

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

IN RE: §
Leather Warehouse, Inc. §
§ CASE NO. 95-42731-DRS
§ CHAPTER 7
DEBTOR. §

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

Mark A. Weisbart, Trustee of the estate of the above-named Debtor, certifies to the Court and the United States Trustee, that the Trustee has faithfully and properly fulfilled the duties of the office of the Trustee, that the Trustee has examined all Proofs of Claim as appropriate under the Proposed Distribution, and that the Proposed Distribution, attached hereto, is proper, and consistent with the law and rules of the Court. The Trustee applies for commissions and expenses set forth herein and states that they are reasonable and proper.

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

DATE: 9 / 11 / 98



Mark A. Weisbart, Chapter 7 Trustee
Texas Bar No. 21101650
8117 Preston Road
700 Preston Commons West
Dallas, TX 75225
(214) 373-2810
FAX (214) 373-0241
CHAPTER 7 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
EASTERN DISTRICT OF TEXAS

Date: 9-17-98

By: 
Name: _____

*3/11
aw*

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

IN RE:
Leather Warehouse, Inc.

DEBTOR.

§
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CASE NO. 95-42731-DRS
CHAPTER 7

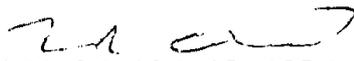
**TRUSTEE'S FINAL REPORT, APPLICATION FOR COMPENSATION AND
APPLICATION TO CLOSE CASE AND DISCHARGE TRUSTEE**

The Trustee of the estate presents the following Final Report:

1. The Trustee applies for commissions and expenses set forth in Schedule A and states: 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 Form I as a summary of the assets and an estate record. Any property scheduled under 11 U.S.C. §521(1) and not administered shall be deemed abandoned pursuant to 11 U.S.C. §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 Form II as the account of the 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 allowances 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 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.

DATED: 9 11, 1998.


MARK A. WEISBART, CHAPTER 7 TRUSTEE



United States Department Of Justice
Office of the U.S. Trustee - Region 6

300 Plaza Tower, 110 N. College, Tyler, Texas 75702 (903) 590-1450 FAX (903) 590-1461

September 21, 1998

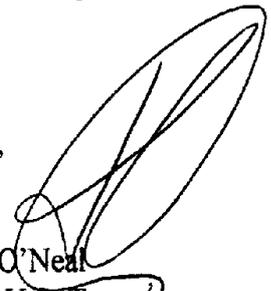
Mark Weisbart
700 Preston Commons
8117 Preston Rd.
Dallas, Texas 75225

Re: *Leather Warehouse, Inc.*
95-42731

Dear Mark:

We are in the process of reviewing the final report you submitted in this case. There do not appear to be any problems with the accounting, or with the form of the report. I am concerned, however, about the overall results in this case. It took \$12,183.90 in administrative expenses to deliver \$7,800.00 in payment of secured tax claims, and \$932.72 to the state comptroller. Please supplement your report with an explanation of this result. If there were peculiar difficulties or novel issues which inflated your administrative costs, please describe these. I will hold the report until I receive your additional material.

Sincerely,



Timothy O'Neal
Assistant U.S. Trustee

RECORDED
INDEXED
OCT 10 1998
FBI - DALLAS

MARK A. WEISBART
TRUSTEE
8117 Preston Road
700 Preston Commons West
Dallas, Texas 75225

Phone (214) 373-2810

Fax (214) 373-0826

October 2, 1998

Timothy O'Neal
Assistant U.S. Trustee
300 Plaza Tower
110 N. College
Tyler, Texas 75225

Re: Leather Warehouse, Inc., Bankruptcy Case No. 95-42731

Dear Tim:

I am responding per your letter of September 21, 1998. This was one of those cases where emergency action was required to liquidate the inventory of the store. I had numerous hassles with the landlord who wanted immediate possession of the space, which would have made a sale economically unfeasible. I was able to convince the landlord to give us adequate time to conduct our sale. An emergency motion was filed to approve the sale and the auctioneer moved expeditiously to advertise and conduct the sale. I also had to quickly address claims of "customers" who said that they had purchased items which were still in the store, and also determine what property was leased. One never knows how much money might be generated from one of these sales which, again, is a risk which comes with the territory. Further, given the emergency nature of the matter, it was impossible to determine how much of the proceeds would be subject to the secured claims of the local taxing authorities.

I made several trips to the office space and probably have twice as much trustee time than is being requested through the final report. I think the administrative costs were kept as low as possible given the nature of the case and the fact that we needed to employ an auctioneer and an accountant to do estate returns. If I had not administered this case, none of the creditors would have received payments since the store inventory would have been removed and/or liquidated by the landlord. I consider this a very good result given the circumstances which existed at the time I inherited the case.

Timothy O'Neal
October 2, 1998
Page 2

If you need further information, please do not hesitate to call.

Sincerely,

A handwritten signature in black ink, appearing to read 'M. A. Weisbart', with a stylized flourish at the end.

Mark A. Weisbart

MAW/lj

SCHEDULE A-1

FINAL ACCOUNT AS OF August 5, 1998

A. RECEIPTS

\$20,917.22

B. DISBURSEMENTS

(1) Secured Creditors

\$0.00

(2) Administrative

\$8,853.46

(3) Priority

\$0.00

(4) Other

\$0.00

TOTAL DISBURSEMENTS

\$8,853.46

CURRENT BALANCE

\$12,063.76

TRUSTEE'S FINAL REPORT CASE SUMMARY

TRUSTEE:

WEISBART

COMMENTS:

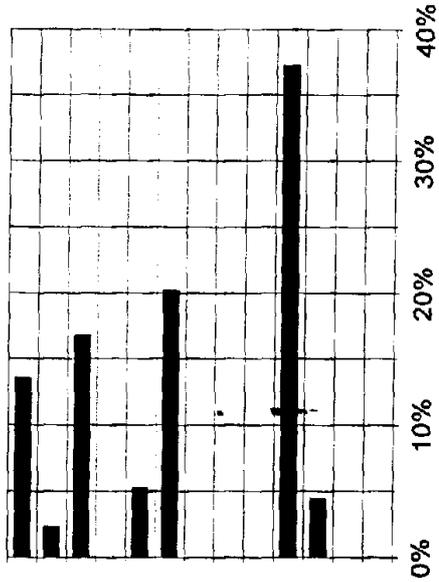
CASE NAME: LEATHER WAREHOUSE, INC.
 CASE NUMBER: 95-42731
 DATE UST APPROVED: 09-17-98

