

UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS		PROOF OF CLAIM
Name of Debtor: (Check Only One): <input checked="" type="checkbox"/> Opus West Corporation <input type="checkbox"/> Opus West Construction Corporation <input type="checkbox"/> O.W. Commercial, Inc. <input type="checkbox"/> Opus West LP <input type="checkbox"/> Opus West Partners, Inc.		Case Number: <p style="font-size: 24pt; text-align: center;">09-34356</p>
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. All other requests for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (the person or other entity to whom the debtor owes money or property): <p style="font-size: 18pt; text-align: center;">ROBERT F. WHELESS 3007 JARRARD ST. HOUSTON, TX 77005</p>		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: (If known) Filed on:
Name and address where notices should be sent: <p style="font-size: 18pt; text-align: center;">ROBERT F. WHELESS 713.542.1343 3007 JARRARD ST. HOUSTON, TX 77005</p> Telephone number: Email Address: robertfw@whelessproperties.com		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
Name and address where payment should be sent (if different from above): <p style="font-size: 24pt; text-align: center;">(SAME AS ABOVE)</p> Telephone number: 713.542.1343		
1. Amount of Claim as of Date Case Filed: \$ <u>36,615.00</u> If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B). <input checked="" type="checkbox"/> Wages, salaries, or commissions (up to \$10,950) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5). <input type="checkbox"/> Up to \$2,425 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507 (a)(). Amount entitled to priority: <p style="font-size: 24pt; text-align: right;">\$ 10,950.00</p>
2. Basis for Claim: <u>UNPAID, EARNED WAGES</u> (See instruction #2 on reverse side.)		
3. Last four digits of any number by which creditor identifies debtor: <u>1533 (FEDERAL TAX ID)</u> 3a. Debtor may have scheduled account as: _____ (See instruction §3a on reverse side).		
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Equipment <input type="checkbox"/> Other Value of Property: \$ _____ Annual Interest Rate _____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount Unsecured: \$ _____		
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain: _____		
Date: <p style="font-size: 24pt;">8.04.09</p>	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. <p style="font-size: 18pt; text-align: center;">Robert F. Wheless ROBERT F. WHELESS</p>	FOR COURT USE ONLY

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

Modified BIL (08)

(Same address and telephone as above)

AUG 06 2009

BMC GROUP





THE OPUS GROUP
ARCHITECTS
CONTRACTORS
DEVELOPERS

OPUS WEST CORPORATION

A member of The Opus Group

2555 East Camelback Road, Suite 800 • Phoenix, AZ 85016

Phone: 602-468-7000 • Fax: 602-468-7045

www.opuscorp.com

Memo

To: Opus West Employees
From: Tom Roberts
Date: March 10, 2009
Re: 2008 Incentive Compensation

Attached is the summary of your 2008 Incentive Compensation.

The ROE and bottom line portions of your Incentive Compensation will be delayed until finalization of the 2008 Audit. In addition, fifty percent (50%) of the Subjective portion will be paid in cash on March 13, 2009, with the balance being delayed due to Company cash flow. One hundred percent (100%) of all vested deferred payments will be made on March 13, 2009. This will apply to both existing and laid off employees.

Opus is committed to making all payments due to employees. Our goal is to have all payments made by year-end 2009.

Thank you for your patience and understanding.

