

B7 (Official Form 7) (04/10)

**United States Bankruptcy Court  
District of Maryland - Southern Division**

In re Federated Sports & Gaming, Inc.

Debtor(s)

Case No. 12-13521Chapter 11

**STATEMENT OF FINANCIAL AFFAIRS**

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. To indicate payments, transfers and the like to minor children, 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; 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," 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 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 also may 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.

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**1. Income from employment or operation of business**

None  State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
<b>\$20,408.00</b>	<b>January 1, 2011 through December 31, 2011</b>
<b>\$16,644.00</b>	<b>January 1, 2012 to February 28, 2012</b>

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**2. Income other than from employment or operation of business**

None  State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
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**3. Payments to creditors**

None  **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (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.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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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 unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers 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.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
<b>See Attached Schedule</b>		<b>\$0.00</b>	<b>\$0.00</b>

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 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.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
<b>See Attached Schedule</b>		<b>\$0.00</b>	<b>\$0.00</b>

**4. Suits and administrative proceedings, executions, garnishments and attachments**

None  a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (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.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
<b>All In Production, LLC v. Federated Sports &amp; Gaming, Inc. and Federated Heartland, Inc.; Case No. 3:11-cv-00093-RRE-KKK</b>	<b>Suit to collect payments due under Loan Documents</b>	<b>U.S. District Court, District of North Dakota</b>	<b>Dismissed</b>

None  b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

**5. Repossessions, foreclosures and returns**

- None  List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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**6. Assignments and receiverships**

- None  a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment 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.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None  b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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**7. Gifts**

- None  List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions 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.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
Operation USA 7421 Beverly Blvd Los Angeles, CA 90036		August 2011	\$53,000 raised during charity tournament associated with poker tournament event. The Palms Casino and Resort remitted the funds directly to the charity.
Fallen Heroes USA 16155 Sierra Lakes Prkwy #160 Fontana, CA 92336		September 2011	\$25,000 raised during charity tournament associated with poker tournament event. The Palms Casino and Resort remitted the funds directly to the charity.
Prevent Cancer Foundation 1600 Duke Street Suite 500 Alexandria, VA 22314		December 2011	\$48,000 raised during charity tournament associated with poker tournament event. The Palms Casino and Resort remitted the funds directly to the charity.

**8. Losses**

- None  List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case.** (Married debtors filing under chapter 12 or chapter 13 must include losses 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.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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**9. Payments related to debt counseling or bankruptcy**

- None  List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
<b>Shulman Rogers Gandal Pordy &amp; Ecker, PA 12505 Park Potomac Avenue, Sixth Floor Potomac, MD 20854</b>	<b>February 10, 2012</b>	<b>\$24,000 retainer</b>
<b>Shulman Rogers Gandal Pordy &amp; Ecker, PA 12505 Park Potomac Avenue, Sixth Floor Potomac, MD 20854</b>	<b>February 23, 2012</b>	<b>Additional \$75,000 retainer Total paid by Federated Sports &amp; Gaming, Inc. and Federated Heartland, Inc. was \$99,000 (Paid by Federated Sports &amp; Gaming, Inc.)</b>

**10. Other transfers**

- None  a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers 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.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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- None  b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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**11. Closed financial accounts**

- None  List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
<b>Starion Financial 2754 Brandt Drive, S Fargo, ND 58106</b>	<b>xxxxx3019 (CD Account); \$236,528</b>	<b>January 9, 2012 (CD closed to pay Starion to release security interest on equipment owned by Federated Heartland, Inc.)</b>

**12. Safe deposit boxes**

- None  List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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**13. Setoffs**

- None  List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (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.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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**14. Property held for another person**

- None  List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**

- None  If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
<b>1740 N Street, NW Washington, DC 20036</b>		<b>August, 2010 - September, 2011</b>

**16. Spouses and Former Spouses**

- None  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 **eight years** 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.

