

Annette W. Jarvis, Utah Bar No. 1649
RAY QUINNEY & NEBEKER P.C.
36 South State Street, Suite 1400
P.O. Box 45385
Salt Lake City, Utah 84145-0385
Telephone: (801) 532-1500
Facsimile: (801) 532-7543
Email: ajarvis@rqn.com

E-FILED on June 23, 2006

and

Lenard E. Schwartz, Nevada Bar No. 0399
Jeanette E. McPherson, Nevada Bar No. 5423
SCHWARTZER & MCPHERSON LAW FIRM
2850 South Jones Boulevard, Suite 1
Las Vegas, Nevada 89146-5308
Telephone: (702) 228-7590
Facsimile: (702) 892-0122
E-Mail: bkfilings@s-mlaw.com
Attorneys for Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re: USA COMMERCIAL MORTGAGE COMPANY, Debtor.	Case No. BK-S-06-10725 LBR Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR
In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor.	Chapter 11
In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor.	Jointly Administered Under Case No. BK-S-06-10725 LBR
In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor.	
In re: USA SECURITIES, LLC, Debtor.	
Affects: <input type="checkbox"/> All Debtors <input checked="" type="checkbox"/> USA Commercial Mortgage Company <input type="checkbox"/> USA Capital Realty Advisors, LLC <input type="checkbox"/> USA Capital Diversified Trust Deed Fund, LLC <input type="checkbox"/> USA Capital First Trust Deed Fund, LLC <input type="checkbox"/> USA Securities, LLC	STATEMENT OF FINANCIAL AFFAIRS [AFFECTS USA COMMERCIAL MORTGAGE COMPANY]

AMENDMENT COVER SHEET

The document attached hereto amends the previously filed documents with regard to only the information set forth therein.

- Petition (must be signed by debtor and attorney for debtor per Fed.R.Bankr.P. 9011)
- Summary of Schedules
- Schedule A - Real Property
- Schedule B - Personal Property
- Schedule C - Property Claimed as Exempt
- Schedule D, E or F, and/or Matrix, and/or List of Creditors or Equity Holders

Add/delete creditor(s), change amount or classification of debt - **\$26 fee required**

Add/change address of already listed creditor, add name/address of attorney for already listed creditor, amend petition, attach new petition on converted case, supply missing document(s) - **no fee**

*Must provide diskette and comply with Local Rule 1007 if add/delete creditor or add/change address of already listed creditor

- Schedule G - Schedule of Executory Contracts & Expired Leases
- Schedule H - Codebtors
- Schedule I - Current Income of Individual Debtor(s)
- Schedule J - Current Expenditures of Individual Debtor(s)
- Statement of Financial Affairs
- Other: List of Creditors Holding 20 Largest Unsecured Claims; List Of Creditors, Matrix, Profit & Loss Statement for October Through December 2005; Cash Flow Statement For Year Ending Dec. 2005; and U.S. Income Tax Return For An S Corporation.

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re USA Commercial Mortgage Company	Case No. 06-10725-LBR
Debtor	Chapter 11

FORM 7 - STATEMENT OF FINANCIAL AFFAIRS - AMENDED

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under Chapter 12 or Chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. Do not include the name and address of a minor child in this statement. Indicate payments, transfers and the like to minor children by stating "a minor child." See U.S.C. § 112; Fed. R. Bankr. P. 1007(m)

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. If the answer to an applicable question is "None," or the question is not applicable, mark the box labeled "None." If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within the six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor may also be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

FORM 7 - STATEMENT OF FINANCIAL AFFAIRS - AMENDED

In re USA Commercial Mortgage Company

Case No. 06-10725-LBR

3. Payment to creditors (continued)

- None b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case if the aggregate value of all property that constitutes or is affected by such transfers is not less than \$5000. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

<u>NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR</u>	<u>DATE OF PAYMENT</u>	<u>AMOUNT PAID</u>	<u>AMOUNT STILL OWING</u>
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SEE AMENDED QUESTION 3B ATTACHMENT.

FORM 7 - STATEMENT OF FINANCIAL AFFAIRS - AMENDED

In re USA Commercial Mortgage Company

Case No. 06-10725-LBR

3. Payment to creditors (continued)

- None c. All Debtors: List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under Chapter 12 or Chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

<u>NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR</u>	<u>DATE OF PAYMENTS</u>	<u>AMOUNT PAID</u>	<u>AMOUNT STILL OWING</u>
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SEE AMENDED QUESTION 3C ATTACHMENT.

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
ADVANCED INFORMATION SYSTEMS 4270 CAMERON ST STE 1 LAS VEGAS, NV 89103-3769	12/21/2005	Check	\$14,747.50
	01/11/2006	Check	\$14,790.00
	01/19/2006	Check	\$11,135.00
	02/01/2006	Check	\$13,770.00
	02/16/2006	Check	\$12,112.50
	02/27/2006	Check	\$12,750.00
	03/13/2006	Check	\$10,200.00
	03/22/2006	Check	\$10,100.00
	04/12/2006	Check	\$17,850.00
SUBTOTAL			\$117,455.00
AICCO INC DEPARTMENT 7615 LOS ANGELES, CA 90084-7615	12/13/2005	Check	\$3,509.80
	01/19/2006	Check	\$3,509.80
	02/08/2006	Check	\$3,509.80
SUBTOTAL			\$10,529.40
ALASKA RAINBOW LODGE PO BOX 10459 FORT WORTH, TX 76114-0459	12/08/2005	Check	\$36,250.00
	SUBTOTAL		
ASSURANT HEALTH ATTN LORETTA CONWAY 501 W MICHIGAN ST MILWAUKEE, WI 53203-2706	01/03/2006	Check	\$14,672.76
	02/01/2006	Check	\$14,672.76
	02/21/2006	Check	\$14,023.39
	03/24/2006	Check	\$18,230.94
SUBTOTAL			\$61,599.85
BEADLE MCBRIDE & REEVES LLP 2285 RENAISSANCE DR STE E LAS VEGAS, NV 89119-6170	12/21/2005	Check	\$2,237.00
	02/27/2006	Check	\$8,575.00
	03/13/2006	Check	\$2,250.00
	03/16/2006	Check	\$2,444.03
SUBTOTAL			\$15,506.03
BINGHAM MCCUTCHEN LLP 355 S GRAND AVE LOS ANGELES, CA 90071-1560	01/10/2006	Cash	\$200,000.00
	SUBTOTAL		
BOB STUPAK 1301 S 6TH ST LAS VEGAS, NV 89104-1640	01/16/2006	Check	\$150,000.00
	SUBTOTAL		
BRYAN CAVE LLP PO BOX 503089 SAINT LOUIS, MO 63150-0001	02/27/2006	Check	\$73,123.51
	SUBTOTAL		