ESTATE INCOME: \$20,917.22 100.00%
 TOTAL RECEIPTS:

ESTATE EXPENSES:
 TRUSTEE'S COMMISSION
 TRUSTEE'S EXPENSES
 FIRM'S PROFESSIONAL FEES
 FIRM'S PROFESSIONAL EXPENSES
 OTHER ATTORNEY FEES
 OTHER PROFESSIONAL FEES
 COURT COSTS
 ESTATE EXPENSES(TAXES, ETC)
 PRIOR CHAPTER COSTS
 SECURED CLAIMS PAID
 PRIORITY CLAIMS PAID
 UNSECURED CLAIMS PAID
 OTHER(RETURN TO DEBTOR, ETC)

2,841.72
 488.72
 3,516.75
 0.00
 1,102.94
 4,233.77
 0.00
 0.00
 0.00
 7,800.60
 932.72
 0.00
 0.00

13.59%
 2.34%
 16.81%
 0.00%
 5.27%
 20.24%
 0.00%
 0.00%
 0.00%
 37.29%
 4.46%
 0.00%
 0.00%



UNSECURED CLAIMS ALLOWED
 32,746.82

UNSECURED CLAIMS PAID

0.00

PERCENT RECOVERED FOR UNSECURED

0.00%

**FORM 1
INDIVIDUAL ESTATE PROPERTY RECORD AND REPORT
ASSET CASES**

Case No: 95-42731 DRS Judge: Donald R. Sharp
 Case Name: Leather Warehouse, Inc.

Trustee Name: Mark A. Weisbart, Trustee
 Date Submitted: 08/05/98

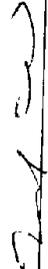
For Period Ending: 08/05/98
 Petition Date: 12/08/95

1	2	3	4	5	6
Asset Description (Scheduled and Unscheduled Property)	Petition/ Unscheduled Values	Value Determined by Trustee Less Liens & Exemptions	Property Abandoned	Sale/Funds Received by the Estate	Asset Fully Administered/ Value of Remaining Assets (Yes or Dollar Amount of Remaining Assets)
1. Cash in bank accounts	3,200.00 S	2,048.77		2,048.77	YES
2. Liquidation of inventory	32,000.00 S	17,765.00		17,765.00	YES
3. Security deposits	30,000.00 S	76.50		76.50	YES
TOTALS	\$65,200.00	\$19,890.27		\$19,890.27	Value of Remaining Assets \$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:

Projected Date of Final Report: 08/01/98

 Date: 08/05/98
 Mark A. Weisbart, Trustee

FORM 2

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Case No: 95-42731 DRS
 Case Name: Leather Warehouse, Inc.
 Taxpayer ID No: 75-2434237
 For Period Ending: 08/05/98
 Date Submitted: 08/05/98
 Date Filed: 12/08/95

Trustee Name: Mark A. Weisbart, Trustee
 Bank Name: NationsBank, N.A.
 Account Number: 1293394236
 Account Name: General Savings
 Bond Amount: BLANKET

1 Transaction Date	2 Check or Reference	3 Paid To / Received From	4 Description Of Transaction	5 Deposits (\$)	6 Disbursements (\$)	7 Account Balance (\$)
01/17/96	3	Lone Star Gas Company-Dallas	Refund of Security Deposit	76.50		76.50
01/31/96			INTEREST REC'D FROM BANK	0.06		76.56
02/13/96	1	Leather USA	Turnover of cash in bank accounts	2,048.77		2,124.69
02/29/96			INTEREST REC'D FROM BANK	2.87		2,128.40
03/01/96	2	Brunson & Associates, Inc. 4400 Forney Road Mesquite, TX 75149	Auction Proceeds	17,765.00		19,893.20
03/29/96			INTEREST REC'D FROM BANK	41.50		19,934.70
04/26/96		Transfer to acct #3753356435	Transfer MMA To Checking to be disbursed from general checking.		2,597.77	17,336.93
		3753356435, 00				
04/30/96			INTEREST REC'D FROM BANK	51.29		17,388.22
05/31/96			INTEREST REC'D FROM BANK	44.24		17,432.46
06/28/96			INTEREST REC'D FROM BANK	40.05		17,472.51
07/31/96			INTEREST REC'D FROM BANK	47.32		17,519.83
08/30/96			INTEREST REC'D FROM BANK	43.13		17,562.96
09/30/96			INTEREST REC'D FROM BANK	44.68		17,607.64
10/31/96			INTEREST REC'D FROM BANK	44.80		17,652.44
11/29/96			INTEREST REC'D FROM BANK	42.01		17,694.45
12/31/96			INTEREST REC'D FROM BANK	46.47		17,740.92
01/31/97			INTEREST REC'D FROM BANK	45.25		17,786.17
02/28/97			INTEREST REC'D FROM BANK	40.98		17,827.15
03/31/97			INTEREST REC'D FROM BANK	45.48		17,872.63
04/30/97			INTEREST REC'D FROM BANK	44.12		17,916.75
05/30/97			INTEREST REC'D FROM BANK	44.23		17,960.98
06/30/97			INTEREST REC'D FROM BANK	45.82		18,006.80
07/31/97			INTEREST REC'D FROM BANK	45.94		18,052.74
08/29/97			INTEREST REC'D FROM BANK	43.08		18,095.82
09/30/97			INTEREST REC'D FROM BANK	47.66		18,143.48
10/31/97			INTEREST REC'D FROM BANK	46.29		18,189.77
11/26/97		Transfer to Acct #3753433361	Transfer MMA To Checking		5.00	18,184.77
11/28/97		INTEREST FROM NationsBank	INTEREST REC'D FROM BANK	41.91		18,226.68

Case No: 95-42731 DRS
 Case Name: Leather Warehouse, Inc.

ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD

Trustee Name: Mark A. Weisbart, Trustee
 Bank Name: NationsBank, N.A.
 Account Number: 1293394236
 Account Name: General Savings

Taxpayer ID No: 75-2434237
 For Period Ending: 08/05/98
 Date Submitted: 08/05/98
 Date Filed: 12/08/95

Bond Amount: BLANKET

1 Transaction Date	2 Check or Reference	3 Paid To / Received From	4 Description Of Transaction	5 Deposits (\$)	6 Disbursements (\$)	7 Account Balance (\$)
12/18/97		Nationsbank	INTEREST REC'D FROM BANK	28.48		18,255.16
12/18/97		Transfer to acct #3753433361	Final Posting Transfer		18,255.16	0.00
04/03/98		Transfer from Acct #3753433361	Bank Funds Transfer	900.00		900.00
04/03/98		Transfer from Acct #3753433361	Bank Funds Transfer	11,094.00		11,994.00
04/30/98		NATIONSBANK	Interest Rate 2.999	27.63		12,021.63
05/29/98		NATIONSBANK	INTEREST REC'D FROM BANK	28.69		12,050.32
06/04/98		Nationsbank	INTEREST REC'D FROM BANK	2.97		12,053.29
06/04/98		Transfer to acct #3753433361	Final Posting Transfer		12,053.29	0.00

Account 1293394236		Balance Forward		Total	
3	Deposits	19,890.27	0.00	0	Checks
27	Interest Postings	1,026.95	0.00	0	Adjustments Out
	Subtotal	\$ 20,917.22		4	Transfers Out
0	Adjustments In	0.00			
2	Transfers In	11,994.00			
	Total	\$ 32,911.22			

**FORM 2
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD**

Case No: 95-42731 DRS
 Case Name: Leather Warehouse, Inc.
 Taxpayer ID No: 75-2434237
 For Period Ending: 08/05/98
 Date Submitted: 08/05/98
 Date Filed: 12/08/95

Trustee Name: Mark A. Weisbart, Trustee
 Bank Name: NationsBank, N.A.
 Account Number: 3753356435
 Account Name: General Checking

Bond Amount: BLANKET

1 Transaction Date	2 Check or Reference	3 Paid To / Received From	4 Description Of Transaction	5 Deposits (\$)	6 Disbursements (\$)	7 Account Balance (\$)
04/26/96		Transfer from acct #1293394236	Transfer MMA To Checking to be disbursed from general checking.	2,597.77		2,597.77
04/26/96	000001	1293394236, 01 Brunson & Associates, Inc. 4400 Forney Road Mesquite, TX 75149	Expenses of Adminis-Auctioneer payment of administrative expenses to auctioneer, per Court Order dated 4/9/96.		2,597.77	0.00

Account 3753356435	
Balance Forward	0.00
Deposits	0.00
Interest Postings	0.00
Subtotal	\$ 0.00
Adjustments In	0.00
Transfers In	2,597.77
Total	\$ 2,597.77
Checks	1 2,597.77
Adjustments Out	0 0.00
Transfers Out	0 0.00
Total	\$ 2,597.77

**FORM 2
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD**

Case No: 95-42731 DRS
Case Name: Leather Warehouse, Inc.

Trustee Name: Mark A. Weisbart, Trustee
Bank Name: NationsBank, N.A.
Account Number: 3753433361
Account Name: GENERAL CHECKING

Taxpayer ID No: 75-2434237
For Period Ending: 08/05/98
Date Submitted: 08/05/98
Date Filed: 12/08/95

Bond Amount: BLANKET

1 Transaction Date	2 Check or Reference	3 Paid To / Received From	4 Description Of Transaction	5 Deposits (\$)	6 Disbursements (\$)	7 Account Balance (\$)
11/26/97				5.00		5.00
12/18/97	000101	Transfer from Acct #1293394236 Transfer from acct 1293394236 Creel & Atwood 3500 Oak Lawn Suite 400 Dallas, TX 75204	Transfer MMA To Checking Transfer In From MMA Account Attorney Fees Per Court Order dated December 10, 1997; Attorneys for Trustee.	18,255.16	1,102.94	18,260.16
12/18/97	000102	Mark A. Weisbart, c/o Malouf Lynch 8117 Preston Road 700 Preston Commons West Dallas, TX 75225	Attorney Fees Per Court Order dated December 10, 1997; Attorneys for Trustee.		2,027.00	15,130.22
12/18/97	000103	Litzier, Segner, Shaw et al. 750 N. St. Paul Street Suite 1600 Dallas, TX 75201	Accountant's Fees and Expenses Per Court Order dated December 10, 1997.		1,636.00	13,494.22
12/18/97	000104	Mark A. Weisbart, c/o Malouf Lynch 8117 Preston Road 700 Preston Commons West Dallas, TX 75225	Attorney Fees Per Court Order dated December 10, 1997; Attorneys for Trustee.		1,489.75	12,004.47
04/03/98		Transfer to Acct #1293394236	Bank Funds Transfer		900.00	11,104.47
04/03/98		Transfer to Acct #1293394236	Bank Funds Transfer		11,094.00	11,104.47
06/04/98		Transfer from acct 1293394236	Transfer In From MMA Account	12,053.29		12,063.76

**FORM 2
ESTATE CASH RECEIPTS AND DISBURSEMENTS RECORD**

Case No: 95-42731 DRS
 Case Name: Leather Warehouse, Inc.
 Taxpayer ID No: 75-2434237
 For Period Ending: 08/05/98
 Date Submitted: 08/05/98
 Date Filed: 12/08/95

Trustee Name: Mark A. Weisbart, Trustee
 Bank Name: NationsBank, N.A.
 Account Number: 3753433361
 Account Name: GENERAL CHECKING
 Bond Amount: BLANKET

1 Transaction Date	2 Check or Reference	3 Paid To / Received From	4 Description Of Transaction	5 Deposits (\$)	6 Disbursements (\$)	7 Account Balance (\$)
-----------------------	-------------------------	------------------------------	---------------------------------	--------------------	-------------------------	---------------------------

Account 3753433361		
0	Balance Forward	0.00
0	Deposits	0.00
0	Interest Postings	0.00
	Subtotal	\$ 0.00
0	Adjustments In	0.00
3	Transfers In	30,313.45
	Total	\$ 30,313.45
4	Checks	6,255.69
0	Adjustments Out	0.00
2	Transfers Out	11,994.00
	Total	\$ 18,249.69

Report Totals		
3	Balance Forward	0.00
27	Deposits	19,890.27
	Interest Postings	1,026.95
	Subtotal	\$ 20,917.22
0	Adjustments In	0.00
6	Transfers In	44,905.22
	Total	\$ 65,822.44
5	Checks	8,853.46
0	Adjustments Out	0.00
6	Transfers Out	44,905.22
	Total	\$ 53,758.68
	Net Total Balance	\$ 12,063.76

Compensation and Expenses Worksheet

Case Number: 95-42731 DRS

Debtor: Leather Warehouse, Inc.

