

Exhibit B
to
Amended Joint Disclosure Statement

TSLC I, Inc., et al.
Estimate of Potential Distributions
(In thousands)

	<u>Estimated Distribution</u>		
	<u>High</u>	<u>Low</u>	
SOURCES			
Cash and Investments as of 2/26/04	\$ 2,710	\$ 2,710	
Net Cash Proceeds from Sale of Assets	64,112	64,112	Note 1
Indemnity Escrow	3,900	3,900	
Adjustment Escrow	3,825	3,825	
Total Sources	<u>74,547</u>	<u>74,547</u>	

**ADMINISTRATIVE AND PRIORITY CLAIMS,
EXPENSES OF THE LIQUIDATING TRUST**

Reserve for Liquidating Trust Expenses	(1,000)	(1,000)	
Wind-Down Budget	(12,870)	(14,195)	Note 2
Priority Claims	(21)	(548)	Note 3
Purchase Price Adjustment		(10,405)	Note 4
Total Uses Prior to Distribution to Unsecured Creditors	<u>(13,891)</u>	<u>(26,148)</u>	
Available for Distribution to Unsecured Creditors	<u>\$ 60,656</u>	<u>\$ 48,400</u>	

UNSECURED CLAIMS

11% Senior Subordinated Notes	\$ 105,531	\$ 105,531	Note 5
Other Unsecured Claims	8,413	13,332	Note 6
Total Unsecured Claims	<u>\$ 113,944</u>	<u>\$ 118,863</u>	

PROJECTED DISTRIBUTION ON ACCOUNT OF UNSECURED CLAIMS	High	Low
	53.23%	40.72%

NOTES

Note 1

Cash sale proceeds from PEI net of escrows, secured debt repayment and cash collateral for LC's.

Note 2

Wind-Down Budget is attached to Disclosure Statement as Exhibit C; Low Recovery assumes reduced receipts. Includes March actual net cash flows and all Administrative Claims and Net Receipts before and after Effective Date.

Note 3

Includes the following material claims:

<u>Claimant</u>	<u>Estimated Distribution</u>		<u>Claimed Amount (if available)</u>
	<u>High</u>	<u>Low</u>	
UNITE HERE Southwest Reg. Joint Board	\$ -	\$ 121	121
Internal Revenue Service	-	350	2,272
All Other Priority Claims	21	76	
	<u>\$ 21</u>	<u>\$ 548</u>	

Note 4

Low Recovery is based on PEI's claimed purchase price adjustment of \$(10,405). As provided in the Asset Purchase Agreement, the Debtors are in the process of analyzing PEI's claimed purchase price adjustment. The Debtors believe the purchase price adjustment should be a reduction in an amount less than that claimed by PEI. The Debtors have yet to determine the amount of purchase price adjustment they believe is appropriate. Nothing in the Plan or Disclosure Statement shall constitute an admission or waiver of any rights of the Debtors with regard to the purchase price adjustment.

Note 5

Allowed Claim in connection with Bonds.

Note 6

Includes the following claims:

<u>Claimant</u>	<u>Estimated Distribution</u>		<u>Claimed Amount (if available)</u>
	<u>High</u>	<u>Low</u>	
PBGC	\$ 3,441	\$ 5,420	5,420
Directors' and Officers' Indemnification Claims	-	-	113,129
QST Industries	35	2,415	2,415
Lease Rejection Damages	2,000	2,350	1,416
All Other General Unsecured Claims	2,938	3,148	
	<u>\$ 8,413</u>	<u>\$ 13,332</u>	