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
CDW DIRECT LLC PO BOX 75723 CHICAGO, IL 60675-5723	12/01/2005	Check	\$181.32
	12/21/2005	Check	\$3,173.29
	02/01/2006	Check	\$4,773.97
	02/16/2006	Check	\$974.73
	02/27/2006	Check	\$15,427.16
	03/13/2006	Check	\$10,138.96
	SUBTOTAL		
CLARK COUNTY ASSESSOR 500 S GRAND CENTRAL PARKWAY PO BOX 551401 LAS VEGAS, NV 89155-1401	12/21/2005	Check	\$6,681.02
	01/26/2006	Check	\$200.00
	02/09/2006	Check	\$200.00
	SUBTOTAL		
DANIEL OBERLANDER 5532 SPEARFISH LAKE CT LAS VEGAS, NV 89148-7645	12/22/2005	Check	\$231.17
	01/03/2006	Check	\$2,950.00
	01/19/2006	Check	\$181.31
	02/01/2006	Check	\$3,248.86
	03/02/2006	Check	\$3,247.54
	04/05/2006	Check	\$3,160.54
	SUBTOTAL		
DAVID BERKOWITZ 2013 OTTAWA DR LAS VEGAS, NV 89109-3311	12/02/2005	Check	\$48,750.00
	12/19/2005	Check	\$10,320.00
	01/04/2006	Check	\$69,007.82
	01/19/2006	Check	\$20,938.03
	02/02/2006	Check	\$45,606.77
	02/16/2006	Check	\$17,704.66
	03/02/2006	Check	\$36,837.68
	03/17/2006	Check	\$21,381.66
	04/04/2006	Check	\$10,903.55
	SUBTOTAL		
DAVID RENTZ 2601 AIRPORT DR STE 370 TORRANCE, CA 90505-6143	12/20/2005	Check	\$60,000.00
	02/27/2006	Check	\$50,000.00
	SUBTOTAL		
DENISE F FAGER TRUSTEE REVOCABLE TRUST 5 SALVATORE LADERA RANCH, CA 92694-1425	01/26/2006	Check	\$47,620.54
	SUBTOTAL		
DEVELOPERS CAPITAL FUNDING CORP 4500 S LAKESHORE DR STE 322 TEMPE, AZ 85282-7190	01/04/2006	Check	\$148,500.00
	03/02/2006	Check	\$67,500.00
	SUBTOTAL		

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
DONALD GRANATSTEIN INTERNATIONAL RESORT MAMGT 410 N ORANGE BLOSSOM TRL ORLANDO, FL 32805-1706	04/03/2006	Check	\$17,750.00
	SUBTOTAL		<u>\$17,750.00</u>
FEDEX 1820 HIGHLANDS ROCKLIN, CA 95765	12/21/2005	Check	\$12,188.07
	01/01/2006	Check	\$2,593.14
	01/11/2006	Check	\$2,755.61
	01/19/2006	Check	\$5,275.06
	02/01/2006	Check	\$5,108.40
	02/10/2006	Check	\$3,705.11
	02/27/2006	Check	\$8,958.66
	03/13/2006	Check	\$11,249.87
	03/22/2006	Check	\$7,717.86
	SUBTOTAL		<u>\$59,551.78</u>
FIDELITY NATIONAL TITLE CO-NTS 40 N CENTRAL AVE STE 2850 PHOENIX, AZ 85004-2363	12/01/2005	Check	\$2,257.00
	12/12/2005	Check	\$154.00
	12/19/2005	Check	\$36.00
	01/03/2006	Check	\$1,040.00
	01/07/2006	Check	\$318.00
	01/09/2006	Check	\$143.80
	01/09/2006	Check	\$140.00
	01/09/2006	Check	\$22.00
	01/20/2006	Check	\$318.00
	01/26/2006	Check	\$34.00
	03/08/2006	Check	\$66.00
	03/14/2006	Check	\$88.00
	03/14/2006	Check	\$63.00
	03/21/2006	Check	\$38.50
	03/21/2006	Check	\$1,356.30
	04/03/2006	Check	\$80.00
SUBTOTAL		<u>\$6,154.60</u>	
FIORE PROPERTIES C/O RODNEY PAYNE 18124 WEDGE PKWY # 449 RENO, NV 89511-8134	01/03/2006	Check	\$3,477.32
	02/01/2006	Check	\$3,477.32
	03/02/2006	Check	\$3,477.32
	SUBTOTAL		<u>\$10,431.96</u>
FIRST COLONY LIFE INSURANCE COMPANY PO BOX 79314 BALTIMORE, MD 21279-0314	12/21/2005	Check	\$7,490.00
	01/30/2006	Check	\$1,330.00
	SUBTOTAL		<u>\$8,820.00</u>
GENTILE DE PALMA LTD 3960 HOWARD HUGHES PKWY STE 850 LAS VEGAS, NV 89109-5934	03/10/2006	Check	\$30,000.00
	SUBTOTAL		<u>\$30,000.00</u>

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
GOOLD PATTERSON ALES & DAY 4496 S PECOS RD LAS VEGAS, NV 89121-5030	12/21/2005	Check	\$1,478.10
	01/01/2006	Check	\$4,921.74
	01/23/2006	Check	\$125.00
	02/01/2006	Check	\$1,329.51
	03/22/2006	Check	\$3,171.03
	04/10/2006	Check	\$5,000.00
	SUBTOTAL		
GREENWALD PAULY FOSTER & MILLER 1299 OCEAN AVE STE 400 SANTA MONICA, CA 90401-1042	01/01/2006	Check	\$26,442.85
	02/27/2006	Check	\$9,223.53
	03/08/2006	Check	\$1,012.10
	03/13/2006	Check	\$6,914.93
	03/22/2006	Check	\$4,907.88
SUBTOTAL			\$48,501.29
GREENWICH CAPITAL FINANCIAL PRODUCTS INC 600 STEAMBOAT RD GREENWICH, CT 06830-7149	04/12/2006	Cash	\$315,000.00
	SUBTOTAL		\$315,000.00
HARLEY NICHOLS 2561 SEASCAPE DR LAS VEGAS, NV 89128-6834	12/02/2005	Check	\$3,500.00
	01/19/2006	Check	\$500.00
	02/02/2006	Check	\$245.14
	02/16/2006	Check	\$492.93
	03/02/2006	Check	\$526.57
	04/04/2006	Check	\$240.24
SUBTOTAL			\$5,504.88
IKON FINANCIAL SERVICES PO BOX 650073 DALLAS, TX 75265-0073	12/21/2005	Check	\$2,026.78
	01/01/2006	Check	\$2,510.19
	01/19/2006	Check	\$1,196.91
	01/30/2006	Check	\$1,207.01
	02/08/2006	Check	\$1,174.72
	02/14/2006	Check	\$2,183.40
	03/09/2006	Check	\$1,275.46
	03/24/2006	Check	\$773.32
SUBTOTAL			\$12,347.79
IMPAC 1401 DOVE ST NEWPORT BEACH, CA 92660-2431	01/19/2006	Check	\$2,750.00
	02/03/2006	Check	\$2,750.00
SUBTOTAL			\$5,500.00
IMPERIAL CAPITAL BANK 500 N BRAND BLVD # 1500 GLENDALE, CA 91203-1923	03/28/2006	Check	\$500.00
	03/28/2006	Check	\$2,500.00
	03/31/2006	Check	\$500.00
	03/31/2006	Check	\$2,500.00
SUBTOTAL			\$6,000.00