1. COMPUTATION OF COMPENSATION

Total disbursements to other than the debtor are:

Pursuant to 11 U.S.C. § 326, compensation is computed as follows:			\$20,917.22
	\$20,917.22	25% of First \$5,000	\$1,250.00
Less -	\$5,000.00	(\$1,250 Maximum)	
Balance	\$15,917.22	10% of Next \$45,000	\$1,591.72
Less -	\$15,917.22	(\$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:			\$2,841.72
Less Previously Paid Compensation:			\$0.00
 TOTAL COMPENSATION REQUESTED:			\$2,841.72

2. TRUSTEE EXPENSES

The Trustee has incurred the following expenses:

09/12/96	PARA: Paralegal Expense 0.5 hours @ 50.00 / hour Update financial document files, reconcile bank account statements.	\$25.00
06/02/97	PARA: Paralegal Expense 0.2 hours @ 50.00 / hour Bank statement reconciliations for March and April 1997.	\$10.00
11/06/97	PARA: Paralegal Expense 1.5 hours @ 50.00 / hour Prepare Fee Application and Order, review billing statements and conference with Accounting, revisions, file with Court and serve parties.	\$75.00
11/18/97	DISTR: Distribution Expenses 1 run @ 44.39 / run Bankruptcy mailout.	\$44.39
12/09/97	PARA: Paralegal Expense 0.2 hours @ 50.00 / hour Review and reconcile banking statements for 2 months.	\$10.00
01/10/98	PARA: Paralegal Expense 0.2 hours @ 65.00 / hour Review and reconcile banking statements for 2 months, to close case.	\$13.00
01/23/98	CLERK: Case Clerk 1.5 hours @ 25.00 / hour Review Form 2 and prepare Schedule A for Final Report, prepare pleadings for Final Report.	\$37.50
02/20/98	PARA: Paralegal Expense 0.2 hours @ 65.00 / hour	\$13.00

Compensation and Expenses Worksheet

Case Number: 95-42731 DRS

Debtor: Leather Warehouse, Inc.

Review and reconcile bank statements for Dec. 1997 and Jan. 1998.

03/03/98	POST: Postage 1 charge @ 5.56 / charge Bankruptcy mailout.	\$5.56
03/10/98	COPY: Photocopy/Duplication Expense 1 @ 15.25 Bankruptcy mailout.	\$15.25
04/30/98	COPY: Photocopy/Duplication Expense 1 @ 43.52 Xerox bank statements and financial documents for Final Report.	\$43.52
06/04/98	PARA: Paralegal Expense 1.5 hours @ 65.00 / hour Import claims from PACER, review, update, prepare 1st draft of Claims Analysis, review file for Orders to include with Final Report, review billing statements and Final Fee App., input Trustee expenses, run 1st draft of Compensation Summary.	\$97.50
06/04/98	PARA: Paralegal Expense 1 hour @ 65.00 / hour Prepare distribution checks and Supplemental Final Report, forward to UST for approval and filing.	\$65.00
06/19/98	COPY: Photocopy/Duplication Expense 140 pages @ 0.20 / page Final Report and Supplemental Final Report.	\$28.00
06/19/98	POST: Postage 1 charge @ 6.00 / charge For Final Report, Supplemental Report, and distribution checks.	\$6.00

Subtotal for CLERK \$37.50

Subtotal for COPY \$86.77

Subtotal for DISTRI \$44.39

Subtotal for PARA \$308.50

Subtotal for POST \$11.56

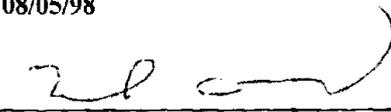
TOTAL EXPENSES CALCULATED: \$488.72

Less Previously Paid Expenses: \$0.00

TOTAL EXPENSES REQUESTED: \$488.72

TOTAL EXPENSES AND COMPENSATION REQUESTED: \$3,330.44

DATED: 08/05/98

SIGNED 

TRUSTEE: Mark A. Weisbart, Trustee

8117 Preston Road

700 Preston Commons West

Dallas, TX 75225

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS

In Re:

Leather Warehouse, Inc.

Case Number 95-42731

Chapter 7

Debtor(s)

BILL OF COURT COSTS

To: Mark Weisbart
700 Preston Commons West
~~8117 Preston Road~~
Dallas, TX 75225

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

These costs are itemized as follows:

NOTICES

\$.25 per notice in excess of 50 notices mailed prior to 1/1/87. \$ 0

\$.50 per notice for all notices mailed 1/1/87 and after. \$ 0

NOTE: For cases filed after 12/1/92, there will be NO NOTICE FEES.

PROCESSING CLAIMS

\$.25 per claim in excess of 10. claims @ \$.25 each. \$ 0

DEFERRED ADVERSARY FILING FEES

 Chapter 7 Adversary Proceedings filed @ \$120.00 each \$ 0

TOTAL AMOUNT DUE \$ 0

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

Date: 6-27-98

JAMES D. TOKOPH
Clerk of Court

MARISA SHEPARD
By: Deputy Clerk

NOTE: For Chapter 11 Cases Only:

Court Costs are due on or before the confirmation hearing.

The Judge will confirm that these cases have been paid at the hearing.