OPUS WEST CORPORATION
Long-Term Incentive Compensation
Robert Wheless

Year Paid	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
2002 Deferral	0.00	0.00									
Interest @ 8%		0.00									
Subtotal		0.00									
2004 payment		0.00									
Balance		0.00	0.00								
Interest @ 8%			0.00								
Subtotal			0.00								
2005 payment			0.00								
Balance			0.00	0.00							
Interest @ 8%				0.00							
Subtotal				0.00							
2006 payment				0.00							
Balance				0.00	0.00						
Interest @ 8%					0.00						
Subtotal					0.00						
2007 payment					0.00						
Balance					0.00	0.00					
Interest @ 8%						0.00					
Subtotal						0.00					
2008 payment						0.00					
Balance						0.00	0.00				
Interest @ 8%							0.00				
Subtotal							0.00				
2003 Deferral		0.00	0.00								
Interest @ 8%			0.00								
Subtotal			0.00								
2005 payment			0.00								
Balance			0.00	0.00							
Interest @ 8%				0.00							
Subtotal				0.00							
2006 payment				0.00							
Balance				0.00	0.00						
Interest @ 8%					0.00						
Subtotal					0.00						
2007 payment					0.00						
Balance					0.00	0.00					
Interest @ 8%						0.00					
Subtotal						0.00					
2008 payment						0.00					
Balance						0.00	0.00				
Interest @ 8%							0.00				
Subtotal							0.00				
2009 payment							0.00				
Balance							0.00	0.00			
Interest @ 8%								0.00			
Subtotal								0.00			
2004 Deferral			0.00	0.00							
Interest @ 8%				0.00							
Subtotal				0.00							
2006 payment				0.00							
Balance				0.00	0.00						
Interest @ 8%					0.00						
Subtotal					0.00						
2007 payment					0.00						
Balance					0.00	0.00					
Interest @ 8%						0.00					
Subtotal						0.00					
2008 payment						0.00					
Balance						0.00	0.00				
Interest @ 8%							0.00				
Subtotal							0.00				
2009 payment							0.00				
Balance							0.00	0.00			
Interest @ 8%								0.00			
Subtotal								0.00			
2010 payment								0.00			
Balance								0.00	0.00		
Interest @ 8%									0.00		
Subtotal									0.00		

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OPUS WEST CORPORATION
Long-Term Incentive Compensation
Robert Whales

Year Paid	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013
2005 Deferral											
Interest @ 8%				18,574.91	18,574.91						
Subtotal					1,485.99						
2007 payment					20,060.90						
Balance					(4,012.18)						
Interest @ 8%					16,048.72	16,048.72					
Subtotal						1,283.90					
2008 payment						17,332.62					
Balance						(4,525.74)					
Interest @ 8%						12,806.88	12,806.88				
Subtotal							1,024.55				
2009 payment							13,831.43				
Balance							(4,883.69)				
Interest @ 8%							8,947.74	8,947.74			
Subtotal								715.82			
2010 payment								9,863.56			
Balance								(5,046.53)			
Interest @ 8%								4,817.03	4,617.03		
Subtotal									369.36		
2011 payment									4,986.39		
Balance									(4,986.39)		
										0.00	
2006 Deferral											
Interest @ 8%					28,788.88	28,788.88					
Subtotal						2,303.11					
2008 payment						31,091.99					
Balance						(6,218.40)					
Interest @ 8%						24,873.59	24,873.59				
Subtotal							1,989.89				
2009 payment							28,863.48				
Balance							(7,014.36)				
Interest @ 8%							19,849.12	19,849.12			
Subtotal								1,587.93			
2010 payment								21,437.05			
Balance								(7,569.14)			
Interest @ 8%								13,867.91	13,867.91		
Subtotal									1,109.43		
2011 payment									14,977.34		
Balance									(7,821.51)		
Interest @ 8%									7,155.83	7,155.83	
Subtotal										572.47	
2012 payment										7,728.30	
Balance										(7,728.30)	
											0.00
2007 Deferral											
Interest @ 8%						32,221.53	32,221.53				
Subtotal							2,577.72				
2009 payment							34,799.25				
Balance							(6,959.85)				
Interest @ 8%							27,839.40	27,839.40			
Subtotal								2,227.15			
2010 payment								30,066.55			
Balance								(7,850.71)			
Interest @ 8%								22,215.84	22,215.84		
Subtotal									1,777.27		
2011 payment									23,993.11		
Balance									(8,471.64)		
Interest @ 8%									15,521.47	15,521.47	
Subtotal										1,241.72	
2012 payment										16,783.19	
Balance										(8,754.11)	
Interest @ 8%										8,009.08	8,009.08
Subtotal											640.73
2013 payment											8,649.81
Balance											(8,649.81)
											0.00
Balance Forward	0.00	0.00	0.00	0.00	18,574.91	44,837.60	69,902.00	58,636.26	40,700.78	22,677.30	8,009.08
L.T. Additions	0.00	0.00	0.00	18,574.91	28,788.88	32,221.53					
Total Interest	0.00	0.00	0.00	0.00	1,485.99	3,587.01	5,592.16	4,530.90	3,256.06	1,814.19	640.73
Total Payment	0.00	0.00	0.00	0.00	(4,012.18)	(10,744.14)	(18,857.90)	(20,466.38)	(21,279.54)	(18,482.41)	(8,649.81)
L.T. Balance	0.00	0.00	0.00	18,574.91	44,837.60	69,902.00	58,636.26	40,700.78	22,677.30	8,009.08	0.00