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
JERRY CADESKI 93 SHAFTSBURY AVE RICHMOND HILL, ON L4C0G4	03/28/2006	Check	\$17,750.00
		SUBTOTAL	<u>\$17,750.00</u>
JW MARRIOTT LAS VEGAS ATTN DIEDRA CHASSEREAU 221 N RAMPART BLVD LAS VEGAS, NV 89145-5722	12/12/2005 01/03/2006	Check Check	\$7,380.88 \$4,222.60
		SUBTOTAL	<u>\$11,603.48</u>
LA SALLE BANK 1350 E TOUHY AVE STE 280W DES PLAINES, IL 60018-3369	12/01/2005 01/13/2006 02/03/2006 02/14/2006 02/21/2006	Check Check Check Check Check	\$500.00 \$2,500.00 \$950.00 \$2,500.00 \$2,500.00
		SUBTOTAL	<u>\$8,950.00</u>
LAS VEGAS COLOR GRAPHICS INC 4265 W SUNSET RD LAS VEGAS, NV 89118-3873	02/01/2006 02/27/2006	Check Check	\$3,313.31 \$2,053.05
		SUBTOTAL	<u>\$5,366.36</u>
LAW OFFICE OF RICHARD MCKNIGHT P C 330 S 3RD ST STE 900 LAS VEGAS, NV 89101-6016	01/01/2006 02/01/2006	Check Check	\$10,833.95 \$5,391.27
		SUBTOTAL	<u>\$16,225.22</u>
LINCOLN BENEFIT LIFE PO BOX 3582 AKRON, OH 44309-3582	12/13/2005 12/20/2005 01/23/2006 02/08/2006 03/09/2006	Check Check Check Check Check	\$4,241.70 \$735.14 \$735.14 \$735.14 \$4,976.84
		SUBTOTAL	<u>\$11,423.96</u>
LINDA SAMUELS 558 TAM O SHANTER LAS VEGAS, NV 89109-1493	12/05/2005 01/04/2006 01/19/2006 02/16/2006 03/02/2006 03/17/2006 04/04/2006	Check Check Check Check Check Check Check	\$3,000.00 \$9,165.17 \$1,498.67 \$1,750.00 \$6,051.31 \$980.47 \$4,750.00
		SUBTOTAL	<u>\$27,195.62</u>
MARRON & ASSOCIATES 111 W OCEAN BLVD STE 1925 LONG BEACH, CA 90802-4653	01/01/2006 02/16/2006	Check Check	\$9,225.00 \$437.02
		SUBTOTAL	<u>\$9,662.02</u>

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
MESIROW FINANCIAL INC 321 N CLARK ST CHICAGO, IL 60610-4714	04/07/2006	Cash	\$400,000.00
		SUBTOTAL	<u>\$400,000.00</u>
MIKE MOLLO 316 S BROADWAY # B REDONDO BEACH, CA 90277-3709	12/02/2005	Check	\$5,500.00
	12/08/2005	Check	\$622.00
	12/19/2005	Check	\$935.01
	12/19/2005	Check	\$5,500.00
	12/22/2005	Check	\$5,000.00
	01/04/2006	Check	\$5,500.00
	01/19/2006	Check	\$5,820.00
	02/02/2006	Check	\$6,000.00
	02/16/2006	Check	\$5,500.00
	03/02/2006	Check	\$5,739.09
	03/17/2006	Check	\$400.00
	03/17/2006	Check	\$5,500.00
	03/21/2006	Check	\$2,852.98
	04/04/2006	Check	\$5,500.00
		SUBTOTAL	<u>\$60,369.08</u>
MOUNTAIN WEST MORTGAGE 630 TRADE CENTER DR LAS VEGAS, NV 89119-3712	12/21/2005	Check	\$500,000.00
		SUBTOTAL	<u>\$500,000.00</u>
NEVADA DEPARTMENT OF TAXATION PO BOX 52674 PHOENIX, AZ 85072-2674	02/02/2006	Check	\$42,865.31
	02/02/2006	Check	\$819.10
		SUBTOTAL	<u>\$43,684.41</u>
NEVADA POWER COMPANY PO BOX 30086 RENO, NV 89520-3086	12/20/2005	Check	\$2,751.41
	01/19/2006	Check	\$2,242.99
	02/15/2006	Check	\$2,447.56
	04/05/2006	Check	\$2,346.36
		SUBTOTAL	<u>\$9,788.32</u>
NEVADA STATE BANK PO BOX 990 LAS VEGAS, NV 89125-0990	01/03/2006	Check	\$2,443.75
	02/08/2006	Check	\$2,389.58
	03/09/2006	Check	\$2,222.92
	04/04/2006	Check	\$2,454.17
		SUBTOTAL	<u>\$9,510.42</u>
NEVER EXPECT THE TYPICAL PO BOX 96042 LAS VEGAS, NV 89193-6042	02/01/2006	Check	\$2,586.00
	02/16/2006	Check	\$2,801.50
		SUBTOTAL	<u>\$5,387.50</u>

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
PARIS LINE LLC 4759 ILLUSTRIOUS ST LAS VEGAS, NV 89147-5111	02/01/2006	Check	\$24,576.14
	SUBTOTAL		<u>\$24,576.14</u>
PIERCY BOWLER TAYLOR & KERN 6100 ELTON AVE STE 1000 LAS VEGAS, NV 89107-0123	12/06/2005	Check	\$22,857.29
	12/15/2005	Check	\$15,000.00
	02/13/2006	Check	\$2,769.68
	SUBTOTAL		<u>\$40,626.97</u>
PRINCIPAL LIFE GROUP GROUP GRAND ISLAND PO BOX 14513 DES MOINES, IA 50306-3513	01/10/2006	Check	\$2,112.37
	02/08/2006	Check	\$2,061.94
	03/09/2006	Check	\$1,662.93
	SUBTOTAL		<u>\$5,837.24</u>
PROJECT DISBURSEMENTS GROUP 2601 N TENAYA WAY LAS VEGAS, NV 89128-0427	04/13/2006	Check	\$578,000.00
	SUBTOTAL		<u>\$578,000.00</u>
PURDUE MARION & ASSOCIATES 3455 CLIFF SHADOWS PKWY STE 190 LAS VEGAS, NV 89129-1076	02/01/2006	Check	\$3,000.00
	02/10/2006	Check	\$3,000.00
	02/16/2006	Check	\$3,000.00
	04/12/2006	Check	\$9,000.00
	SUBTOTAL		<u>\$18,000.00</u>
RAY QUINNEY & NEBEKER PO BOX 45385 SALT LAKE CITY, UT 84145-0385	03/17/2006	Check	\$20,000.00
	SUBTOTAL		<u>\$20,000.00</u>
RD ADVERTISING 3230 E FLAMINGO RD # 8-532 LAS VEGAS, NV 89121-4320	12/21/2005	Check	\$3,636.46
	02/01/2006	Check	\$1,247.13
	02/10/2006	Check	\$6,229.70
	02/27/2006	Check	\$7,137.02
	03/17/2006	Check	\$1,676.17
	04/04/2006	Check	\$915.00
	SUBTOTAL		<u>\$20,841.48</u>
ROBERT BUDAVICH 2675 WINDMILL PKWY HENDERSON, NV 89074-3394	01/04/2006	Check	\$2,000.00
	02/16/2006	Check	\$2,000.00
	02/21/2006	Check	\$500.00
	03/17/2006	Check	\$700.00
	SUBTOTAL		<u>\$5,200.00</u>

