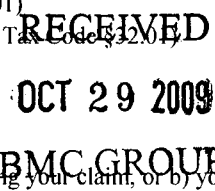
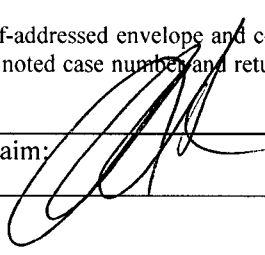



<b>UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF TEXAS</b>		<b>PROOF OF CLAIM</b>
Name of Debtor: <b>OPUS WEST, LP, a Delaware limited partnership</b>	Case No. <b>09-34334-HDH-11</b>	
Name of Creditor: <b>LEWISVILLE INDPENDENT SCHOOL DISTRICT</b>	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Name and address where notices should be sent:  LEWISVILLE INDPENDENT SCHOOL DISTRICT c/o Andrea Sheehan Law Offices of Robert E. Luna, P.C. 4411 North Central Expressway Dallas, TX 75205 Phone: (214) 521-8000      Facsimile: (214) 521-1738 Email: <a href="mailto:sheehan@txschoollaw.com">sheehan@txschoollaw.com</a>		THIS SPACE IS FOR COURT USE ONLY
Account or other number by which creditor identifies debtor: <b>613601DEN; 631602DEN; 273229DEN; 273397DEN 285052DEN; 285054DEN; 285064DEN; 285065DEN.</b>		Check here if this claim <input type="checkbox"/> Replaces <input type="checkbox"/> Amends a previously filed claim, dated: _____ Claim No. _____
<b>1. Basis for Claim:</b> Ad Valorem Taxes		
<b>2. Date debt was incurred:</b> 01/01/2000; 01/01/2001; 01/01/2002; 01/01/09		
<b>3. Total Amount of Claim at Time Case Filed:</b>		
\$ _____	\$ <b>694,037.88</b>	\$ _____
(unsecured)	(secured)	(priority)
\$ <b>694,037.88</b> (Total)		
Plus interest accruing at 12% per annum pursuant to Texas Tax Code §33.01 as allowed under 11 U.S.C. §506(b) and §511.		
If all or part of your claim is secured or entitled to priority, also complete Item 4 or 6 below.		
<b>4. Secured Claim.</b> <input checked="" type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate – Statutory Tax Lien (Tex. Tax Code §32.01) <input checked="" type="checkbox"/> Business Personal Property – Statutory Tax Lien (Tex. Tax Code §32.01) Value of Collateral: <b>\$44,074,908.00</b>	<b>6. Unsecured Priority Claim.</b> <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ <input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C § 507(a)(8).	
<b>5. Unsecured Nonpriority Claim \$ _____</b> <input type="checkbox"/> Check this box if: a) there is no collateral of lien securing your claim, or b) your claim exceeds the value of the property security it, or if c) none or only part of your claim is entitled to priority.		
<b>7. Credits:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. <b>8. Supporting Documents:</b> See attached Exhibit(s). <b>9. Date-Stamped Copy:</b> Enclosed is a stamped, self-addressed envelope and copy of this proof of claim. Please place the document(s) among the papers in the noted case number and return the file-stamped copies to the above address.		THIS SPACE IS FOR COURT USE ONLY
Date: 10/27/2009	Person authorized to file this claim:  Andrea Sheehan TX Bar I.D. 24002935 Attorney for LEWISVILLE INDPENDENT SCHOOL DISTRICT	
		
<i>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.</i>		

Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2009
Statement Number	2009284391
Account Number	285052DEN
Name	OPUS WEST LP
Address	15455 DALLAS PKWY STE 450
	ADDISON , TX 75001-6759
Legal Description	MARKET PLACE AT HIGHLAND VILLAGE BLK 1 LOT 6
Legal Description	000000 VILLAGE
Mortgage Co. Name	
Market Value	465,850

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	465,850	.249800	0	0	0	\$1,163.69	\$0.00	\$0.00	\$0.00		\$1,163.69
HIGHLAND VILLAGE	465,850	.569630	0	0	0	\$2,653.62	\$0.00	\$0.00	\$0.00		\$2,653.62
LEWISVILLE ISD	465,850	1.408700	0	0	0	\$6,562.43	\$0.00	\$0.00	\$0.00		\$6,562.43

Total Due Today	\$10,379.74
Total Due In November	\$10,379.74
Total Due In December	\$10,379.74
Total Due In January	\$10,379.74

Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (Fax)