NAME

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

- None  a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None  b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None  c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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**18 . Nature, location and name of business**

- None  a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Federated Heartland, Inc.	45-3948499	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Owner and operator of Heartland Poker Tour	June 2011 - Present

None  b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME ADDRESS

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent 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 in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

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### 19. Books, records and financial statements

None  a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
<b>Dan Moser</b> 1740 N. Street Washington, DC 20036	<b>August, 2010 - May, 2011</b>
<b>Sandeep Aggarwal</b> 2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	<b>May, 2011 - Present</b>

None  b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
<b>Wiener and Garg LLC</b>	<b>6000 Executive Blvd., Suite 520</b> <b>Rockville, MD 20852</b>	<b>January 2011 - February 2012</b>

None  c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
<b>Sandeep Aggarwal</b>	<b>2 Wisconsin Circle, Suite 700</b> <b>Chevy Chase, MD 20815</b>

None  d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
<b>PNK Development 10, LLC</b> 8918 Spanish Ridge Avenue Las Vegas, NV 89148	<b>various</b>
<b>All In Production, LLC</b> 4180 58th Street South Fargo, ND 58104	<b>various</b>
<b>Countyline, LLC</b> 111 South Wacker Drive, Suite 4000 Chicago, IL 60606	<b>various</b>
<b>MacQuarie Capital</b>	<b>October 15, 2011</b>
<b>Brownstein, Hyatt, Farber and Schreck</b> <b>(Counsel for PNK)</b>	<b>December 21, 2011</b>

## NAME AND ADDRESS

## DATE ISSUED

**Larry Barbetta**  
**(Advisor for All In Production, LLC)**

**Various**

**20. Inventories**

- None  a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY

INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY  
 (Specify cost, market or other basis)

- None  b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY  
 RECORDS

**21 . Current Partners, Officers, Directors and Shareholders**

- None  a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

- None  b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS

TITLE

NATURE AND PERCENTAGE  
 OF STOCK OWNERSHIP

**Jeffrey Pollack****Officer & Director, Shareholder****13.33%****David Goldberg****Officer & Director, Shareholder****13.41%****Michael Brodsky****Officer & Director, Shareholder  
 (resigned post-petition)****13.41%****Countyline, LLC****Shareholder****40%****22 . Former partners, officers, directors and shareholders**

- None  a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME

ADDRESS

DATE OF WITHDRAWAL

- None  b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS

TITLE

DATE OF TERMINATION

**Jay Robert Pritzker****Director****2/1/12**



**23 . Withdrawals from a partnership or distributions by a corporation**

- None  If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
<b>See attachment to SOFA 3c</b>		

**24. Tax Consolidation Group.**

- None  If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
<b>Federated Sports &amp; Gaming, Inc.</b>	<b>27-3441974</b>

**25. Pension Funds.**

- None  If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
<b>Federated Sports &amp; Gaming, Inc. 401k Plan</b>	<b>27-3441974</b>

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

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date April 3, 2012Signature /s/ David Goldberg  
**David Goldberg**  
**Chief Executive Officer**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

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

FS+G [Statement of Financial Affairs 3b]

Bill Payment List

November 29, 2011 - February 29, 2012

Vendor	Amount	Dates
441 Productions	67,692.00	1/20/2012
627 Salter Place Westfield NJ 07090	76,345.00	1/27/2012
	30,000.00	2/23/2012
Adparlor, Inc.	5,500.00	1/11/2012
140 Old Surrey Lane	6,500.00	12/31/2011
Richmond Hill, ON L4V 7E5	6,500.00	12/23/2011
	4,945.00	11/30/2011
Aggarwal, Sandeep	30,039.99	12/9/2011
2 Wisconsin Circle, #700, Chevy Chase, MD 20815	1,115.60	2/10/2012
	10,999.02	1/20/2012
	17,562.00	2/13/2012
Anderson, Todd	500,000.00	1/10/2012
10156 Sharbrooke Beach Lane		
Pelican Rapids, MN 56572		
BEV Corporation	11,690.51	1/12/2012
12297 East Cortez Drive Scottsdale AZ 85259	12,900.00	1/20/2012
Blue Line Studios	11,940.00	12/1/2011
2548 W Desert Inn Road Las Vegas NV 89109		
Bluff Media	12,000.00	1/10/2012
1200 Lake Hearn Drive, NE		
Atlanta, GA 30319		
Bodega, LLC	22,660.00	1/10/2012
38 Glen Cove Road		
Greenvale, NY 11548		
Buddy Media	15,000.00	12/21/2011
155 6th Avenue 12th Floor New York NY 10013 USA	14,000.00	1/6/2012
CBS Corporation	200,000.00	1/23/2012
51 West 52nd Street, New York, NY 10019		