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) <u>Court Costs and Fees</u>	0.00	0.00	0.00	0.00
2. 11 U.S.C. Sec.503(b)(1)(A) <u>Preservation of estate</u>	0.00	0.00	0.00	0.00
A. Transportation	0.00	0.00	0.00	0.00
B. Storage	0.00	0.00	0.00	0.00
C. Wages	0.00	0.00	0.00	0.00
D. Estate Share FICA	0.00	0.00	0.00	0.00
E. Insurance	0.00	0.00	0.00	0.00
F. Upkeep	0.00	0.00	0.00	0.00
G. Others (itemize)	0.00	0.00	0.00	0.00
3. 11 U.S.C. Sec. 503(b)(2) <u>Post-Petition taxes and related penalties</u>	0.00	0.00	0.00	0.00
4. 11 U.S.C. Sec. 503(b)(2) <u>Compensation and Reimbursement</u>				
A. Compensation of Trustee	2,841.72	2,841.72	0.00	2,841.72
B. Expenses of Trustee	488.72	488.72	0.00	488.72
C. Compensation of Attorney for Trustee	4,282.00	4,282.00	4,282.00	0.00
D. Expenses of Attorneys for Trustee	337.69	337.69	337.69	0.00
E. Compensation of Accountant for Trustee	1,620.00	1,620.00	1,620.00	0.00
F. Expenses of Accountant for Trustee	16.00	16.00	16.00	0.00
G. Compensation/Expenses of Auctioneer	2,597.77	2,597.77	2,597.77	0.00
5. Court Special Charges (Excess Notices)	0.00	0.00	0.00	0.00
6. U.S. Trustee fees	0.00	0.00	0.00	0.00
7. Other (list)	0.00	0.00	0.00	0.00
TOTALS:	<u>\$12,183.90</u>	<u>\$12,183.90</u>	<u>\$8,853.46</u>	<u>\$3,330.44</u>

SCHEDULE D

SECURED CLAIMS

Claim No.	Amount Claimed	Amount Not Determined	Amount Allowed	Previously Paid	Due
4	3,298.28	3,298.28	3,298.28	0.00	2,502.46
7	5,623.39	5,623.39	5,623.39	0.00	4,266.55
8	1,359.65	1,359.65	1,359.65	0.00	1,031.59
	<u>10,281.32</u>	<u>10,281.32</u>	<u>10,281.32</u>	<u>0.00</u>	<u>8,733.32</u>

IDENTIFICATION OF SECURED PARTIED AFFECTED:

Claim No.	Name of Creditor	Claim No.	Name of Creditor
4	CITY OF DALLAS/DISD	7	PLANO ISD TAX ASSESSOR/COLLECTOR
8	COLLIN COUNTY TAX ASSESSOR/COLLECTO		

SCHEDULE E

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

	(1) Amount Claimed	(2) Amount Allowed	(3) Previously Paid	(4) Due
	\$	\$	\$	\$
1. For Credit extended Sec. 364(a)(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. Alimony/Child Support Sec. 507(a)(7)	0.00	0.00	0.00	0.00
8. Taxes Sec. 507(a)(8)	5,085.12	5,085.12	0.00	932.72
9. Other: No Basis				
TOTALS:	<u>\$5,085.12</u>	<u>\$5,085.12</u>	<u>\$0.00</u>	<u>\$ 932.72</u>

PRIORITY PARTIES AFFECTED:

Claim No.	Name of Creditor	Claim No.	Name of Creditor
9	TEXAS COMPTROLLER OF PUBLIC ACCOUNT		

FILED UNSECURED CLAIMS TOTAL: \$32,746.82
SUBORDINATE UNSECURED CLAIM: \$

Mark A. Weisbart
Texas Bar No. 21102650
CREEL & ATWOOD, P.C.
1600 Pacific Avenue, Suite 3100
Dallas, Texas 75201-3566
214/720-0110
214/720-2225 (Fax)

EOD

APR 18 1996

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS

APR 18 1996

FILED
BY _____

CHAPTER 7 TRUSTEE

IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

IN RE: §
LEATHER WAREHOUSE, INC., § CASE NO. 95-42731-DRS-7
DEBTOR. § CHAPTER 7

ORDER ON TRUSTEE'S APPLICATION FOR
AUTHORITY TO PAY EXPENSES OF ADMINISTRATION

COMES NOW for consideration the Report of Sale and Trustee's Application for Authority to Pay Expenses of Administration, and it appearing to the Court that the Expenses of Administration, described therein have been incurred in the administration of the estate, that money is available for payment of same and that the same should be paid, and notice having been given and no adverse interest having been presented, it is, therefore,

ORDERED, ADJUDGED AND DECREED that the Trustee be, and he is hereby, authorized and directed to pay BRUNSON & ASSOCIATES, INC. the fixed amount of commissions owed the auctioneer plus all expenses incurred as a result of said auction, said amount being \$2,597.77.

SIGNED the 9th day of April, 1996.


UNITED STATES BANKRUPTCY JUDGE

11

file

500 FEB 13 '96

**IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE:

LEATHER WAREHOUSE, INC.

DEBTOR.

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CASE NO. 95-42731-DRS
Chapter 7

**ORDER APPROVING EMERGENCY APPLICATION TO SELL PROPERTY
OF THE ESTATE FREE AND CLEAR OF LIENS, CLAIMS AND ENCUMBRANCES**

CAME ON TO BE CONSIDERED THE Emergency Application to Sell Property of the Estate Free and Clear of Liens, Claims and Encumbrances ("Emergency Application"), filed by Mark A. Weisbart, Trustee ("Trustee"). After consideration of the Emergency Application and the Court finding that appropriate notice and opportunity for hearing was provided, and that cause exists to approve the Application, it is

ORDERED that the Emergency Application is approved; and it is further

ORDERED that the Trustee is authorized to sell the estate's interest in property located at the Leather Warehouse, Inc., 17390 Preston Road, Dallas, Texas, by public auction conducted by Brunson & Associates, on February 18, 1996; and it is further

ORDERED that the sale of such property shall be free and clear of all liens, claims and encumbrances with liens, claims and encumbrances, if any, attaching to the net sales proceeds received by the bankruptcy estate.

February 12, 1996

Donald R. Shoup

U.S. Bankruptcy Judge

12

IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

FILED
US BANKRUPTCY COURT
EASTERN DISTRICT OF TX.

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IN RE:

LEATHER WAREHOUSE, INC.

DEBTOR.

