

**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
SANTA ANA DIVISION**

In re: CAMEO HOMES, a California corporation, Debtor.	Case No. 8:08-13151-RK Chapter 11
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LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is a list of the debtor's creditors holding the 20 largest unsecured claims. This list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

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Name of Creditor and complete mailing address including zip code	Name, telephone number, complete mailing address including zip code and facsimile number of employee, agent or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim (if secured, also state value of security)
BANK MIDWEST Attn DAVID LASAEE 1100 MAIN STE 350 KANSAS CITY, MO 64105	BANK MIDWEST Attn DAVID LASAEE 1100 MAIN STE 350 KANSAS CITY, MO 64105 949-851-5800_phone 949-851-5850_Fax david@arcacompanies.com	Potential liability as guarantor of various loans	Contingent Unliquidated	\$75,894,378.83
PNC BANK (MIDLAND) Attn VETO ENNA 10851 MASTIN 6TH FLOOR OVERLAND PARK, KS 66210	PNC BANK (MIDLAND) Attn VETO ENNA 10851 MASTIN 6TH FLOOR OVERLAND PARK, KS 66210 913-253-9646_phone 913-253-9717_Fax venna@pnc.com	Potential liability as guarantor of various loans	Contingent Unliquidated	\$46,462,500.00
CALIFORNIA NATIONAL BANK Attn ANDREW ZINN 1301 DOVE #101 NEWPORT BEACH, CA 92660	CALIFORNIA NATIONAL BANK Attn ANDREW ZINN 1301 DOVE #101 NEWPORT BEACH, CA 92660 949-794-3823_phone 949-222-0397_Fax azinn@calnational.com	Potential liability as guarantor of various loans	Contingent Unliquidated	\$34,793,165.02
BANK OF THE WEST Attn JON ELY 4041 MACARTHUR BLVD STE 100 NEWPORT BEACH, CA 92660	BANK OF THE WEST Attn JON ELY 4041 MACARTHUR BLVD STE 100 NEWPORT BEACH, CA 92660 949-622-6003_phone 949-833-3275_Fax jelly@bankofthewest.com	Potential liability as guarantor of various loans	Contingent Unliquidated	\$32,449,775.38

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WEYERHAEUSER REALTY Attn DAVID PROWSE 3200 BRISTOL ST STE 500 COSTA MESA, CA 92626	WEYERHAEUSER REALTY Attn DAVID PROWSE 3200 BRISTOL ST STE 500 COSTA MESA, CA 92626 714-433-2300_phone 714-433-2454_Fax dprowse@housingcapital.com	Potential liability as guarantor of various loans	Contingent Unliquidated	\$23,049,520.79
VIRTUAL REALTY Attn HENRY WARSHAW 700 CORPORATE PARK DR STE 310 CLAYTON, MO 63105	VIRTUAL REALTY Attn HENRY WARSHAW 700 CORPORATE PARK DR STE 310 CLAYTON, MO 63105 314-754-3317 314-862-6139_Fax warshaw@vrelc.com	Potential liability as guarantor of various loans	Contingent Unliquidated	\$11,590,118.00
WACHOVIA BANK Attn GARRETT MITTON 15750 ALTON PKWY 3 RD F IRVINE, CA 92618	WACHOVIA BANK Attn GARRETT MITTON 15750 ALTON PKWY 3 RD FLOOR IRVINE, CA 92618 949-754-7247_phone 949-754-4814-Fax garrett_mitton@wfb.com	Line of credit and potential liability as guarantor of various loans	Contingent Unliquidated	\$8,000,000.00
INTERVEST Attn CARL NATALIZIA TWO PARK PLAZA STE 470 IRVINE, CA 92614	INTERVEST Attn CARL NATALIZIA TWO PARK PLAZA STE 470 IRVINE, CA 92614 949-222-0292_phone 949-222-9914-Fax carl.natalizia@intervestmortgage.com	Potential liability as guarantor of various loans	Contingent Unliquidated	\$9,411,331.84