Chubb Group of Insurance Companies P.O. Box 7777-1630 Philadelphia, PA 19175-1630	15,321.00	1/6/2012
Tom Chung Creativeputty, 89 Hendrickson Avenue, Rockville Centre NY 11570	39,238.76	1/12/2012
David Neal Productions, Inc. C/O Tribeca Business Management, LLC, 420 Lexington Avenue, Suite 1756, New York NY 10170	11,214.83	1/20/2012
Digitaria Interactive, Inc. 350 Tenth Ave, Suite 1200, San Diego CA 92101	8,500.00 19,880.00	12/22/2011 1/10/2012
Good Art Hlywd 2152 Vista Del Mar Avenue Hollywood, CA 90068	5,600.00 3,785.00 2,385.00	1/12/2012 1/17/2012 12/9/2011
Hendon Mob, The 62 Chipperfield Road Kings Langley, Hertfordshire WD4 9JD	8,148.40	1/10/2012
Hiram Cohen & Son Inc. 486 Willis Avenue Williston Park, NY 11596-1782	7,847.00	2/24/2012
IAC/InterActiveCorp Attn: Christian Bryan, 555 West 18th Street, New York NY 10011	6,384.00	1/10/2012
LA Casting Group 8334 W Sunset Blvd., Suite 332 Los Angeles, CA 90069	8,568.40	12/29/2011
Lang, Greg_v 4180 58th Street, South Fargo, ND 58104	11,636.59 500,000.00	1/13/2012 1/10/2012
Linn Grove Center 5012 53rd Street, Suite 1, Fargo ND 58104	4,445.50 4,446.00 1,298.00	1/6/2012 1/10/2012 12/1/2011
Metrogames 395 Page Mill Road, Suite 200, Palo Alto CA 94306	21,792.00 6,663.10	12/22/2011 1/31/2012
Mills Limited Partnership	10,300.55	1/3/2012

P.O. Box 403936 Atlanta GA 30384	10,300.55	1/7/2012
Morone, Elizabeth	3,507.27	12/16/2011
2700 Las Vegas Blvd. South Unit 2905 Las Vegas NV 89109	5,860.00	1/10/2012
Moss & Barnett	75,000.00	1/10/2012
4800 Wells Fargo Center		
90 South Seventh Street		
Minneapolis, MN 55402		
Newnum, Jay	402.10	12/1/2011
10427 Parmer Circle Fishers IN 46038	1,000.00	12/16/2011
	4,500.00	12/22/2011
	1,000.00	1/12/2012
	1,000.00	2/13/2012
No Turnovers, Inc.	16,666.67	12/9/2011
2000 Avenue of the Stars Los Angeles CA 90067		
Palms Casino & Resort	18,500.00	1/26/2012
4321 West Flemingo Road	400,000.00	12/9/2011
Las Vegas, NV 89103	5,000.00	1/31/2012
	17,650.00	12/7/2011
	4,700.00	12/12/2011
Perini, Daniel	521.06	1/13/2012
2 Wisconsin Circle, #700, Chevy Chase, MD 20815	7,900.00	1/20/2012
Pokernews	7,000.00	1/10/2012
Priam, Joanne	10,416.66	1/13/2012
32 Prince Cr Brampton ON L7A 2C9 Canada		
Rash, Allen	5,000.00	12/16/2011
1813 Meetinghouse Road Boothwyn PA 19061	5,720.00	1/13/2012
	5,000.00	2/9/2012
Rogers & Cowan	15,255.72	12/1/2011
8687 Melrose Avenue 7th Floor Los Angeles CA 90069		
Rothwell, Figg, Ernst, et al	14,833.48	1/10/2012
607 14th Street, N.W. Suite 800 Washington DC 20005		
Satellite Broadcasting, Inc.	4,755.00	1/10/2012
43707 North 65th Street Cave Creek AZ 85331-8252	3,580.00	1/27/2012
Savage Tournaments	16,666.66	12/9/2011