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
S & J ENTERPRISE INVESTMENTS INC PO BOX 461 NAPA, CA 94559-0461	01/03/2006	Check	\$4,762.92
	02/01/2006	Check	\$4,762.92
	03/02/2006	Check	\$4,762.92
	SUBTOTAL		<u>\$14,288.76</u>
SAMS CLUB PO BOX 4596 CAROL STREAM, IL 60197-4596	12/13/2005	Check	\$385.66
	12/20/2005	Check	\$19.98
	01/19/2006	Check	\$1,388.18
	02/10/2006	Check	\$1,739.22
	03/09/2006	Check	\$2,775.71
SUBTOTAL		<u>\$6,308.75</u>	
SBC LONG DISTANCE PO BOX 660688 DALLAS, TX 75266-0688	12/20/2005	Check	\$1,090.96
	01/19/2006	Check	\$1,378.04
	02/08/2006	Check	\$2,500.44
	03/09/2006	Check	\$1,102.46
SUBTOTAL		<u>\$6,071.90</u>	
SBC PAYMENT CENTER PO BOX 989045 WEST SACRAMENTO, CA 95798-9045	12/20/2005	Check	\$1,845.18
	01/03/2006	Check	\$36.34
	01/05/2006	Check	\$382.91
	01/19/2006	Check	\$18.17
	01/30/2006	Check	\$2,009.98
	02/08/2006	Check	\$745.66
	02/21/2006	Check	\$595.08
	03/16/2006	Check	\$1,223.77
	04/05/2006	Check	\$18.01
SUBTOTAL		<u>\$6,875.10</u>	
SCHWARTZER & MCPHERSON LAW FIRM 2850 S JONES BLVD LAS VEGAS, NV 89146-5639	04/12/2006	Cash	\$75,000.00
SUBTOTAL		<u>\$75,000.00</u>	
SCOTSMAN PUBLISHING INC PO BOX 692 BOTHHELL, WA 98041-0692	12/21/2005	Check	\$6,781.00
	02/10/2006	Check	\$6,781.00
	02/27/2006	Check	\$6,781.00
SUBTOTAL		<u>\$20,343.00</u>	

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
SCOTT MROZEK 2501 N GREEN VALLEY PKWY STE 126 HENDERSON, NV 89014-2157	12/02/2005	Check	\$4,590.00
	12/19/2005	Check	\$250.00
	01/04/2006	Check	\$500.00
	01/19/2006	Check	\$500.00
	02/02/2006	Check	\$2,750.00
	02/16/2006	Check	\$500.00
	03/02/2006	Check	\$750.00
SUBTOTAL			\$9,840.00
SHOBER CONSULTING INC 520 S SEPULVEDA BLVD STE 204 LOS ANGELES, CA 90049-3534	01/19/2006	Cash	\$540,000.00
	SUBTOTAL		
SOFTWARE PLUS INC PO BOX 775398 SAINT LOUIS, MO 63177-5398	02/27/2006	Check	\$7,999.66
	SUBTOTAL		
SPECIAL ORDER SYSTEMS 575 MENLO DR STE 4 ROCKLIN, CA 95765-3709	02/27/2006	Check	\$13,911.00
	03/13/2006	Check	\$6,381.24
	SUBTOTAL		
SPRINT-CITY OF INDUSTRY PO BOX 79357 CITY OF INDUSTRY, CA 91716-9357	01/03/2006	Check	\$1,309.51
	02/08/2006	Check	\$1,804.11
	03/09/2006	Check	\$1,568.64
	03/24/2006	Check	\$1,549.99
SUBTOTAL			\$6,232.25
SPRINT-PHOENIX PO BOX 79133 PHOENIX, AZ 85062-9133	12/20/2005	Check	\$1,032.52
	01/19/2006	Check	\$1,032.52
	02/08/2006	Check	\$1,032.52
	03/16/2006	Check	\$1,032.41
	04/05/2006	Check	\$1,032.41
SUBTOTAL			\$5,162.38
SWITCH COMMUNICATIONS PO BOX 42250 LAS VEGAS, NV 89116-0250	12/20/2005	Check	\$3,024.37
	01/10/2006	Check	\$2,833.00
	01/30/2006	Check	\$2,833.00
	03/16/2006	Check	\$2,833.00
	03/24/2006	Check	\$2,833.00
	03/30/2006	Check	\$28,883.00
SUBTOTAL			\$43,239.37
THE BLUE STORE INC 10300 W CHARLESTON BLVD # 13-194 LAS VEGAS, NV 89135-1037	01/19/2006	Check	\$5,041.00
	SUBTOTAL		

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
THE EASTRIDGE GROUP FILE 55355 LOS ANGELES, CA 90074-5355	12/21/2005	Check	\$1,856.27
	03/13/2006	Check	\$4,410.78
	03/22/2006	Check	\$1,639.14
	SUBTOTAL		<u>\$7,906.19</u>
THE HARTFORD PO BOX 2907 HARTFORD, CT 06104-2907	12/13/2005	Check	\$1,425.00
	01/03/2006	Check	\$2,226.00
	03/24/2006	Check	\$3,328.60
	SUBTOTAL		<u>\$6,979.60</u>
TIM GLENN 3320 S FORT APACHE RD UNIT 123 LAS VEGAS, NV 89117-6362	02/01/2006	Check	\$9,125.00
	SUBTOTAL		<u>\$9,125.00</u>
U S POSTAL SERVICE (AMS-TMS) USPS/ASCOM HASLER PO BOX 894757 LOS ANGELES, CA 90189-4757	12/02/2005	Check	\$5,000.00
	12/15/2005	Check	\$5,000.00
	01/05/2006	Check	\$2,000.00
	01/11/2006	Check	\$3,000.00
	01/24/2006	Check	\$5,000.00
	02/15/2006	Check	\$5,000.00
	03/13/2006	Check	\$5,000.00
	SUBTOTAL		<u>\$30,000.00</u>
UMB HSA PROCESSING PO BOX 219329 KANSAS CITY, MO 64121-9329	12/07/2005	Check	\$1,850.55
	12/19/2005	Check	\$1,850.55
	01/07/2006	Check	\$1,850.55
	01/30/2006	Check	\$1,850.55
	02/02/2006	Check	\$1,746.41
	02/16/2006	Check	\$1,771.41
	03/02/2006	Check	\$1,771.41
	03/17/2006	Check	\$1,563.13
	04/04/2006	Check	\$1,563.13
	SUBTOTAL		<u>\$15,817.69</u>
WELLS FARGO CORPORATE CREDIT CARDS WELLS FARGO REMITTANCE CENTER PO BOX 23003 COLUMBUS, GA 31902-3003	01/04/2006	Check	\$5,557.04
	02/08/2006	Check	\$5,853.97
	02/21/2006	Check	\$6,811.25
	03/29/2006	Check	\$8,188.66
	03/30/2006	Check	\$6,641.99
	SUBTOTAL		<u>\$33,052.91</u>

AMENDED SOFA 3b
PAYMENTS TO CREDITORS MADE WITHIN 90 DAYS PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR
OPERATING ACCOUNT

NAME AND ADDRESS	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID	
WELLS FARGO PAYMENT REMITTANCE CENTER PO BOX 54349 LOS ANGELES, CA 90054-0349	12/20/2005	Check	\$789.20	
	12/20/2005	Check	\$1,738.89	
	12/20/2005	Check	\$55.00	
	12/20/2005	Check	\$393.00	
	01/30/2006	Check	\$926.00	
	01/30/2006	Check	\$28.60	
	02/08/2006	Check	\$163.79	
	02/08/2006	Check	\$405.00	
	03/16/2006	Check	\$1,026.16	
	03/16/2006	Check	\$330.00	
	03/24/2006	Check	\$1.00	
	04/06/2006	Check	\$401.00	
	SUBTOTAL			\$6,257.64
	XL SPECIALTY / XL PROFESSIONAL 100 CONSTITUTION PLZ HARTFORD, CT 06103-1702	04/12/2006	Cash	\$550,000.00
SUBTOTAL			\$550,000.00	
YOUNG ELECTRIC SIGN COMPANY 775 E GLENDALE AVE SPARKS, NV 89431-6408	12/06/2005	Check	\$2,394.50	
	01/01/2006	Check	\$445.50	
	01/04/2006	Check	\$2,425.50	
	03/09/2006	Check	\$445.50	
	03/29/2006	Check	\$4,882.00	
	SUBTOTAL			\$10,593.00
TOTAL			\$5,202,316.71	

