRUST GROUP 525 PORTLAND ST KNOXVILLE, TN 37919-2363	Unsecured		\$950.00	\$0.00	\$950.00
45 070 7100-00	DEMING DESIGNS 16222 CRYSTAL HILLS DR. AUSTIN, TX 70737	Unsecured		\$950.00	\$0.00	\$950.00

EXHIBIT C
ANALYSIS OF CLAIMS REGISTER

Case Number: 08-42320 Page 5
 Debtor Name: QUESTCORP MEDIA GROUP, INC. Date: March 23, 2011
Claim Class Sequence

Code #	Creditor Name & Address	Claim Class	Notes	Amount Allowed	Paid to Date	Claim Balance
47 070 7100-00	YANKE BIONICS, INC. 303 W EXCHANGE ST AKRON, OH 44302-1702	Unsecured		\$1,275.00	\$0.00	\$1,275.00
48 070 7100-00	MICHIGAN HEART 5325 ELLIOTT DR STE 201 YPSILANTI, MI 48197-8633	Unsecured		\$3,990.29	\$0.00	\$3,990.29
49 070 7100-00	JOHNSON & HAYES PHYSICAL THERAPISTS 4031-B BALMORAL DR SW HUNTSVILLE, AL 35801-6403	Unsecured		\$0.00	\$0.00	\$0.00
50 070 7100-00	BANK OF AMERICA 2600 W BIG BEAVER RD TROY, MI 48084-3323	Unsecured		\$2,274.20	\$0.00	\$2,274.20
51 080 7200-00	HYDE PARK GOURMET FOOD & WINE 2707 ERIE AVENUE CINCINNATI, OH 45208	Unsecured		\$976.00	\$0.00	\$976.00
52 080 7200-00	HORIZON, LLC P.O. BOX 13375 CHESAPEAKE, VA 23325	Unsecured		\$3,120.00	\$0.00	\$3,120.00
54 080 7200-00	FOURROUX PROSTHETICS 2743 BOB WALLACE AVE SW HUNTSVILLE, AL 35805-4103	Unsecured		\$1,600.00	\$0.00	\$1,600.00
55 620 7200-00	DEMING DESIGNS 16222 CRYSTAL HILLS DR. AUSTIN, TX 70737	Unsecured		\$0.00	\$0.00	\$0.00
40 100 4110-00	Dallas County c/o Michael W. Deeds Linebarger Goggan B 2323 Bryan St., Suite 1600 Dallas, TX 75201	Secured		\$363.77	\$0.00	\$363.77
41 100 4110-00	CITY OF RICHARDSON C/O LAURIE SPINDLER,LINEBARGER GOGGAN BLAIR & SAMPSON, LLP,2323 BRYAN ST., SUI DALLAS, TX 75201	Secured		\$362.97	\$0.00	\$362.97
Case Totals:				\$345,553.96	\$10,524.83	\$335,029.13

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

TRUSTEE'S PROPOSED DISTRIBUTION

Exhibit D

Case No.: 08-42320 BTR

Case Name: QUESTCORP MEDIA GROUP, INC.

Trustee Name: LINDA PAYNE, TRUSTEE

Balance on hand \$

Claims of secured creditors will be paid as follows:

NONE

Applications for chapter 7 fees and administrative expenses have been filed as follows:

Reason/Applicant	Total Requested	Interim Payments to Date	Proposed Payment
Trustee Fees: LINDA PAYNE, TRUSTEE	\$	\$	\$
Trustee Expenses: LINDA PAYNE, TRUSTEE	\$	\$	\$
Attorney for Trustee Fees: BILL PAYNE	\$	\$	\$
Attorney for Trustee Expenses: BILL PAYNE	\$	\$	\$
Accountant for Trustee Fees: Sheldon Levy, CPA	\$	\$	\$
Accountant for Trustee Expenses: Sheldon Levy, CPA	\$	\$	\$
Auctioneer Expenses: Rosen Systems, Inc.	\$	\$	\$

Total to be paid for chapter 7 administrative expenses \$ _____

Remaining Balance \$ _____

Applications for prior chapter fees and administrative expenses have been filed as follows:

NONE

In addition to the expenses of administration listed above as may be allowed by the Court, priority claims totaling \$ _____ must be paid in advance of any dividend to general (unsecured) creditors.

Allowed priority claims are:

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
2	RICHARDSON ISD	\$ _____	\$ _____	\$ _____
9	Robert Miskimon	\$ _____	\$ _____	\$ _____
18	PATRICK SAUER	\$ _____	\$ _____	\$ _____
20	Sarah Mohrman	\$ _____	\$ _____	\$ _____
33	Texas Workforce Commision	\$ _____	\$ _____	\$ _____
38	MARGIE CHURCH	\$ _____	\$ _____	\$ _____
40	Dallas County	\$ _____	\$ _____	\$ _____
41	CITY OF RICHARDSON	\$ _____	\$ _____	\$ _____
46	MARK ANDERSON	\$ _____	\$ _____	\$ _____
53	INTERNAL REVENUE SERVICE	\$ _____	\$ _____	\$ _____

Total to be paid to priority creditors \$ _____

Remaining Balance \$ _____

The actual distribution to wage claimants included above, if any, will be the proposed payment less applicable withholding taxes (which will be remitted to the appropriate taxing authorities).