6648 Samba Avenue Las Vegas NV 89139

Synergy Management 15233 Ventura Blvd. Suite 707 Sherman Oaks CA 91403	11,650.00	12/19/2011
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United Healthcare Dept. CH 10151 Palatine, IL 60055-0151	18,761.55 10,081.29	1/6/2012 1/27/2012
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Wiener and Garg LLC 6000 Executive Blvd, Suite 520, Rockville, MD 20852	19,000.00	1/13/2012
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2,476,071.26

Federated Sports + Gaming

[Statement of Financial Affairs 3c]

Bill Payment List

February 27, 2011 - February 29, 2012

Vendor/Officers	Address		Paid	Unpaid
Brodsky, Michael	2 Wisconsin Circle, #700, Chevy Chase, MD 20815	2/28/2011	16,666.67	Salary - Feb., 2011
Brodsky, Michael	2 Wisconsin Circle, #700, Chevy Chase, MD 20815	3/31/2011	16,666.67	Salary - Mar., 2011
		4/30/2011	16,666.67	Salary - Apr., 2011
		5/31/2011	16,666.67	Salary - May, 2011
		6/30/2011	16,666.67	Salary - Jun., 2011
		7/31/2011	16,666.67	Salary - Jul., 2011
		8/31/2011	16,666.67	Salary - Aug., 2011
		9/30/2011	16,666.67	Salary - Sep., 2011
		11/30/2011	16,666.67	Salary - Nov., 2011
		1/13/2012	16,666.67	Salary - Dec., 2011
				116,666.68 Salary - 2010, 2011, 2012
				32,384.23 Business development expenses - 2010, 2011, 2012
Duke, Anne	2 Wisconsin Circle, #700, Chevy Chase, MD 20815	6/27/2011	8,117.76	Business development expense reimbursement - 2010
		2/28/2011	20,833.33	Salary - Feb., 2011
		2/28/2011	83,333.32	Salary - 2010 back pay for 4 months unpaid/accrued salary
		3/31/2011	20,833.33	Salary - Mar., 2011
		4/30/2011	20,833.33	Salary - Apr., 2011
		5/31/2011	20,833.33	Salary - May, 2011
		6/30/2011	20,833.33	Salary - Jun., 2011
		7/31/2011	20,833.33	Salary - Jul., 2011
		8/31/2011	20,833.33	Salary - Aug., 2011
		9/30/2011	20,833.33	Salary - Sep., 2011
		11/30/2011	20,833.33	Salary - Nov., 2011
		1/13/2012	20,833.33	Salary - Dec., 2011
				9,169.23 Business development expenses - 2011, 2012
				62,499.99 Salary - 2011, 2012
Goldberg, David	2 Wisconsin Circle, #700, Chevy Chase, MD 20815	2/28/2011	16,666.67	Salary - Feb., 2011
		3/31/2011	16,666.67	Salary - Mar., 2011
		4/30/2011	16,666.67	Salary - Apr., 2011
		5/31/2011	16,666.67	Salary - May, 2011
		6/30/2011	16,666.67	Salary - Jun., 2011
		7/31/2011	16,666.67	Salary - Jul., 2011
		8/31/2011	16,666.67	Salary - Aug., 2011
		9/30/2011	16,666.67	Salary - Sep., 2011
		11/30/2011	16,666.67	Salary - Nov., 2011
		1/13/2012	16,666.67	Salary - Dec., 2011
		5/4/2011	13,635.03	Business development expense reimbursement - 2010
		6/2/2011	761.40	Business development expense reimbursement - 2011
				116,666.68 Salary - 2010, 2011, 2012
				51,295.35 Business development expenses - 2011, 2012
Grosman, Jeffrey	2 Wisconsin Circle, #700, Chevy Chase, MD 20815	2/28/2011	16,666.67	Salary - Feb., 2011
		2/28/2011	50,000.01	Salary - 2010 back pay for 3 months unpaid/accrued salary
		3/31/2011	16,666.67	Salary - Mar., 2011
		4/30/2011	16,666.67	Salary - Apr., 2011
		5/31/2011	16,666.67	Salary - May, 2011
		6/30/2011	16,666.67	Salary - Jun., 2011
		7/31/2011	16,666.67	Salary - Jul., 2011
		8/31/2011	16,666.67	Salary - Aug., 2011
		9/30/2011	16,666.67	Salary - Sep., 2011
		11/30/2011	16,666.67	Salary - Nov., 2011
		1/13/2012	16,666.67	Salary - Dec., 2011
				50,000.01 Salary - 2011, 2012
				17,796.18 Business development expenses - 2011, 2012
Pollack, Jeffrey	2 Wisconsin Circle, #700, Chevy Chase, MD 20815	2/28/2011	16,666.67	Salary - Feb., 2011
		3/31/2011	16,666.67	Salary - Mar., 2011
		4/30/2011	16,666.67	Salary - Apr., 2011
		5/31/2011	16,666.67	Salary - May, 2011