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
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ANDREW HANTGES		4/20/2005	PAYROLL	\$6,539.80
		5/5/2005	PAYROLL	\$5,292.26
		5/20/2005	PAYROLL	\$20,900.00
		6/3/2005	PAYROLL	\$11,305.00
		7/5/2005	PAYROLL	\$9,338.50
		7/20/2005	PAYROLL	\$18,075.00
		8/5/2005	PAYROLL	\$21,784.66
		8/19/2005	PAYROLL	\$43,978.78
		9/2/2005	PAYROLL	\$19,474.35
		9/20/2005	PAYROLL	\$18,664.00
		10/5/2005	PAYROLL	\$14,750.00
		10/20/2005	PAYROLL	\$8,642.50
		11/4/2005	PAYROLL	\$90,825.00
		11/18/2005	PAYROLL	\$10,527.90
		12/5/2005	PAYROLL	\$16,749.85
		12/20/2005	PAYROLL	\$1,775.04
		1/5/2006	PAYROLL	\$23,941.54
		1/20/2006	PAYROLL	\$6,026.47
		2/3/2006	PAYROLL	\$72,500.00
		2/20/2006	PAYROLL	\$5,433.05
		2/23/2006	CHECK/WIRE	\$258.00
		3/3/2006	PAYROLL	\$5,489.22
		3/20/2006	PAYROLL	\$2,058.07
		4/5/2006	PAYROLL	\$5,351.35
SUBTOTAL FOR: ANDREW HANTGES				\$439,680.34
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BUNDY CANYON LAND DEVELOPMENT, LLC 28475 OLD TOWN FRONT ST STE D TEMECULA CA 92590-1824		12/23/2005	CHECK/WIRE	\$520,000.00
SUBTOTAL FOR: BUNDY CANYON LAND DEVELOPMENT, LLC				\$520,000.00

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
HASPINOV LLC 4484 S PECOS RD LAS VEGAS NV 89121		4/20/2005	CHECK/WIRE	\$13,582.12
		5/16/2005	CHECK/WIRE	\$5,000.00
		6/20/2005	CHECK/WIRE	\$7,000.00
		7/8/2005	CHECK/WIRE	\$5,000.00
		7/15/2005	CHECK/WIRE	\$3,000.00
		7/19/2005	CHECK/WIRE	\$6,000.00
		8/5/2005	CHECK/WIRE	\$5,000.00
		8/12/2005	CHECK/WIRE	\$5,000.00
		8/22/2005	CHECK/WIRE	\$5,000.00
		8/25/2005	CHECK/WIRE	\$5,000.00
		9/16/2005	CHECK/WIRE	\$8,000.00
		9/23/2005	CHECK/WIRE	\$3,853.01
		9/23/2005	CHECK/WIRE	\$138,293.46
		10/7/2005	CHECK/WIRE	\$5,000.00
		10/14/2005	CHECK/WIRE	\$9,000.00
		10/31/2005	CHECK/WIRE	\$2,000.00
		11/3/2005	CHECK/WIRE	\$2,000.00
		11/10/2005	CHECK/WIRE	\$2,939.34
		12/20/2005	CHECK/WIRE	\$4,298.36
		1/3/2006	CHECK/WIRE	\$2,000.00
		1/5/2006	CHECK/WIRE	\$4,000.00
		1/10/2006	CHECK/WIRE	\$7,500.00
		1/19/2006	CHECK/WIRE	\$4,000.00
		1/30/2006	CHECK/WIRE	\$6,000.00
		2/14/2006	CHECK/WIRE	\$7,000.00
		2/16/2006	CHECK/WIRE	\$2,000.00
		2/21/2006	CHECK/WIRE	\$2,500.00
		3/9/2006	CHECK/WIRE	\$10,000.00
		3/16/2006	CHECK/WIRE	\$2,626.26
		3/24/2006	CHECK/WIRE	\$5,000.00
		4/5/2006	CHECK/WIRE	\$5,655.00
SUBTOTAL FOR: HASPINOV LLC				\$293,247.55
HOMES FOR AMERICA HOLDINGS INC 4484 S PECOS RD LAS VEGAS NV 89121-5030		12/22/2005	CHECK/WIRE	\$500,000.00
		1/31/2006	CHECK/WIRE	\$250,000.00
		2/8/2006	CHECK/WIRE	\$250,000.00
SUBTOTAL FOR: HOMES FOR AMERICA HOLDINGS INC				\$1,000,000.00
INSTITUTIONAL EQUITY PARTNERS LLC 4484 S PECOS RD LAS VEGAS NV 89121		6/27/2005	CHECK/WIRE	\$500.00
		1/25/2006	CHECK/WIRE	\$500.00
	21337	1/25/2006	Check	\$500.00
SUBTOTAL FOR: INSTITUTIONAL EQUITY PARTNERS LLC				\$1,500.00

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
JOSEPH MILANOWSKI 8520 CHIQUITA DR LAS VEGAS NV 89128-7913				
		4/20/2005	PAYROLL	\$8,333.34
		4/26/2005	CREDIT CARD	\$721.70
		5/5/2005	PAYROLL	\$8,333.34
		5/20/2005	PAYROLL	\$8,333.34
		5/31/2005	CREDIT CARD	\$1,371.20
		6/3/2005	PAYROLL	\$8,333.34
		6/6/2005	CREDIT CARD	\$2,755.97
		6/20/2005	PAYROLL	\$8,333.34
		7/5/2005	PAYROLL	\$8,333.34
		7/20/2005	PAYROLL	\$8,333.34
		7/27/2005	CREDIT CARD	\$272.90
		8/5/2005	PAYROLL	\$8,333.34
		8/17/2005	CREDIT CARD	\$409.80
		8/19/2005	PAYROLL	\$8,333.34
		9/2/2005	PAYROLL	\$8,333.34
		9/20/2005	PAYROLL	\$8,333.34
		9/27/2005	CREDIT CARD	\$752.99
		9/28/2005	SHAREHOLDER	\$85,000.00
		10/5/2005	PAYROLL	\$8,333.34
		10/20/2005	PAYROLL	\$8,333.34
		11/4/2005	PAYROLL	\$8,333.34
		11/10/2005	CREDIT CARD	\$652.20
		11/18/2005	PAYROLL	\$8,333.34
		11/28/2005	CREDIT CARD	\$229.59
		12/5/2005	PAYROLL	\$8,333.34
		12/20/2005	CREDIT CARD	\$789.20
		12/20/2005	PAYROLL	\$8,333.34
		1/4/2006	CREDIT CARD	\$280.64
		1/5/2006	PAYROLL	\$8,333.34
		1/20/2006	PAYROLL	\$8,333.34
		2/8/2006	CREDIT CARD	\$929.68
		2/20/2006	PAYROLL	\$8,333.34
		2/21/2006	CREDIT CARD	\$569.75
		3/3/2006	PAYROLL	\$8,333.34
		3/20/2006	PAYROLL	\$8,333.34
		3/29/2006	CREDIT CARD	\$1,486.91
		4/1/2006	SHAREHOLDER	\$7,097.50
		4/5/2006	PAYROLL	\$8,333.34
		SUBTOTAL FOR: JOSEPH MILANOWSKI		\$294,986.85