Roll Year	2009
Statement Number	2009284395
Account Number	613601DEN
Name	LAKEPOINTE CROSSING INVESTORS LLC
Address	C/O PCCP LLC 222 N SEPULVEDA BLVD STE 2222
	EL SEGUNDO 5614 , CA 90245 -
Legal Description	CROSSROADS CENTRE NORTH BLK A LOT 1R-1
Legal Description	002525 SH 121 (BUSINESS)
Mortgage Co. Name	
Market Value	30,859,780

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	30,859,780	.249800	0	0	0	\$77,087.73	\$0.00	\$0.00	\$0.00		\$77,087.73
LEWISVILLE CITY	13,532,426	.440210	0	0	17,327,354	\$59,571.09	\$0.00	\$0.00	\$0.00		\$59,571.09
LEWISVILLE ISD	30,859,780	1.408700	0	0	0	\$434,721.72	\$0.00	\$0.00	\$0.00		\$434,721.72

Total Due Today	\$571,380.54
Total Due In November	\$571,380.54
Total Due In December	\$571,380.54
Total Due In January	\$571,380.54

Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2009
Statement Number	2009284396
Account Number	613602DEN
Name	LAKEPOINTE CROSSING INVESTORS LLC
Address	C/O PCCP LLC 222 N SEPULVEDA BLVD STE 2222
	EL SEGUNDO , CA 90245-5614
Legal Description	CROSSROADS CENTRE NORTH BLK A LOT 4R
Legal Description	002535 SH 121(BUSINESS)
Mortgage Co. Name	
Market Value	3,987,476

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	3,987,476	.249800	0	0	0	\$9,960.72	\$0.00	\$0.00	\$0.00		\$9,960.72
LEMISVILLE CITY	3,987,476	.440210	0	0	0	\$17,553.27	\$0.00	\$0.00	\$0.00		\$17,553.27
LEMISVILLE ISD	3,987,476	1.408700	0	0	0	\$56,171.57	\$0.00	\$0.00	\$0.00		\$56,171.57

Total Due Today	\$83,685.56
Total Due In November	\$83,685.56
Total Due In December	\$83,685.56
Total Due In January	\$83,685.56

Denton County Tax Office  
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 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2000
Statement Number	2000506508
Account Number	273229DEN
Name	LAKEPOINTE CROSSING INVESTORS LLC
Address	C/O PCCP LLC 222 N SEPULVEDA BLVD STE 2222
	EL SEGUNDO , CA 90245-5614
Legal Description	CROSSROADS CENTRE NORTH BLK A LOT 1R AG ROLLBACK TAX ON 24.35 ACRES KNOWN AS CROSSROADS CENTRE NORTH DCAD MEMO DATED 10/07/09
Legal Description	002525 SH 121 (BUSINESS)
Mortgage Co. Name	
Market Value	968,214

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	968,214	.231930	0	0	0	\$2,245.58	\$668.06	\$0.00	\$0.00		\$2,913.64
LEWISVILLE CITY	968,214	.451050	0	0	0	\$4,367.13	\$1,299.22	\$0.00	\$0.00		\$5,666.35
LEWISVILLE ISD	968,214	1.610000	0	0	0	\$15,588.25	\$4,637.50	\$0.00	\$0.00		\$20,225.75

Total Due Today	\$28,805.74
Total Due In November	\$28,805.74
Total Due In December	\$28,805.74
Total Due In January	\$28,805.74

Denton County Tax Office  
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 940-349-3500  
 940-349-3501 (fax)

Roll Year	2001
Statement Number	2001506509
Account Number	273229DEN
Name	LAKEPOINTE CROSSING INVESTORS LLC
Address	C/O PCCP LLC 222 N SEPULVEDA BLVD STE 2222
	EL SEGUNDO , CA 90245-5614
Legal Description	CROSSROADS CENTRE NORTH BLK A LOT 1R AG ROLIBACK TAX ON 24.35 ACRES KNOWN AS CROSSROADS CENTRE NORTH DCAD MEMO DATED 10/07/09
Legal Description	002525 SH 121 (BUSINESS)
Mortgage Co. Name	
Market Value	1,054,380

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	1,054,380	.251930	0	0	0	\$2,656.30	\$604.31	\$0.00	\$0.00		\$3,260.61
LEWISVILLE CITY	1,054,380	.450500	0	0	0	\$4,749.98	\$1,080.62	\$0.00	\$0.00		\$5,830.60
LEWISVILLE ISD	1,054,380	1.670000	0	0	0	\$17,608.15	\$4,005.85	\$0.00	\$0.00		\$21,614.00

Total Due Today	\$30,705.21
Total Due In November	\$30,705.21
Total Due In December	\$30,705.21
Total Due In January	\$30,705.21

Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2002
Statement Number	2002506510
Account Number	273229DEN
Name	LAKEPOINTE CROSSING INVESTORS LLC
Address	C/O PCCP LLC 222 N SEPULVEDA BLVD STE 2222
	EL SEGUNDO , CA 90245-5614
Legal Description	CROSSROADS CENTRE NORTH BLK A LOT 1R AG ROLLBACK TAX ON 24.35 ACRES KNOWN AS CROSSROADS CENTRE NORTH DCAD MEMO DATED 10/07/09
Legal Description	002525 SH 121 (BUSINESS)
Mortgage Co. Name	
Market Value	1,105,164

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	1,105,164	.248970	0	0	0	\$2,751.53	\$433.37	\$0.00	\$0.00		\$3,184.90
LEWISVILLE CITY	1,105,164	.450500	0	0	0	\$4,978.76	\$784.15	\$0.00	\$0.00		\$5,762.91
LEWISVILLE ISD	1,105,164	1.770000	0	0	0	\$19,561.40	\$3,080.92	\$0.00	\$0.00		\$22,642.32

Total Due Today	\$31,590.13
Total Due In November	\$31,590.13
Total Due In December	\$31,590.13
Total Due In January	\$31,590.13

Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2000
Statement Number	2000506513
Account Number	273397DEN
Name	LAKEPOINTE CROSSING INVESTORS LLC
Address	C/O PCCP LLC 222 N SEPULVEDA BLVD STE 2222
	EL SEGUNDO , CA 90245-5614
Legal Description	CROSSROADS CENTRE NORTH BLK A LOT 3
Legal Description	000000 HILL PARK
Mortgage Co. Name	
Market Value	363,985

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	363,985	.231930	0	0	0	\$844.19	\$251.15	\$0.00	\$0.00		\$1,095.34
LEWISVILLE CITY	363,985	.451050	0	0	0	\$1,641.75	\$488.42	\$0.00	\$0.00		\$2,130.17
LEWISVILLE ISD	363,985	1.610000	0	0	0	\$5,860.16	\$1,743.40	\$0.00	\$0.00		\$7,603.56

Total Due Today	\$10,829.07
Total Due In November	\$10,829.07
Total Due In December	\$10,829.07
Total Due In January	\$10,829.07



Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2001
Statement Number	2001506514
Account Number	273397DEN
Name	LAKEPOINTE CROSSING INVESTORS LLC
Address	C/O PCCP LLC 222 N SEPULVEDA BLVD STE 2222
	EL SEGUNDO , CA 90245-5614
Legal Description	CROSSROADS CENTRE NORTH BLK A LOT 3
Legal Description	000000 HILL PARK
Mortgage Co. Name	
Market Value	396,378

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	396,378	.251930	0	0	0	\$998.60	\$227.18	\$0.00	\$0.00		\$1,225.78
LEWISVILLE CITY	396,378	.450500	0	0	0	\$1,785.68	\$406.24	\$0.00	\$0.00		\$2,191.92
LEWISVILLE ISD	396,378	1.670000	0	0	0	\$6,619.51	\$1,505.94	\$0.00	\$0.00		\$8,125.45

Total Due Today	\$11,543.15
Total Due In November	\$11,543.15
Total Due In December	\$11,543.15
Total Due In January	\$11,543.15



Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2009
Statement Number	2009506246
Account Number	273397DEN
Name	LAKEPOINTE CROSSING INVESTORS LLC
Address	C/O PCCP LLC 222 N SEPULVEDA BLVD STE 2222
	EL SEGUNDO , CA 90245-5614
Legal Description	CROSSROADS CENTRE NORTH BLK A LOT 3
Legal Description	000000 HILL PARK
Mortgage Co. Name	
Market Value	5,700,000

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	5,700,000	.249800	0	0	0	\$14,238.60	\$0.00	\$0.00	\$0.00		\$14,238.60
LEWISVILLE CITY	2,621,244	.440210	0	0	3,078,756	\$11,538.98	\$0.00	\$0.00	\$0.00		\$11,538.98
LEWISVILLE ISD	5,700,000	1.408700	0	0	0	\$80,295.90	\$0.00	\$0.00	\$0.00		\$80,295.90

Total Due Today	\$106,073.48
Total Due In November	\$106,073.48
Total Due In December	\$106,073.48
Total Due In January	\$106,073.48

Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2009
Statement Number	2009284392
Account Number	285054DEN
Name	BANK OF AMERICA NA
Address	600 ANTON BLVD STE 1000
	COSTA MESA , CA 92626-7691
Legal Description	MARKET PLACE AT HIGHLAND VILLAGE BLK 1 LOT 8
Legal Description	000000 VILLAGE
Mortgage Co. Name	
Market Value	315,576

