

B6A (Official Form 6A) (12/07)

In re A&O Resource Management, Ltd.

Case No. 09-32677

Debtor

**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

B6B (Official Form 6B) (12/07)

In re A&O Resource Management, Ltd.

Case No. 09-32677

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property."

If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	X			
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		See Attachment B Aggregate Cash Value: \$907,557.31 Aggregate Face Value: \$98,075,000.00	-	907,557.31
10. Annuities. Itemize and name each issuer.	X			
Sub-Total >				907,557.31
(Total of this page)				

2 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re A&O Resource Management, Ltd.

Case No. 09-32677

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	<b>X</b>			
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.		<b>Payment bonds due from Provident Capital Indemnity on Craven policy in the amount of \$5 million.</b>	-	<b>Unknown</b>
16. Accounts receivable.	<b>X</b>			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	<b>X</b>			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.		<b>See response to #9 above</b>	-	<b>0.00</b>
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	<b>X</b>			

Sub-Total > **0.00**  
(Total of this page)

Sheet 1 of 2 continuation sheets attached to the Schedule of Personal Property

In re A&O Resource Management, Ltd.

Case No. 09-32677

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
22. Patents, copyrights, and other intellectual property. Give particulars.	<b>X</b>			
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.	<b>X</b>			
29. Machinery, fixtures, equipment, and supplies used in business.	<b>X</b>			
30. Inventory.	<b>X</b>			
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.	<b>X</b>			

Sub-Total > **0.00**  
(Total of this page)  
Total > **907,557.31**

Sheet 2 of 2 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

<b>Fund</b>	<b>Policy Number</b>	<b>Policy Face Amount</b>	<b>A.C.V.</b>	<b>Insurance Co. Name</b>	<b>Insurance Co. Address</b>
A&O Resource Management, Ltd	VP60832870	\$6,000,000.00	\$134,091.73	Pacific Life Insurance Company	P.O. Box 2030, Omaha, Nebraska 68103-2030
A&O Resource Management, Ltd	U7403296	\$1,500,000.00	\$29,344.97	Metlife	P.O. Box 990019, Hartford, CT 06199-0019
A&O Resource Management, Ltd	60134439	\$5,000,000.00	\$17,456.02	Transamerica	P.O. Box 30266, Los Angeles, CA 90030-0266
A&O Resource Management, Ltd	60134440	\$5,000,000.00	\$52,176.69	Transamerica	P.O. Box 30266, Los Angeles, CA 90030-0266
A&O Resource Management, Ltd	60134441	\$5,000,000.00		Transamerica	P.O. Box 30266, Los Angeles, CA 90030-0266
A&O Resource Management, Ltd	8275165	\$2,000,000.00	\$102,436.59	Massachusetts Mutual Life Insurance Company	P.O 371368, Pittsburgh, PA 15250-7368
A&O Resource Management, Ltd	60059453	\$725,000.00	\$21,874.04	Transamerica	P.O. Box 30266, Los Angeles, CA 90030-0266
A&O Resource Management, Ltd	60081812	\$21,500,000.00	\$18,967.56	Transamerica	P.O. Box 30266, Los Angeles, CA 90030-0266
A&O Resource Management, Ltd	VF51212390	\$1,000,000.00	\$40,584.39	Pacific Life Insurance Company	P.O. Box 2030, Omaha, Nebraska 68103-2030
A&O Resource Management, Ltd	VF51212400	\$1,000,000.00	\$50,137.47	Pacific Life Insurance Company	P.O. Box 2030 Omaha, Nebraska 68103-2030
A&O Resource Management, Ltd	VF61029750	\$1,000,000.00	\$45,335.82	Pacific Life Insurance Company	P.O. Box 2030, Omaha, Nebraska 68103-2030
A&O Resource Management, Ltd	VF51228580	\$5,000,000.00		Pacific Life	1299 Farnam St., 4th Floor, Omaha, NE 68103
A&O Resource Management, Ltd	B05020454	\$5,000,000.00	\$32,234.35	AVIVA	P.O. Box 14590, Des Moines, Iowa 50306-3590
A&O Resource Management, Ltd	20068584	\$5,000,000.00	\$15,506.28	Sun Life Financial	One Sun Life Executive Park SC1242, Wellesley Hills, MA 02481-5699
A&O Resource Management, Ltd	57169674	\$650,000.00	\$65,664.56	John Hancock Life Insurance Company	Billing C-6, 197 Clarendon St., Boston, MA 02116
A&O Resource Management, Ltd	UL000267681	\$1,000,000.00	\$102,406.12	John Hancock Life Insurance Company	Billing C-6, 197 Clarendon St., Boston, MA 02116
A&O Resource Management, Ltd	UL001402937	\$1,000,000.00	\$9,977.25	John Hancock Life Insurance Company	Billing C-6, 197 Clarendon St., Boston, MA 02116

<b>Fund</b>	<b>Policy Number</b>	<b>Policy Face Amount</b>	<b>A.C.V.</b>	<b>Insurance Co. Name</b>	<b>Insurance Co. Address</b>
A&O Resource Management, Ltd	V1168732	\$10,000,000.00	\$42,740.57	Prudential Financial	P.O. Box 41594, Philadelphia, PA 19176
A&O Resource Management, Ltd	7016282	\$1,000,000.00	\$16,981.81	Lincoln Financial Group	100 N. Green Street, Greensboro, NC 27401
A&O Resource Management, Ltd	ULA341379	\$13,700,000.00	\$72,383.80	West Coast Life Insurance Company	2801 Hwy 280 S., Birmingham, AL 35223
A&O Resource Management, Ltd	7000058	\$4,000,000.00	\$22,319.39	Lincoln Financial Group	100 N. Green Street, Greensboro, NC 27401
A&O Resource Management, Ltd	JG5462406	\$2,000,000.00	\$14,937.90	Lincoln Financial Group	100 N. Green Street, Greensboro, NC 27401

B6D (Official Form 6D) (12/07)

In re A&O Resource Management, Ltd.

Case No. 09-32677

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor" ,include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)								
Total (Report on Summary of Schedules)							<b>0.00</b>	<b>0.00</b>

0 continuation sheets attached

B6G (Official Form 6G) (12/07)

In re A&O Resource Management, Ltd.

Case No. 09-32677

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code,  
of Other Parties to Lease or Contract

Description of Contract or Lease and Nature of Debtor's Interest.  
State whether lease is for nonresidential real property.  
State contract number of any government contract.

**See Attachment B**

0

continuation sheets attached to Schedule of Executory Contracts and Unexpired Leases

B6H (Official Form 6H) (12/07)

In re A&O Resource Management, Ltd.

Case No. 09-32677

Debtor

### SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR

NAME AND ADDRESS OF CREDITOR

0

continuation sheets attached to Schedule of Codebtors

B6 Declaration (Official Form 6 - Declaration), (12/07)

**United States Bankruptcy Court  
Northern District of Illinois**

In re A&O Resource Management, Ltd.

Debtor(s)

Case No. 09-32677

Chapter 11

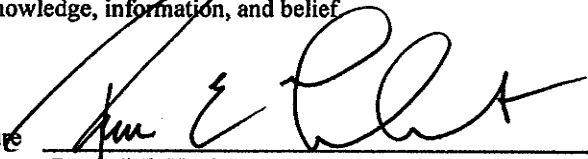
**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the Manager of Shepherd Capital Management, LLC of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 63 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date October 7, 2009

Signature



**Russell E. Mackert  
Manager of Shepherd Capital Management, LLC**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.