

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11  
: :  
ALSET OWNERS, LLC, *et al.*,<sup>1</sup> : Case No. 09-11960 (BLS)  
: (Jointly Administered)  
Debtors. :  
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**NOTES, STATEMENT OF LIMITATIONS,  
METHODOLOGY, AND DISCLAIMER REGARDING  
DEBTORS' SCHEDULES AND STATEMENTS**

- ALL DEBTORS; CONSOLIDATED -

The Schedules of Assets and Liabilities and Statements of Financial Affairs (the "Schedules and Statements") filed by Alset Owners, LLC and its affiliates, Altes, LLC, Setla, LLC, and Checkers Michigan, LLC (collectively, with NEB, the "Debtors"), in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), were prepared pursuant to 11 U.S.C. § 521 and Federal Rule of Bankruptcy Procedure 1007 by management of the Debtors and are unaudited. The Schedules and Statements remain subject to further review and verification by the Debtors. Subsequent information may result in material changes in financial and other data contained in the Schedules and Statements. The Debtors reserve the right to amend their Schedules and Statements from time to time as may be necessary or appropriate. These Notes and Statement of Limitations, Methodology and Disclaimer Regarding Debtors' Schedules and Statements (the "Notes") are incorporated by reference in, and comprise an integral part of, the Schedules and Statements, and should be referred to and reviewed in connection with any review of the Schedules and Statements.

1. GAAP: These Schedules and Statements reflect the assets and liabilities of each individual Debtor, except where otherwise noted. These Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles ("GAAP") in the United States. Given the differences between the information requested in the Schedules and Statements and the financial information utilized under generally accepted accounting principles, the aggregate assets and liabilities set forth in the Schedules and

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<sup>1</sup> The Debtors and the last four digits of their respective tax identification numbers are: Alset Owners, LLC, a Delaware limited liability company (7520); Altes, LLC, a Delaware limited liability company (6927); Setla, LLC, a Delaware limited liability company (6752); and Checkers Michigan, LLC, a Delaware limited liability company (8016). The Debtors' service address is Altes, LLC/Setla, LLC, 1200 North Federal Highway, Suite 111-B, Boca Raton, FL 33432-2813.

SOFAs do not reflect the amounts that would be set forth in a balance sheet of the Debtors prepared in accordance with GAAP.

2. Excluded Assets and Liabilities. The Debtors have excluded the following categories of assets and liabilities from the Schedules and Statements: goodwill and other intangible assets which were not carried on the books and records prior to bankruptcy, accrued liabilities including, but not limited to, accrued salaries and employee benefits, tax accruals, and accrued accounts payable. Other immaterial assets and liabilities may also have been excluded.

3. Book value. Unless otherwise noted, the Debtors' assets and liabilities are shown on the basis of their net book value, as opposed to the current market value, as of the June 5, 2009 Petition Date in accordance with the Debtors' books and records. The Debtors operate on a four week period basis. The last period closing prior to the Petition Date was May 18, 2009. Thus as indicated in the Schedules and Statements, certain values on such date were utilized. It would be prohibitively expensive and unduly burdensome to obtain current market valuations of the Debtors' property interests. Accordingly, unless otherwise indicated, the Schedules and Statements reflect the net book values, rather than current market values, of the Debtors' assets.

4. Contingent Assets. The Debtors reserve all of their rights with respect to any claims, causes of action or avoidance actions they may have and nothing contained in these Schedules and Statements shall be deemed a waiver of any such claims, avoidance actions or causes of action or in any way prejudice or impair the assertion of such claims.

5. Claims. Any failure to designate a claim on the Debtors' Schedules or Statements as "disputed", "contingent" or "unliquidated" does not constitute an admission by the Debtors that such amount is not "disputed", "contingent" or "unliquidated." The Debtors reserve the right to dispute, or to assert offsets or defenses to, any claim reflected on its Schedules as to amount, liability or classification or to otherwise subsequently designate any claim as "disputed," "contingent" or "unliquidated." Listing a claim does not constitute an admission of liability by the Debtors. Finally, the dollar amount of claims listed may be exclusive of contingent and unliquidated amounts.

6. Schedule D. The Debtors reserve their rights to dispute or challenge validity, perfection or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a secured creditor listed on Schedule D of any Debtor. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument related to such creditor's claim. The descriptions provided in Schedule D are intended only as a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements.

7. Schedule E. The Debtors owed its employees certain pre-petition wages and benefits as of the Petition Date. On June 9, 2009, the Court entered an Order approving the Debtors' Motion Authorizing Payment of Wages, Compensation, and Employee Benefits (the "Wages Order"). As such, all pre-petition wages and benefits have been satisfied or otherwise addressed

in the Wages Order. Further, the Debtors owed certain sales, use, and trust fund taxes to various taxing authorities as of the Petition Date. On June 9, 2009, the Court entered an Order approving the Debtors' Motion For Authority To Pay Prepetition Sales, Use, and Trust Fund Taxes (the "Taxes Order"). As such, all sales, use, and trust fund taxes as of the Petition Date have otherwise been satisfied by the Taxes Order. Therefore, the Debtors have not listed any amounts relating to the foregoing on Schedule E. The listing of a claim in Schedule E as a "priority" claim does not constitute an admission by the Debtors of the legal rights of a claimant.

8. Schedule G. Executory Contracts

(a) While the Debtors' existing books, records, and financial systems have been relied upon to identify and schedule executory contracts at each of the Debtors and every effort has been made to ensure the accuracy of the Schedule of Executory Contracts and Unexpired Leases, inadvertent errors or omissions may have occurred. To the extent the Debtors discover any material contracts that should have been listed on this Schedule, the Debtors will amend Schedule G to include such executory contracts. Certain executory contracts may not have been memorialized and could be subject to dispute. Executory contracts that are oral in nature or confidential have not been included in the Schedule.

(b) The Debtors hereby reserve all of their rights to dispute the validity, status, or enforceability of any contracts, agreements or leases set forth in Schedule G and to amend or supplement such Schedule as necessary. Further, listing a contract or a lease on Schedule G does not constitute an admission by the Debtors that the contract is an executory contract or lease, or a waiver of the Debtors' rights to re-characterize the contract as non-executory or as something other than a true lease.

(c) Any or all entities listed on Schedule G as parties to executory contracts with the Debtors may have claims against the Debtors based upon, among other things, any rejection of such contracts. Such entities may not be listed on Schedule F.

(d) The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended and supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters and other documents, instruments and agreements which may not be listed herein. Certain of the real property leases on this Schedule G may contain renewal options, guarantees of payment, options to purchase, rights of first refusal, rights to lease additional space and other miscellaneous rights. Such rights, powers duties and obligations are not set forth on this Schedule G.