
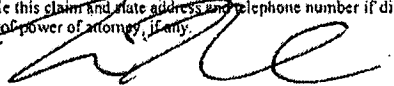


B 10 (Official Form 10) (04/10)

<b>UNITED STATES BANKRUPTCY COURT</b>		District of Nevada	<b>PROOF OF CLAIM</b>
Name of Debtor: In re South Edge, LLC		Case Number: 10-32968 (BAM)	
<i>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.</i>			
Name of Creditor (the person or other entity to whom the debtor owes money or property): Focus South Group, LLC		<div style="font-size: 2em; font-weight: bold; margin-bottom: 10px;">RECEIVED</div> <div style="font-size: 1.5em; font-weight: bold; margin-bottom: 10px;">JUN 30 2011</div> <div style="font-size: 1.5em; font-weight: bold;">BMC GROUP</div>	
Name and address where notices should be sent: Focus South Group, LLC; Attn: I. Scott Bogatz, Esq. 3455 Cliff Shadows Parkway, Suite 110 Las Vegas, NV 89129			
Telephone number: (702) 776-7000			
Name and address where payment should be sent (if different from above):		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.  Court Claim Number: _____ (If known)  Filed on: _____	
Telephone number:		<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.	
1. Amount of Claim as of Date Case Filed: \$ <u>unliquidated</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 type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) 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 \$2,600* 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: \$ <u>0.00</u>  <small>*Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small>	
2. Basis for Claim: <u>Various Agreements</u> (See instruction #2 on reverse side.)			
3. Last four digits of any number by which creditor identifies debtor: <u>N/A</u>  3a. Debtor may have scheduled account as: <u>N/A</u> (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 checked="" type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input checked="" type="checkbox"/> Other Describe: <u>Setoff and MI Deposit</u>  Value of Property: \$ _____ Annual Interest Rate _____ %  Amount of arrearage and other charges as of time case filed included in secured claim, If any: \$ <u>N/A</u> Basis for perfection: <u>N/A</u>  Amount of Secured Claim: \$ <u>N/A</u> Amount Unsecured: \$ <u>N/A</u>			
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 of 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: <u>06/28/2011</u>		FOR COURT USE ONLY	
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.		South Edge  00012	
Thomas J. DeVore, Esq., Manager 			

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.

**ADDENDUM TO PROOF OF CLAIM OF  
FOCUS SOUTH GROUP, LLC**

**In re South Edge, LLC,  
Case No. 10-32968**

The attached proof of claim (the "Claim") of Focus South Group, LLC ("Focus"), sets forth the claims of Focus against South Edge, LLC, the above-captioned debtor (the "Debtor"), and is based on the following facts:

1. On May 20, 2011, Cynthia Nelson, filed a complaint (the "Complaint") against Focus and Holdings Manager, LLC ("Holdings Manager") commencing Adversary Proceeding No. 11-01141 purportedly seeking turnover of Focus's "MI Deposit" and certain related damages. On June 27, 2011, Focus and Holdings Manager responded to the Complaint by filing in such Adversary Proceeding a document titled Focus South Group, LLC and Holdings Manager, LLC's Answer, Counterclaim and Crossclaim (the "Responsive Pleading").

2. Focus hereby asserts in this Claim, the Counterclaims against the Debtor set forth in the Responsive Pleading and incorporates such claims herein by reference.

3. Focus expressly reserves the right to amend and supplement this Claim in any respect at any time including with respect to costs and expenses as they are determined. Nothing herein shall constitute a waiver of any of Focus's rights; all such rights are expressly reserved.

4. Moreover, Focus has been compelled to file this Claim in light of claims bar date established in the Debtor's bankruptcy case. The filing of this Claim, however, is not: (a) intended to waive Focus's right to demand a jury trial with respect to any of the claims set forth herein or to file any motion to withdraw the reference with respect to any such claims, or (b) a waiver of Focus's right to contest the jurisdiction of the United States Bankruptcy Court for the District of Nevada over either Focus or the subject matter of this Claim.

## District of Nevada Claims Register

10-32968-bam SOUTH EDGE, LLC

**Judge:** BRUCE A. MARKELL      **Chapter:** 11  
**Office:** Las Vegas                      **Last Date to file claims:** 06/29/2011  
**Trustee:** CYNTHIA NELSON      **Last Date to file (Govt):**

<i>Creditor:</i> (7125478) Focus South Group LLC Attn: I. Scott Bogatz, Esq. 3455 Cliff Shadows Parkway, Suite 110 Las Vegas, NV 89129	<b>Claim No: 12</b> <i>Original Filed</i> Date: 06/28/2011 <i>Original Entered</i> Date: 06/28/2011	<i>Status:</i> Filed by: CR Entered by: BOGATZ, I Modified:
<b>Total claimed:</b>		

<i>History:</i>	
<u>Details</u>	12-1 06/28/2011 Claim #12 filed by Focus South Group LLC, total amount claimed: \$0 (BOGATZ, I)
<i>Description:</i> (12-1) Proof of Claim by Focus South Group LLC	
<i>Remarks:</i>	

### Claims Register Summary

**Case Name:** SOUTH EDGE, LLC  
**Case Number:** 10-32968-bam  
**Chapter:** 11  
**Date Filed:** 12/09/2010  
**Total Number Of Claims:** 1

	Total Amount Claimed	Total Amount Allowed
<b>Unsecured</b>		
<b>Secured</b>		
<b>Priority</b>		
<b>Unknown</b>		
<b>Administrative</b>		
<b>Total</b>	<b>\$0.00</b>	<b>\$0.00</b>