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	315,576	.249800	0	0	0	\$788.31	\$0.00	\$0.00	\$0.00		\$788.31
HIGHLAND VILLAGE	315,576	.569630	0	0	0	\$1,797.62	\$0.00	\$0.00	\$0.00		\$1,797.62
LEWISVILLE ISD	315,576	1.408700	0	0	0	\$4,445.52	\$0.00	\$0.00	\$0.00		\$4,445.52

Total Due Today	\$7,031.45
Total Due In November	\$7,031.45
Total Due In December	\$7,031.45
Total Due In January	\$7,031.45

Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2009
Statement Number	2009284393
Account Number	285064DEN
Name	BANK OF AMERICA NA
Address	600 ANTON BLVD STE 1000
	COSTA MESA , CA 92626-7691
Legal Description	MARKET PLACE AT HIGHLAND VILLAGE BLK 2 LOT 7
Legal Description	000000 VILLAGE
Mortgage Co. Name	
Market Value	934,824

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	934,824	.249800	0	0	0	\$2,335.19	\$0.00	\$0.00	\$0.00		\$2,335.19
HIGHLAND VILLAGE	934,824	.569630	0	0	0	\$5,325.04	\$0.00	\$0.00	\$0.00		\$5,325.04
LEWISVILLE ISD	934,824	1.408700	0	0	0	\$13,168.87	\$0.00	\$0.00	\$0.00		\$13,168.87

Total Due Today	\$20,829.10
Total Due In November	\$20,829.10
Total Due In December	\$20,829.10
Total Due In January	\$20,829.10

Denton County Tax Office  
 PO BOX 90223  
 Denton, TX 76202  
 940-349-3500  
 940-349-3501 (fax)

Roll Year	2009
Statement Number	2009284394
Account Number	285065DEN
Name	BANK OF AMERICA NA
Address	600 ANTON BLVD STE 1000
	COSTA MESA , CA 92626-7691
Legal Description	MARKET PLACE AT HIGHLAND VILLAGE BLK 2 LOT 8
Legal Description	000000 VILLAGE
Mortgage Co. Name	
Market Value	706,238

Entity	Taxable Value	Tax Rate	HS Exemption	DV Exemption	Other Exemption	Current Levy	Penalty/Interest Due	Other Due	Amount Paid	Last Pay Date	Amount Due
DENTON COUNTY	706,238	.249800	0	0	0	\$1,764.18	\$0.00	\$0.00	\$0.00		\$1,764.18
HIGHLAND VILLAGE	706,238	.569630	0	0	0	\$4,022.94	\$0.00	\$0.00	\$0.00		\$4,022.94
LEWISVILLE ISD	706,238	1.408700	0	0	0	\$9,948.77	\$0.00	\$0.00	\$0.00		\$9,948.77

Total Due Today	\$15,735.89
Total Due In November	\$15,735.89
Total Due In December	\$15,735.89
Total Due In January	\$15,735.89

**LAW OFFICES OF ROBERT E. LUNA, P.C.**

ATTORNEYS AND COUNSELORS AT LAW

4411 NORTH CENTRAL EXPRESSWAY

DALLAS, TEXAS 75205

ROBERT E. LUNA  
RANDEL B. GIBBS  
DANIEL K. BEARDEN, JR.  
GEORGE C. SCHERER  
JOSEPH K. BALL  
ANDREA SHEEHAN  
DANIEL D. BOHMER  
J. DAVID GIDDENS  
CHAD D. TIMMONS  
ELISABETH A. DONLEY  
JULIE W. ERMAN

TELEPHONE (214) 521-8000

FACSIMILE (214) 521-1738 · TOLL FREE (800) 344-2259

EARL LUNA  
OF COUNSEL  
(1922 - 1996)

October 27, 2009

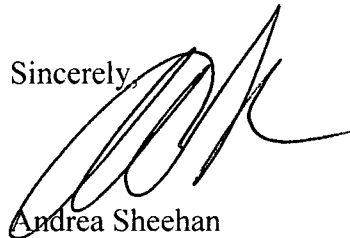
FED EX 2 DAY  
BMC Group Inc.  
Attn: Opus West Corporation Claims Processing  
18750 Lake Drive East  
Chanhassen, MN 55317

Re: In Re: *Opus West Corporation*;  
Case No. 09-34356-HDH-11

Greetings:

I have enclosed (2) two original and three copies of our Proofs of Claim to be filed on behalf of the Lewisville Independent School District. Please place these documents among the papers in the noted case numbers, and return a file-stamped copy of each to this office in the envelope provided.

Sincerely,



Andrea Sheehan

AS/mg  
Enclosure(s)