Timely claims of general (unsecured) creditors totaling \$ _____ have been allowed and will be paid *pro rata* only after all allowed administrative and priority claims have been paid in full. The timely allowed general (unsecured) dividend is anticipated to be _____ percent, plus interest (if applicable).

Timely allowed general (unsecured) claims are as follows:

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
3	GENERAL ELECTRIC CAPITAL GROUP	\$	\$	\$
4	PRATHER BUILDING SERVICES	\$	\$	\$
5	BUSINESS SOLUTIONS MANAGEMENT, INC.	\$	\$	\$
6	LEE & ASSOCIATES	\$	\$	\$
7	MELAMED & KARP	\$	\$	\$
8	T&E PAINTING	\$	\$	\$
10	SAMMIE F BOYKIN	\$	\$	\$
11	DAVIS PLUMBING COMPANY, INC.	\$	\$	\$
12	UNITED MEDICAL INSTRUMENTS	\$	\$	\$
13	BOICE-WILLIS CLINIC, PA	\$	\$	\$
14	MCLAUGHLIN & SONS, INC.	\$	\$	\$
15	BREEDING & DAY, INC.	\$	\$	\$
16	WEST FINANCIAL SERVICES, INC.	\$	\$	\$
17	MARINE INSULATION SYSTEMS	\$	\$	\$
19	APPLIED SPINE	\$	\$	\$
21	CAPITAL INSURANCE SERVICES	\$	\$	\$
22	BRODNAX PRINTING COMPANY I, LLC	\$	\$	\$

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
23	BIRDSONG & ARMSTRONG, PC	\$	\$	\$
24	KMA ARCHITECTURE & ENGINEERING	\$	\$	\$
25	MEDICAL COMMUNICATIONS DEPOT	\$	\$	\$
26	THORACIC AND CARDIOVASCULAR INSTITUTE PC	\$	\$	\$
27	NATIONAL ASSOC ORTHOPAEDIC TECHNOLOGISTS	\$	\$	\$
28	AT&T CORP	\$	\$	\$
29	SAVANNAH ONCOLOGY CENTER	\$	\$	\$
30	JOHNSON & HAYES PHYSICAL THERAPISTS	\$	\$	\$
31	TEXAS FIRST STATE BANK	\$	\$	\$
32	GRAPHICS2	\$	\$	\$
34	HELMSING,LEACH,HER LONG,NEWMAN & ROUSE	\$	\$	\$
35	FEDEX CUSTOMER INFORMATION SERVICE	\$	\$	\$
36	NATIONAL ASSOC ORTHOPAEDIC TECHNOLOGISTS	\$	\$	\$
37	DEANN DALEY HOLCOMB	\$	\$	\$
39	CLP PROPERTIES TEXAS, L.P.	\$	\$	\$

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
42	MRI & CT DIAGNOSTICS	\$	\$	\$
43	CARDIOLOGY CONSULTANTS, PA	\$	\$	\$
44	REALTY TRUST GROUP	\$	\$	\$
45	DEMING DESIGNS	\$	\$	\$
47	YANKE BIONICS, INC.	\$	\$	\$
48	MICHIGAN HEART	\$	\$	\$
50	BANK OF AMERICA	\$	\$	\$

Total to be paid to timely general unsecured creditors \$ _____

Remaining Balance \$ _____

Tardily filed claims of general (unsecured) creditors totaling \$ _____ have been allowed and will be paid *pro rata* only after all allowed administrative, priority and timely filed general (unsecured) claims have been paid in full. The tardily filed claim dividend is anticipated to be _____ percent.

Tardily filed general (unsecured) claims are as follows:

Claim No.	Claimant	Allowed Amount of Claim	Interim Payments to Date	Proposed Payment
51	HYDE PARK GOURMET FOOD & WINE	\$	\$	\$
52	HORIZON, LLC	\$	\$	\$
54	FOURROUX PROSTHETICS	\$	\$	\$
55	DEMING DESIGNS	\$	\$	\$

Total to be paid to tardy general unsecured creditors \$ _____

Remaining Balance \$ _____

Subordinated unsecured claims for fines, penalties, forfeitures, or damages and claims ordered subordinated by the Court totaling \$ have been allowed and will be paid *pro rata* only after all allowed administrative, priority and general (unsecured) claims have been paid in full. The dividend for subordinated unsecured claims is anticipated to be percent.

Subordinated unsecured claims for fines, penalties, forfeitures or damages and claims ordered subordinated by the Court are as follows:

NONE