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CLERK OF BANKRUPTCY
BY DEPUTY *m*
CASE NO. 95-42731
Chapter 7

ORDER GRANTING FIRST AND FINAL APPLICATION OF TRUSTEE'S PROFESSIONALS FOR PAYMENT OF FEES AND REIMBURSEMENT OF EXPENSES

ON THIS DAY CAME ON FOR CONSIDERATION THE First and Final Application of Trustee's Professionals for Payment of Fees and Reimbursement of Expenses ("the Application"). Upon consideration of the Application and finding that appropriate notice and opportunity for hearing was provided, the Court finds that cause exists to approve the Application. It is therefore

ORDERED that the Application is approved; it is further

ORDERED that Creel & Atwood and Mark Weisbart are awarded fees in the amount of \$4,282 and reimbursable expenses in the amount of \$337.69 as payment of its fees and expenses as counsel for the Trustee in this case; and it is further

ORDERED that Litzler, Segner, Shaw, McKenney & Dohmeyer are awarded fees in the amount of \$1,620 and expenses in the amount of \$16.00 as its final fees and expenses as accountants for the Trustee in this case.

December 10, 1997

Donald R. Sharp
HONORABLE DONALD R. SHARP
UNITED STATES BANKRUPTCY JUDGE

33

UNITED STATES BANKRUPTCY COURT
Eastern District of Texas
Sherman Division

IN RE:
Leather Warehouse, Inc.

Debtor(s).

Case No.: 95 - 42731

Chapter: 7

Notice of Entry of Order

Please Take Notice that an Order (document 26-1) was entered on the docket on **February 7, 1997**.

Order Granting [19-1] Claims Objection by Mark Weisbart of
Plano ISD, Claim No. 7 (Secured in the Amount of \$5,623.39)

Dated: 02/07/97

James D. Tokoph
Clerk, U.S. Bankruptcy Court

NOTICE

Please be informed that noticing procedures have changed for this court. This notice is being served in lieu of the actual order. Should any further action be contemplated on this matter, the actual order should be referenced.

Copies of the actual order may be obtained by contacting one of the following copy services:

Bankruptcy Services	(800)622-6878
Intranet, Inc.	(800)333-8818
Legal Doc Retrieval	(800)487-2245
R.E. Search	(972)741-3450
Records Research	(800)940-0331
The Court System	(800)856-0585
Warren Jay Research	(972)644-4185

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS

IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

FEB 7 8 09 AM '97

IN RE:

LEATHER WAREHOUSE, INC.

DEBTOR.

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FEB 07 1997 CASE NO. 95-42731-DRS
Chapter 7

ORDERED BY COURT
BY unt

ORDER ON OBJECTION TO CLAIM NO. 7

CAME ON FOR CONSIDERATION, on January 8, 1997, the hearing on the Objection filed by Mark A. Weisbart, Chapter 7 Trustee ("Trustee"), to the claim of Plano ISD docketed as Claim No. 7. Based upon the agreement of the parties, it is hereby

ORDERED that Plano ISD shall have a secured claim in the amount of \$5,623.39.

DATED: February 6, 1997.

Donald R. Sharp
HONORABLE DONALD R. SHARP
UNITED STATES BANKRUPTCY JUDGE

26

AGREED TO:



Mark A. Weisbart
Texas Bar No. 21102650
Malouf, Lynch, Jackson, Kessler & Collins
700 Preston Commons West
8117 Preston Road
Dallas, Texas 75225
Phone number: 750-0722
Fax number: (214) 373-0826

CHAPTER 7 TRUSTEE

UNITED STATES BANKRUPTCY COURT
Eastern District of Texas
Sherman Division

IN RE:	Case No.: 95 - 42731
Leather Warehouse, Inc.	
Debtor(s).	Chapter: 7

Notice of Entry of Order

Please Take Notice that an Order (document 25-1) was entered on the docket on February 7, 1997.

Order Granting [20-1] Claims Objection by Mark Weisbart of
Claim No. 8, Collin County (Secured Claim \$1,359.65).

Dated: 02/07/97

James D. Tokoph
Clerk, U.S. Bankruptcy Court

NOTICE

Please be informed that noticing procedures have changed for this court. This notice is being served in lieu of the actual order. Should any further action be contemplated on this matter, the actual order should be referenced.

Copies of the actual order may be obtained by contacting one of the following copy services:

Bankruptcy Services	(800)622-6878
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R.E. Search	(972)741-3450
Records Research	(800)940-0331
The Court System	(800)856-0585
Warren Jay Research	(972)644-4185

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

FEB 7 8 05 AM '97

CLERK, U.S. BANKRUPTCY
COURT
BY WAT DEPUTY

IN RE:

LEATHER WAREHOUSE, INC.

DEBTOR.

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FEB 07 1997

CASE NO. 95-42731-DRS
Chapter 7

ORDER ON OBJECTION TO CLAIM NO. 8

CAME ON FOR CONSIDERATION, on January 8, 1997, the hearing on the Objection filed by Mark A. Weisbart, Chapter 7 Trustee ("Trustee"), to the claim of Collin County, Texas docketed as Claim No. 8. Based upon the agreement of the parties, it is hereby

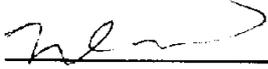
ORDERED that Collin County shall have a secured claim in the amount of \$1,359.65.

DATED: February 6, 1997.

Donald R. Sharp
HONORABLE DONALD R. SHARP
UNITED STATES BANKRUPTCY JUDGE

25

AGREED TO:



Mark A. Weisbart

Texas Bar No. 21102650

Malouf, Lynch, Jackson, Kessler & Collins

700 Preston Commons West

8117 Preston Road

Dallas, Texas 75225

Phone number: 750-0722

Fax number: (214) 373-0826

CHAPTER 7 TRUSTEE

EXHIBIT A
ANALYSIS OF CLAIMS REGISTER

Case Number: 95-42731

Page 1

Date: August 11, 1998

Debtor Name: Leather Warehouse, Inc.