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HOUSING CAPITAL CORP Attn DAVID PROWSE 3200 BRISTOL ST STE 500 COSTA MESA, CA 92626	HOUSING CAPITAL CORP Attn DAVID PROWSE 3200 BRISTOL ST STE 500 COSTA MESA, CA 92626 714-433-2300_phone 714-443-2454_Fax dprowse@housingcapital.com	Potential liability as guarantor of various loans	Contingent Unliquidated	\$9,4302,304.79
FAMILLE HOLDINGS Attn JAMES HERBST 27675 CHAPALA MISSION VIEJO, CA 92692	FAMILLE HOLDINGS Attn JAMES HERBST 27675 CHAPALA MISSION VIEJO, CA 92692 949-291-4560_phone 949-215-2965_Fax jherbst@cox.net	Potential liability as guarantor of various loans	Contingent Unliquidated	\$8,000,000.00
UNIVERSAL BANK Attn YUKI KOYANO 3455 NOGALES ST 2 ND FL WEST COVINA, CA 91792	UNIVERSAL BANK Attn YUKI KOYANO 3455 NOGALES ST 2 ND FL WEST COVINA, CA 91792 626-854-2818_phone 626-854-9898_Fax yukik@universalbank.com	Potential liability as guarantor of various loans	Contingent Unliquidated	\$4,500,000.00
PACIFIC WESTERN BANK Attn JIM TREVINO 895 DOVE ST STE 100 NEWPORT BEACH, CA 92660	PACIFIC WESTERN BANK Attn JIM TREVINO 895 DOVE ST STE 100 NEWPORT BEACH, CA 92660 949-221-8080_phone 949-852-8844_Fax jtrevino@pacificwesternbank.com	Line of credit and potential liability as guarantor of various loans	Contingent Unliquidated	\$2,225,000.00
KTGY GROUP, INC 17992 MITCHELL SOUTH IRVINE, CA 92614	KTGY GROUP, INC 17992 MITCHELL SOUTH IRVINE, CA 92614 949.851.2133_phone 949-851-5156_fax	Trade Payable Project Name: Rancho Cucamonga/Sycamore Village	Contingent Unliquidated	\$169,550.82

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RICK ENGINEERING 1223 UNIVERSITY AVE., SUITE 240 RIVERSIDE, CA 92507	RICK ENGINEERING 1223 UNIVERSITY AVE., SUITE 240 RIVERSIDE, CA 92507 951.782.0707_phone 051=782-0723_Fax mratican@rickeng.com	Trade Debt Project Names: Crossroads, FV/Assembledge, Rancho Fortunato, San Jacinto 150/Seventh & Lyon, Silver Oaks 183/Sweet Water		\$168,721.34
SHEER'S WEST, INC. CUSTOMER SERVICE 3283 E WARMS SPRING ROAD STE 200 LAS VEGAS, NV 89120	SHEER'S WEST, INC. CUSTOMER SERVICE 3283 E WARMS SPRING ROAD STE 200 LAS VEGAS, NV 89120 702.263.9065_phone 702.263.9069_Fax hamor@pmbank.com	Indemnification Bonds		\$160,993.00
HALL & FORMAN 420 EXCHANGE, SUITE 100 IRVINE, CA 92602	HALL & FORMAN 420 EXCHANGE, SUITE 100 IRVINE, CA 92602 714.665.4500 714.665-4501_Fax kurt.ross@calbt.com	Trade Payable Project Name: La Costa/Arenal Rd		\$118,681.66
DAVID EVANS & ASSOC 1955 CHICAGO AVE, SUITE 200 RIVERSIDE, CA 92507	DAVID EVANS & ASSOC 1955 CHICAGO AVE, SUITE 200 RIVERSIDE, CA 92507 951.682.8500_phone 951-682-8505_Fax	Trade Payable Project Name: Rancho Cucamonga/Sycamore Village		\$53,499.79
LOCKTON INSURANCE BROKERS, LLC CUSTOMER SERVICE P O BOX 92643 LOS ANGELES, CA 90009-2643	LOCKTON INSURANCE BROKERS, LLC PAUL BONCHER CUSTOMER SERVICE P O BOX 92643 LOS ANGELES, CA 90009-2643 213.689.0500_phone 213_689-0580_Fax pboncher@lockton.com	Indemnity/Bonds Premium on 48 th & Adams, Murrieta 492, 100 San Jacinto, BEG, LLC, Murrieta Village Walk, Village Walk Retail, Silver Oaks 183, Beaumont 72		\$50,645.00

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PCR SERVICES 1 VENTURE, SUITE 150 IRVINE, CA 92618 949-753-7001 phone	PCR SERVICES 1 VENTURE, SUITE 150 IRVINE, CA 92618 949-753-7002 Fax s.nelson@pcrnet.com E-mail	Trade Payable Project Name: Murrieta 180		\$36,449.64

DECLARATION UNDER PENALTY OF PERJURY

I, James Chris Gianulias, President of CAMEO HOMES, a California corporation, debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding 20 Largest Unsecured Claims, and that it is true and correct to the best of my information and belief.

DATED: July 8, 2008

CAMEO HOMES, a California corporation

BY: 
 James Chris Gianulias, President