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
LOOB, VICTORIA S 3613 HILLSDALE CT LAS VEGAS NV 89108-1163		4/20/2005	PAYROLL	\$4,166.67
		5/5/2005	PAYROLL	\$4,166.67
		5/19/2005	PAYROLL	\$6,500.00
		5/20/2005	PAYROLL	\$4,166.67
		6/3/2005	PAYROLL	\$4,238.28
		6/20/2005	PAYROLL	\$4,166.67
		7/5/2005	PAYROLL	\$4,166.67
		7/20/2005	PAYROLL	\$4,166.67
		8/5/2005	PAYROLL	\$4,166.67
		8/19/2005	PAYROLL	\$4,166.67
		9/2/2005	PAYROLL	\$5,166.57
		9/20/2005	PAYROLL	\$5,166.67
		10/5/2005	PAYROLL	\$5,666.67
		10/20/2005	PAYROLL	\$4,166.67
		11/4/2005	PAYROLL	\$5,666.67
		11/18/2005	PAYROLL	\$5,666.67
		12/5/2005	PAYROLL	\$4,166.67
		12/20/2005	PAYROLL	\$4,166.67
		12/31/2005	PAYROLL	\$110,000.00
		1/5/2006	PAYROLL	\$4,166.67
		1/20/2006	PAYROLL	\$4,500.00
		2/3/2006	PAYROLL	\$4,500.00
		2/20/2006	PAYROLL	\$4,500.00
		3/3/2006	PAYROLL	\$4,500.00
		3/20/2006	PAYROLL	\$4,625.00
		4/5/2006	PAYROLL	\$4,500.00
		SUBTOTAL FOR: LOOB, VICTORIA S		\$225,196.57

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
<hr/>				
MARK L OLSON 1219 PANINI DR HENDERSON NV 89052-3143				
		4/20/2005	CHECK/WIRE	\$2,000.00
		5/4/2005	CHECK/WIRE	\$2,000.00
		5/19/2005	CHECK/WIRE	\$2,000.00
		6/2/2005	CHECK/WIRE	\$2,000.00
		6/17/2005	CHECK/WIRE	\$2,000.00
		7/1/2005	CHECK/WIRE	\$2,000.00
		7/19/2005	CHECK/WIRE	\$2,061.60
		8/4/2005	CHECK/WIRE	\$2,000.00
		8/18/2005	CHECK/WIRE	\$2,000.00
		9/2/2005	CHECK/WIRE	\$2,000.00
		9/19/2005	CHECK/WIRE	\$2,000.00
		10/4/2005	CHECK/WIRE	\$2,000.00
		10/19/2005	CHECK/WIRE	\$2,000.00
		11/3/2005	CHECK/WIRE	\$3,079.24
		11/16/2005	CHECK/WIRE	\$2,000.00
		12/2/2005	CHECK/WIRE	\$2,000.00
		12/19/2005	CHECK/WIRE	\$5,000.00
		1/4/2006	CHECK/WIRE	\$5,000.00
		1/19/2006	CHECK/WIRE	\$5,000.00
		2/2/2006	CHECK/WIRE	\$5,000.00
		2/16/2006	CHECK/WIRE	\$5,000.00
		3/2/2006	CHECK/WIRE	\$5,000.00
		3/17/2006	CHECK/WIRE	\$5,000.00
		4/4/2006	CHECK/WIRE	\$5,000.00
		SUBTOTAL FOR: MARK L OLSON		\$73,140.84
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MATT HANTGES				
		4/20/2005	PAYROLL	\$492.00
		5/5/2005	PAYROLL	\$540.00
		5/20/2005	PAYROLL	\$600.00
		6/3/2005	PAYROLL	\$612.00
		6/20/2005	PAYROLL	\$480.00
		7/5/2005	PAYROLL	\$150.00
		7/20/2005	PAYROLL	\$288.00
		8/5/2005	PAYROLL	\$486.00
		8/19/2005	PAYROLL	\$96.00
		SUBTOTAL FOR: MATT HANTGES		\$3,744.00
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PAUL HAMILTON 5 CHENAL PASS HENDERSON NV 89052-6698				
		6/6/2005	CREDIT CARD	\$118.40
		10/18/2005	SHAREHOLDER	\$56,383.00
		11/28/2005	CREDIT CARD	\$223.90
		SUBTOTAL FOR: PAUL HAMILTON		\$56,725.30

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
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PECOS PROFESSIONAL PARK 4484 S PECOS RD LAS VEGAS NV 89121		4/20/2005	CHECK/WIRE	\$13,000.00
		5/16/2005	CHECK/WIRE	\$15,000.00
		6/20/2005	CHECK/WIRE	\$2,000.00
		6/27/2005	CHECK/WIRE	\$8,100.00
		7/5/2005	CHECK/WIRE	\$100.00
		7/8/2005	CHECK/WIRE	\$5,000.00
		7/19/2005	CHECK/WIRE	\$2,000.00
		7/21/2005	CHECK/WIRE	\$9,000.00
		8/5/2005	CHECK/WIRE	\$5,000.00
		8/12/2005	CHECK/WIRE	\$5,000.00
		8/25/2005	CHECK/WIRE	\$6,000.00
		8/31/2005	CHECK/WIRE	\$2,000.00
		9/16/2005	CHECK/WIRE	\$8,000.00
		9/26/2005	CHECK/WIRE	\$8,000.00
		9/27/2005	CHECK/WIRE	\$3,500.00
		10/7/2005	CHECK/WIRE	\$5,000.00
		10/14/2005	CHECK/WIRE	\$9,000.00
		10/31/2005	CHECK/WIRE	\$2,000.00
		11/3/2005	CHECK/WIRE	\$3,000.00
		11/10/2005	CHECK/WIRE	\$3,000.00
		11/28/2005	CHECK/WIRE	\$3,500.00
		12/20/2005	CHECK/WIRE	\$8,000.00
		1/3/2006	CHECK/WIRE	\$6,791.06
		1/4/2006	CHECK/WIRE	\$3,000.00
		1/10/2006	CHECK/WIRE	\$7,780.00
		1/19/2006	CHECK/WIRE	\$4,000.00
		1/30/2006	CHECK/WIRE	\$6,363.11
		2/14/2006	CHECK/WIRE	\$8,000.00
		2/16/2006	CHECK/WIRE	\$3,000.00
		2/21/2006	CHECK/WIRE	\$2,500.00
	3/9/2006	CHECK/WIRE	\$10,000.00	
	3/16/2006	CHECK/WIRE	\$3,000.00	
	3/20/2006	CHECK/WIRE	\$6,000.00	
	3/24/2006	CHECK/WIRE	\$5,000.00	
	4/5/2006	CHECK/WIRE	\$5,000.00	
SUBTOTAL FOR: PECOS PROFESSIONAL PARK				\$195,634.17
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SOUTH MEADOWS OFFICE INVESTORS LLC 800 S MEADOWS PKWY STE 800 RENO NV 89521-2975		4/22/2005	CHECK/WIRE	\$3,464.42
		6/7/2005	CHECK/WIRE	\$3,464.42
		7/8/2005	CHECK/WIRE	\$3,464.42
		8/5/2005	CHECK/WIRE	\$3,464.42
		8/25/2005	CHECK/WIRE	\$3,464.42
		9/27/2005	CHECK/WIRE	\$3,464.42
		11/3/2005	CHECK/WIRE	\$3,464.42
SUBTOTAL FOR: SOUTH MEADOWS OFFICE INVESTORS LLC				\$24,250.94