Claim Class, Priority Sequence

Code #	Creditor Name & Address	Claim Class	Notes	Scheduled	Claimed	Allowed
4 100 100	CITY OF DALLAS/DISD C/O ELIZABETH WELLER 2323 BRYAN STREET, SUITE 1720 DALLAS, TX 75201	Secured		\$1,767.12	\$3,298.28	\$3,298.28
7 100 100	PLANO ISD TAX ASSESSOR/COLLECTOR C/O SAVANNAH L. DYER 777 E. 15TH STREET PLANO, TX 75074	Secured		\$4,950.21	\$5,623.39	\$5,623.39
8 100 100	COLLIN COUNTY TAX ASSESSOR/COLLECTO C/O SAVANNAH L. DYER 777 E. 15TH STREET PLANO, TX 75074	Secured		\$536.39	\$1,359.65	\$1,359.65
Subtotal for Class Secured				\$7,253.72	\$10,281.32	\$10,281.32
9 350 350	TEXAS COMPTROLLER OF PUBLIC ACCOUNT C/O OFFICE OF THE ATTORNEY GENERAL P. O. BOX 12548 AUSTIN, TX 78711-2548	Priority		\$1,551.82	\$5,085.12	\$5,085.12
Subtotal for Class Priority				\$1,551.82	\$5,085.12	\$5,085.12
1 400 400	NATIONAL ADVERTISING CO. VICKIE PITTS 170 East Parker Plaza 2550 Walnut Hill Lane DALLAS, TX 75229	Unsecured	unsecured	\$5,140.00	\$5,140.00	\$5,140.00
2 400 400	PRESTON TRAIL RETAIL, LTD 1100 PROVIDENCE TOWR WEST 5001 SPRING VALLEY ROAD DALLAS, TX 75244	Unsecured	unsecured	\$0.00	\$14,764.73	\$14,764.73
3 400 400	PRENTICE HALL LEGAL & FINANCIAL C QUIMBY - DIR/CREDIT OP 375 HUDSON J ST., 11TH FL NEW YORK, NY 10014	Unsecured	unsecured	\$185.00	\$185.00	\$185.00
5 400 400	SOUTHWESTERN BELL TELEPHONE CO. ONE BELL PLAZA, ROOM 0750 P. O. BOX 655521 DALLAS, TX 75265	Unsecured	unsecured	\$347.56	\$308.09	\$308.09
6 400 400	PHILLIP CHANG 4464 WORDSWOTH DR. PLANO, TX 75093	Unsecured	unsecured	\$0.00	\$2,079.00	\$2,079.00
10 400 400	SOUTHWESTERN BELL YELLOW PAGES, INC 1430 EMPIRE CENTRAL, 4TH FLOOR DALLAS, TX 75247	Unsecured	unsecured	\$10,270.00	\$10,270.00	\$10,270.00
Subtotal for Class Unsecured				\$15,942.56	\$32,746.82	\$32,746.82
Case Totals:				\$24,748.10	\$48,113.26	\$48,113.26

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

Eastern District of Texas
CLAIMS REGISTER

07/25/1996 Last Date to File Claims: 05/06/96 95-42731 drs Page 1
 Last Date to File Claims for Governmental Unit: **/**/**
 Leather Warehouse, Inc.

Name and Address of Claimant	Amount of Claims Filed and Allowed	Remarks
No: 1 Filed: 01/04/96 Natinal Advertising Co. Vickie Pitts 170 East Parker Plaza 2550 Walnut Hill Lane Dallas, Tx 75229	Filed Amt: 5,140.00 g	ok
No: 2 Filed: 01/04/96 Preston Trail Retail, Ltd 1100 Providence Towr West 5001 Spring Valley Road Dallas, tX 75244	Filed Amt: 14,764.73 g	ok
No: 3 Filed: 02/05/96 Prentice Hall Legal & Financial C Quimby - Dir/Credit Op 375 Hudson jSt 11th Fl New York NY 10014	Filed Amt: 185.00 g	ok
No: 4 Filed: 02/07/96 City of Dallas/DISD c/o Elizabeth Weller 2323 Bryan Str., Ste 1720 Dallas, TX 75201	Filed Amt: 3,298.28 s	ok
No: 5 Filed: 02/09/96 Southwestern Bell Telephone Co. One Bell Plaza, Room 0750 P. O. Box 655521 Dallas, TX 75265	Filed Amt: 308.09 g	ok
No: 6 Filed: 03/27/96 Phillip Chang 4464 Wordsworth Dr. Plano, Tx 75093	Filed Amt: 2,079.00 g	ok
No: 7 Filed: 04/04/96 Plano ISD Tax Assessor/Collector c/o Savannah L. Dyer Gay & McCall, Inc. 777 E. 15th Street Plano, TX 75074	Filed Amt: 5,623.39 t	objection - appeal order - allowed us squared

Eastern District of Texas
CLAIMS REGISTER

07/25/1996 Last Date to File Claims: 05/06/96 95-42731 drs Page 2
Last Date to File Claims for Governmental Unit: **/**/**
Leather Warehouse, Inc.

Name and Address of Claimant	Amount of Claims Filed and Allowed	Remarks
No: 8 Filed: 04/04/96 Collin County Tax Assessor/Collec c/o Savannah L. Dyer Gay & McCall, Inc. 777 E. 15th Street Plano, TX 75074	Filed Amt: 1,359.65 t	objection - Agreed Order allowed as served
No: 9 Filed: 04/11/96 Texas Comptroller of Public Accou c/o Office of the Attorney Genera Collection Division - Bankruptcy P. O. Box 12548 Austin, TX 78711-2548	Filed Amt: 5,085.12	+ priority 507(a)(8) ok.
No: 10 Filed: 04/11/96 Southwestern Bell Yellow Pages, I 1430 Empire Central, 4th Floor Dallas, TX 75247	Filed Amt: 10,270.00 g	ok

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE
Leather Warehouse, Inc.

DEBTOR.

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CASE NO. 95-42731-DRS
CHAPTER 7

TRUSTEE'S REPORT OF PROPOSED FINAL DISTRIBUTIONS

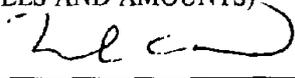
The undersigned Trustee of the estate hereby submits to the Court and to the United States Trustee this Report of Proposed Final Distributions.

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		\$12,063.76
2.	ADMINISTRATIVE EXPENSES TO BE PAID *(NOTE)	\$3,330.44	
3.	SECURED CLAIMS TO BE PAID *(NOTE)	\$7,800.60	
4.	PRIORITY CLAIMS TO BE PAID *(NOTE)	\$ 932.72	
5.	UNSECURED CLAIMS TO BE PAID *(NOTE)	\$ 0.00	
6.	OTHER DISTRIBUTIONS TO BE PAID *(NOTE)	\$0.00	
7.	TOTAL DISTRIBUTIONS TO BE MADE (SUM OF LINES 2 THROUGH 6)		\$12,063.76
8.	ZERO BALANCE AFTER ALL DISTRIBUTIONS (LINE 1 LESS LINE 7)		\$0.00

*(SEE ATTACHED SCHEDULE OF PAYEES AND AMOUNTS)

Date: 6-11



Mark A. Weisbart
Chapter 7 Trustee

PROPOSED DISTRIBUTION

Case Number: 95-42731

Page 1

Date: August 11, 1998

Debtor Name: Leather Warehouse, Inc.