6/30/2011	16,666.67	Salary - Jun., 2011
7/31/2011	16,666.67	Salary - Jul., 2011
8/31/2011	16,666.67	Salary - Aug., 2011
9/30/2011	16,666.67	Salary - Sep., 2011
11/30/2011	16,666.67	Salary - Nov., 2011
1/13/2012	16,666.67	Salary - Dec., 2011
6/2/2011	10,907.81	Business development expense reimbursement - 2010
9/30/2011	49,078.37	Business development expense reimbursement - 2010 & 2011
		116,666.68 Salary - 2010, 2011, 2012
		52,656.22 Business development expenses - 2011, 2012

Pritzker Group, The	111 South Wacker Drive, Chicago, IL 60606	3/4/2011	15,538.85	Legal fees
				37,000.00 Legal fees

1,106,372.65 662,801.25

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court  
District of Maryland - Southern Division**

In re Federated Sports & Gaming, Inc.  
Debtor

Case No. 12-13521Chapter 11

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	14	11,378,631.00		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		2,093,447.97	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	4		640,801.33	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	18		5,157,993.16	
G - Executory Contracts and Unexpired Leases	Yes	7			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		46			
Total Assets			11,378,631.00		
Total Liabilities				7,892,242.46	



Form 6 - Statistical Summary (12/07)

**United States Bankruptcy Court  
District of Maryland - Southern Division**

In re Federated Sports & Gaming, Inc.  
Debtor

Case No. 12-13521

Chapter 11

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

**State the following:**

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20 )	

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

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

In re Federated Sports & Gaming, Inc.

Case No. 12-13521

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 Federated Sports & Gaming, Inc.Case No. 12-13521

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 petitioner 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.		<b>Starion Financial - Checking (xxxxx2649) \$3,053</b> <b>EagleBank - Checking (xxxxx0203) \$20,637</b> <b>EagleBank - Checking (xxxxx0252) \$10,500</b> <b>John Marshall Bank - Checking (xxxxx0912) \$2,966</b>	-	<b>37,156.00</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.		<b>Deposit paid to IAC (Los Angeles, CA landlord)</b>  <b>The Palms Casino and Resort (deposit (approximate amount))</b>	-  -	<b>12,400.00</b>  <b>4,300.00</b>
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.	X			
10. Annuities. Itemize and name each issuer.	X			
			Sub-Total >	<b>53,856.00</b>
			(Total of this page)	

3 continuation sheets attached to the Schedule of Personal Property

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

In re Federated Sports & Gaming, Inc.Case No. 12-13521

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).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		<b>Subsidiary - Federated Heartland, Inc. - 100% ownership (Value = Purchase Price of Assets in June of 2011)</b>	-	<b>4,900,000.00</b>
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		<b>TimeLife (\$8,000) ASPCA (\$4,000)</b>	-	<b>12,000.00</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
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.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
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.	X			