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
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TANAMERA APARTMENT HOMES 900 S MEADOWS PKWY RENO NV 89521-5940		4/22/2005	CHECK/WIRE	\$1,305.00
		5/31/2005	CHECK/WIRE	\$1,305.00
		6/30/2005	CHECK/WIRE	\$1,305.00
		7/27/2005	CHECK/WIRE	\$1,305.00
		8/25/2005	CHECK/WIRE	\$1,305.00
		9/27/2005	CHECK/WIRE	\$1,305.00
		11/3/2005	CHECK/WIRE	\$1,305.00
		11/28/2005	CHECK/WIRE	\$1,305.00
		1/3/2006	CHECK/WIRE	\$1,305.00
		2/1/2006	CHECK/WIRE	\$1,305.00
		3/2/2006	CHECK/WIRE	\$1,305.00
SUBTOTAL FOR: TANAMERA APARTMENT HOMES				\$14,355.00
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TANAMERA COMMERCIAL DEVELOPMENTLLC 9460 DOUBLE R BLVD STE 201 RENO NV 89521-4810		3/28/2006	CHECK/WIRE	\$24,572.39
SUBTOTAL FOR: TANAMERA COMMERCIAL DEVELOPMENTLLC				\$24,572.39
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TANAMERA CORPORATE CENTER LLC 5470 RENO CORPORATE DR RENO NV 89511-2250		12/1/2005	CHECK/WIRE	\$2,993.57
		12/1/2005	CHECK/WIRE	\$4,762.92
SUBTOTAL FOR: TANAMERA CORPORATE CENTER LLC				\$7,756.49
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TANAMERA HOMES LLC 9460 DOUBLE R BLVD STE 201 RENO NV 89521-4810		3/28/2006	CHECK/WIRE	\$427.61
SUBTOTAL FOR: TANAMERA HOMES LLC				\$427.61
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TANAMERA RESORT PARTNERS		9/20/2005	CHECK/WIRE	\$47,500.00
SUBTOTAL FOR: TANAMERA RESORT PARTNERS				\$47,500.00

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
TOM HANTGES 18 CHALET HILLS TER HENDERSON NV 89052-6697		4/19/2005	CREDIT CARD	\$714.69
		4/20/2005	PAYROLL	\$20,000.00
		5/3/2005	CREDIT CARD	\$15.99
		5/5/2005	PAYROLL	\$20,000.00
		5/6/2005	SHAREHOLDER	\$107.49
		5/14/2005	SHAREHOLDER	\$19.99
		5/19/2005	SHAREHOLDER	\$158.44
		5/20/2005	PAYROLL	\$20,000.00
		5/31/2005	CREDIT CARD	\$579.06
		5/31/2005	CREDIT CARD	\$1,405.22
		5/31/2005	CREDIT CARD	\$135.98
		5/31/2005	CREDIT CARD	\$144.86
		5/31/2005	CREDIT CARD	\$220.40
		6/3/2005	PAYROLL	\$20,000.00
		6/6/2005	SHAREHOLDER	\$67.13
		6/17/2005	SHAREHOLDER	\$763.25
		6/20/2005	PAYROLL	\$20,000.00
		6/27/2005	CREDIT CARD	\$215.99
		6/27/2005	CREDIT CARD	\$802.59
		7/5/2005	PAYROLL	\$20,000.00
		7/5/2005	SHAREHOLDER	\$7,556.38
		7/8/2005	CREDIT CARD	\$3,066.30
		7/20/2005	PAYROLL	\$20,000.00
		7/21/2005	CREDIT CARD	\$2,245.04
		7/29/2005	SHAREHOLDER	\$596.83
		8/5/2005	PAYROLL	\$20,000.00
		8/5/2005	CREDIT CARD	\$797.72
		8/11/2005	CREDIT CARD	\$1,554.70
		8/18/2005	CHECK/WIRE	\$68.00
		8/18/2005	SHAREHOLDER	\$13,667.32
		8/19/2005	PAYROLL	\$20,000.00
		8/25/2005	CREDIT CARD	\$115.99
		9/2/2005	PAYROLL	\$20,000.00
		9/7/2005	CREDIT CARD	\$1,724.68
		9/20/2005	PAYROLL	\$20,000.00
		9/27/2005	CREDIT CARD	\$499.10
		9/27/2005	CREDIT CARD	\$149.91
		9/30/2005	SHAREHOLDER	\$734.93
		10/5/2005	PAYROLL	\$20,000.00
		10/7/2005	CREDIT CARD	\$184.11
		10/7/2005	CREDIT CARD	\$23.87
		10/20/2005	PAYROLL	\$20,000.00
		10/21/2005	CREDIT CARD	\$1,305.15
		10/21/2005	CREDIT CARD	\$1,013.61
		10/31/2005	CREDIT CARD	\$260.98
		11/4/2005	PAYROLL	\$20,000.00
		11/18/2005	PAYROLL	\$20,000.00
		11/28/2005	CREDIT CARD	\$338.57

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
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TOM HANTGES 18 CHALET HILLS TER HENDERSON NV 89052-6697				
		11/28/2005	CREDIT CARD	\$193.08
		11/28/2005	CREDIT CARD	\$160.98
		12/5/2005	PAYROLL	\$20,000.00
		12/5/2005	CREDIT CARD	\$55.00
		12/20/2005	PAYROLL	\$20,000.00
		12/20/2005	CREDIT CARD	\$1,703.89
		12/22/2005	SHAREHOLDER	\$2,984.26
		1/3/2006	CREDIT CARD	\$433.19
		1/4/2006	CREDIT CARD	\$10.00
		1/5/2006	PAYROLL	\$20,000.00
		1/20/2006	PAYROLL	\$20,000.00
		1/30/2006	CREDIT CARD	\$28.60
		2/3/2006	PAYROLL	\$20,000.00
		2/8/2006	CREDIT CARD	\$115.99
		2/8/2006	CREDIT CARD	\$163.79
		2/8/2006	CREDIT CARD	\$380.40
		2/20/2006	PAYROLL	\$20,000.00
		3/3/2006	PAYROLL	\$20,000.00
		3/6/2006	CREDIT CARD	\$1,026.16
		3/9/2006	CREDIT CARD	\$250.00
		3/16/2006	CREDIT CARD	\$15.99
		3/20/2006	PAYROLL	\$20,000.00
		3/29/2006	CREDIT CARD	\$394.60
		4/5/2006	PAYROLL	\$20,000.00
		4/6/2006	CREDIT CARD	\$186.46
SUBTOTAL FOR: TOM HANTGES				\$529,356.66
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TWELVE HORSES OF NORTH AMERICA 10315 PROFESSIONAL CIR STE 100 RENO NV 89521-4803				
		9/9/2005	CHECK/WIRE	\$5,533.55
		9/20/2005	CHECK/WIRE	\$950.00
		11/3/2005	CHECK/WIRE	\$641.25
		11/11/2005	CHECK/WIRE	\$8,441.20
		11/29/2005	CHECK/WIRE	\$2,115.00
		1/19/2006	CHECK/WIRE	\$1,747.50
		2/10/2006	CHECK/WIRE	\$1,125.00
		2/16/2006	CHECK/WIRE	\$600.00
SUBTOTAL FOR: TWELVE HORSES OF NORTH AMERICA				\$21,153.50
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USA CAPITAL DIVERSIFIED TRUST DEED FUND 4484 S PECOS RD LAS VEGAS NV 89121-5030				
		3/17/2006	CHECK/WIRE	\$9,004.92
SUBTOTAL FOR: USA CAPITAL DIVERSIFIED TRUST DEED FUND				\$9,004.92