Claim #	Payee Name	Class	Priority	Amount	Paid to Date	Claim Balance	Proposed Pymt	Funds Remaining
Beginning Balance								\$12,063.76 ⁽¹⁾
Claim Type - TRUSTEE								
	Mark A. Weisbart, Trustee - Fees COMPENSATION	Admin		\$2,841.72	\$0.00	\$2,841.72	\$2,841.72	\$9,222.04
			Percent Paid:	100.00 %				
	Mark A. Weisbart, Trustee - Exp EXPENSES	Admin		\$488.72	\$0.00	\$488.72	\$488.72	\$8,733.32
			Percent Paid:	100.00 %				
Subtotal For Claim Type				\$3,330.44	\$0.00	\$3,330.44	\$3,330.44 ⁽³⁾	
Subtotals For Class Administrative		100.0000 %		\$3,330.44	\$0.00	\$3,330.44	\$3,330.44	
Claim Type 100 - Secured Claims ⁽³⁾								
4	CITY OF DALLAS/DISD C/O ELIZABETH WELLER 2323 BRYAN STREET, SUITE 1720 DALLAS, TX 75201	Sec	100	\$3,298.28	\$0.00	\$3,298.28	\$2,502.46	\$6,230.86
			Percent Paid:	75.87 %				
7	PLANO ISD TAX ASSESSOR/COLLECTOR C/O SAVANNAH L. DYER 777 E. 15TH STREET PLANO, TX 75074	Sec	100	\$5,623.39	\$0.00	\$5,623.39	\$4,266.55	\$1,964.31
			Percent Paid:	75.87 %				
8	COLLIN COUNTY TAX ASSESSOR/COLLECTO C/O SAVANNAH L. DYER 777 E. 15TH STREET PLANO, TX 75074	Sec	100	\$1,359.65	\$0.00	\$1,359.65	\$1,031.59	\$932.72
			Percent Paid:	75.87 %				
Subtotal For Claim Type 100				\$10,281.32	\$0.00	\$10,281.32	\$7,800.60	
Subtotals For Class Secured		75.8716 %		\$10,281.32	\$0.00	\$10,281.32	\$7,800.60	
Claim Type 350 - Priority Taxes								
9	TEXAS COMPTROLLER OF PUBLIC ACCOUNT C/O OFFICE OF THE ATTORNEY GENERAL P. O. BOX 12548 AUSTIN, TX 78711-2548	Priority	350	\$5,085.12	\$0.00	\$5,085.12	\$932.72	\$0.00
			Percent Paid:	18.34 %				
Subtotal For Claim Type 350				\$5,085.12	\$0.00	\$5,085.12	\$932.72	
Subtotals For Class Priority		18.3421 %		\$5,085.12	\$0.00	\$5,085.12	\$932.72	

PROPOSED DISTRIBUTION

Case Number: 95-42731

Page 2

Date: August 11, 1998

Debtor Name: Leather Warehouse, Inc.

Claim #	Payee Name	Class	Priority	Amount	Paid to Date	Claim Balance	Proposed Pymt	Funds Remaining
Claim Type 400 - General Unsecured Claims								
1	NATIONAL ADVERTISING CO. VICKIE PITTS 170 East Parker Plaza 2550 Walnut Hill Lane DALLAS, TX 75229	Unsec	400	\$5,140.00	\$0.00	\$5,140.00	\$0.00	\$0.00
				Percent Paid: 0.00 %				
2	PRESTON TRAIL RETAIL, LTD 1100 PROVIDENCE TOWR WEST 5001 SPRING VALLEY ROAD DALLAS, TX 75244	Unsec	400	\$14,764.73	\$0.00	\$14,764.73	\$0.00	\$0.00
				Percent Paid: 0.00 %				
3	PRENTICE HALL LEGAL & FINANCIAL C QUIMBY - DIR/CREDIT OP 375 HUDSON J ST., 11TH FL NEW YORK, NY 10014	Unsec	400	\$185.00	\$0.00	\$185.00	\$0.00	\$0.00
				Percent Paid: 0.00 %				
5	SOUTHWESTERN BELL TELEPHONE CO. ONE BELL PLAZA, ROOM 0750 P. O. BOX 655521 DALLAS, TX 75265	Unsec	400	\$308.09	\$0.00	\$308.09	\$0.00	\$0.00
				Percent Paid: 0.00 %				
6	PHILLIP CHANG 4464 WORDSWOTH DR. PLANO, TX 75093	Unsec	400	\$2,079.00	\$0.00	\$2,079.00	\$0.00	\$0.00
				Percent Paid: 0.00 %				
10	SOUTHWESTERN BELL YELLOW PAGES, INC 1430 EMPIRE CENTRAL, 4TH FLOOR DALLAS, TX 75247	Unsec	400	\$10,270.00	\$0.00	\$10,270.00	\$0.00	\$0.00
				Percent Paid: 0.00 %				
	Subtotal For Claim Type 400			\$32,746.82	\$0.00	\$32,746.82	\$0.00	
	Subtotals For Class Unsecured	0.0000 %		\$32,746.82	\$0.00	\$32,746.82	\$0.00	
<< Totals >>				\$51,443.70	\$0.00	\$51,443.70	\$12,063.76	\$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.

Footnotes:

- 1 Of the \$12,063.76, 89.32% or \$10,775.35 represents the proceeds from the liquidation of inventory which is subject to the secured claims of the taxing authorities. \$1,288.41 represents the balance of unencumbered funds.
- 2 Trustee has allocated payment of these expenses between secured and unsecured funds. \$2,974.75 (89.32% of the total expense) is allocated against secured, \$355.69 is allocated against unsecured.
- 3 The balance of secured funds, \$7,800.60 is distributed pro-rata.