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
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USA CAPITAL FIRST TRUST DEED 4484 S PECOS RD LAS VEGAS NV 89121-5030		11/30/2005	CHECK/WIRE	\$5,342.50
		12/19/2005	CHECK/WIRE	\$248,843.53
		SUBTOTAL FOR: USA CAPITAL FIRST TRUST DEED		<u>\$254,186.03</u>
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USA CAPITAL REALTY ADVISORS 4484 S PECOS RD LAS VEGAS NV 89121-5030		8/16/2005	CHECK/WIRE	\$1,127.75
		SUBTOTAL FOR: USA CAPITAL REALTY ADVISORS		<u>\$1,127.75</u>
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USA CM COLLECTIONS TRUST 4484 S PECOS RD LAS VEGAS NV 89121		7/21/2005	CHECK/WIRE	\$65,000.00
		8/22/2005	CHECK/WIRE	\$398,577.20
		9/28/2005	CHECK/WIRE	\$84,836.67
		11/16/2005	CHECK/WIRE	\$234,000.00
		4/10/2006	CHECK/WIRE	\$964,000.00
		SUBTOTAL FOR: USA CM COLLECTIONS TRUST		<u>\$1,746,413.87</u>
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USA COMMERCIAL REAL ESTATE GROUP 4484 S PECOS RD LAS VEGAS NV 89121		7/14/2005	CHECK/WIRE	\$10,000.00
		SUBTOTAL FOR: USA COMMERCIAL REAL ESTATE GROUP		<u>\$10,000.00</u>

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
USA INVESTMENT PARTNERS 4484 S PECOS RD LAS VEGAS NV 89121		4/19/2005	CHECK/WIRE ON BEHA	\$75,000.00
		4/20/2005	CHECK/WIRE ON BEHA	\$250,000.00
		4/25/2005	CHECK/WIRE ON BEHA	\$550,000.00
		4/26/2005	CHECK/WIRE ON BEHA	\$13,500.00
		4/26/2005	ON BEHALF OF	\$4,278.98
		5/1/2005	CHECK/WIRE ON BEHA	\$6,333.33
		5/6/2005	CHECK/WIRE ON BEHA	\$300,000.00
		5/13/2005	CHECK/WIRE ON BEHA	\$450,000.00
		5/16/2005	CHECK/WIRE ON BEHA	\$70,000.00
		5/17/2005	CHECK/WIRE ON BEHA	\$5,000.00
		5/18/2005	CHECK/WIRE ON BEHA	\$85,000.00
		5/18/2005	ON BEHALF OF	\$563.34
		6/1/2005	ON BEHALF OF	\$1,199.23
		6/1/2005	CHECK/WIRE ON BEHA	\$6,333.33
		6/20/2005	CHECK/WIRE ON BEHA	\$3,000.00
		6/25/2005	ON BEHALF OF	\$687.52
		6/27/2005	CHECK/WIRE ON BEHA	\$700,000.00
		6/30/2005	ON BEHALF OF	\$1,319.15
		7/12/2005	CHECK/WIRE ON BEHA	\$8,000.00
		7/12/2005	CHECK/WIRE ON BEHA	\$6,333.00
		7/15/2005	CHECK/WIRE ON BEHA	\$350,000.00
		7/20/2005	ON BEHALF OF	\$250,000.00
		7/22/2005	CHECK/WIRE ON BEHA	\$7,000.00
		7/25/2005	CHECK/WIRE ON BEHA	\$20,000.00
		7/25/2005	ON BEHALF OF	\$687.50
		7/26/2005	CHECK/WIRE ON BEHA	\$350,000.00
		7/29/2005	CHECK/WIRE ON BEHA	\$50,000.00
		8/25/2005	ON BEHALF OF	\$687.48
		9/1/2005	CHECK/WIRE ON BEHA	\$6,333.33
		9/9/2005	CHECK/WIRE ON BEHA	\$350,000.00
		9/14/2005	CHECK/WIRE ON BEHA	\$100,000.00
		9/23/2005	CHECK/WIRE ON BEHA	\$950,000.00
		9/25/2005	ON BEHALF OF	\$687.50
		9/26/2005	CHECK/WIRE ON BEHA	\$75,000.00
		9/28/2005	CHECK/WIRE ON BEHA	\$250,000.00
		10/1/2005	CHECK/WIRE ON BEHA	\$6,333.33
		10/18/2005	ON BEHALF OF	\$838.74
		10/28/2005	CHECK/WIRE ON BEHA	\$250,000.00
		11/1/2005	CHECK/WIRE ON BEHA	\$6,333.33
		11/4/2005	CHECK/WIRE ON BEHA	\$7,000.00
		11/4/2005	CHECK/WIRE ON BEHA	\$1,500,000.00
		11/9/2005	ON BEHALF OF	\$688.34
		11/21/2005	CHECK/WIRE ON BEHA	\$300,000.00
		11/25/2005	ON BEHALF OF	\$687.50
		11/30/2005	CHECK/WIRE ON BEHA	\$100,000.00
		12/1/2005	CHECK/WIRE ON BEHA	\$6,333.33
		12/1/2005	CHECK/WIRE ON BEHA	\$7,000.00
		12/13/2005	CHECK/WIRE ON BEHA	\$65,000.00

AMENDED SOFA 3c
PAYMENTS TO INSIDERS MADE WITHIN 1 YEAR PRIOR TO FILING
USA COMMERCIAL MORTGAGE COMPANY, CASE NO. 06-10725-LBR

NAME AND ADDRESS	CHECK OR WIRE NBR	PAYMENT DATE	METHOD OF PAYMENT	TOTAL AMT PAID
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USA INVESTMENT PARTNERS				
4484 S PECOS RD				
LAS VEGAS NV 89121				
		12/15/2005	CHECK/WIRE ON BEHA	\$925,000.00
		12/21/2005	CHECK/WIRE ON BEHA	\$200,000.00
		12/22/2005	CHECK/WIRE ON BEHA	\$350,000.00
		12/25/2005	ON BEHALF OF	\$687.50
		1/1/2006	CHECK/WIRE ON BEHA	\$6,333.33
		1/1/2006	CHECK/WIRE ON BEHA	\$7,000.00
		1/12/2006	CHECK/WIRE ON BEHA	\$600,000.00
		1/25/2006	ON BEHALF OF	\$688.36
		2/1/2006	CHECK/WIRE ON BEHA	\$7,000.00
		2/14/2006	CHECK/WIRE ON BEHA	\$650,000.00
		2/27/2006	CHECK/WIRE ON BEHA	\$400,000.00
		3/7/2006	CHECK/WIRE ON BEHA	\$7,000.00
		3/8/2006	CHECK/WIRE ON BEHA	\$6,000,000.00
		3/13/2006	CHECK/WIRE ON BEHA	\$2,800,000.00
		3/16/2006	CHECK/WIRE ON BEHA	\$1,000,000.00
		3/16/2006	ON BEHALF OF	\$688.25
		3/17/2006	CHECK/WIRE ON BEHA	\$500,000.00
		3/25/2006	ON BEHALF OF	\$688.25
		3/28/2006	CHECK/WIRE ON BEHA	\$500,000.00
		4/7/2006	CHECK/WIRE ON BEHA	\$7,000.00
		SUBTOTAL FOR: USA INVESTMENT PARTNERS		\$21,509,243.95
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VEGAS HOT SPOTS				
4484 S PECOS RD				
LAS VEGAS NV 89121-5030				
		4/21/2005	CHECK/WIRE	\$150.00
		SUBTOTAL FOR: VEGAS HOT SPOTS		\$150.00
		TOTAL		\$27,303,354.73