Sub-Total > **4,912,000.00**  
(Total of this page)

Sheet 1 of 3 continuation sheets attached  
to the Schedule of Personal Property

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

In re Federated Sports & Gaming, Inc.Case No. 12-13521

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

Type of Property	NON 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>See attached list of domain names (estimate value)</b>	-	<b>365,000.00</b>
		<b>See attached list of patent and trademark applications.</b>	-	<b>Unknown</b>
		<b>Epic Poker League Season One: 1 - Copyright No. PA0001773085 Epic Poker League Season One: 2 - Copyright No. PA0001773087 Epic Poker League Season One: 3 - Copyright No. PA0001773073 Epic Poker League Season One: 3A - Copyright No. PA0001773070 Epic Poker League Season One: 4 - Copyright No. PA0001773075 Epic Poker League Season One: 5 - Copyright No. PA0001773077 Epic Poker League Season One: 6 - Copyright No. PA0001773079 Epic Poker League Season One: 7 - Copyright No. PA0001773081 Epic Poker League Season One: 7A - Copyright No. PA0001773084 Additional 4 hours of programming (no copyright numbers obtained to date), for a total of 11 finished episodes (estimated value)</b>	-	<b>3,225,000.00</b>
		<b>Epic Social Media Game (on Facebook)</b>	-	<b>Unknown</b>
23. Licenses, franchises, and other general intangibles. Give particulars.		<b>Palms Agreement (Debtor estimates that the value of this contract is \$2,792,025 -- Based upon 1-year projected benefits under contract and assuming 4 events occur during that 1-year period; Contract is for a 5-year term; Value of benefits over a 5-year term is estimated at \$13,960,125)</b>	-	<b>2,792,025.00</b>
		<b>Velocity Agreement (value unknown)</b>		
		<b>Poker Channel Europe (value unknown)</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>			
			Sub-Total >	<b>6,382,025.00</b>
			(Total of this page)	

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

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

In re Federated Sports & Gaming, Inc.Case No. 12-13521

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
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		<b>2 Mac AirBooks 2 Dell - Laptop 4 Laptops Sony HDTV Camera 12 Monitors</b>	-	<b>30,750.00</b>
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	<b>30,750.00</b>
(Total of this page)	
Total >	<b>11,378,631.00</b>

(Report also on Summary of Schedules)

Sheet 3 of 3 continuation sheets attached to the Schedule of Personal Property

Federated Sports + Gaming

3picpoker.com  
brunsoncup.com  
collegepokerindex.com  
eapicpoker.com  
eepicpoker.com  
eopicpoker.com  
epachpoker.com  
epacpoker.com  
epecpoker.com  
epicamateurcircuit.com  
epicamateurleague.com  
epicamateurpoker.com  
epicamateurpokerircuit.com  
epicamateurpokerleague.com  
epicamateurtour.com  
epicamtour.com  
epicannieduke.com  
epicbaccarat.com  
epicbackgammon.com  
epicbadugi.com  
epicblackjack.com  
epicbling.com  
epicbridge.com  
epicaribbeanstud.com  
epiccashier.com  
epiccasino.com  
epiccasino.net  
epiccheckers.com  
epicchinesepoker.com  
epiccircuit.com  
epiccircuitpoker.com  
epiccircuittour.com  
epiccpoker.com  
epiccraps.com  
epiccup.com  
epicdeucetoseven.com  
epicdice.com  
epicduke.com  
epiceightorbetter.com  
epicfailpokerleague.com  
epicfailurepoker.com  
epicfaro.com  
epicgamingleague.com  
epicginrummy.com  
epichearts.com  
epicholdem.com  
epichpoker.com  
epickeno.com  
epickpoker.com  
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epicletitride.com  
epiclottery.com  
epiclotto.com  
epiclowball.com  
epicnlh.com  
epicnolimit.com  
epicp0ker.com  
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epicpaigow.com  
epicpicker.com  
epicpkr.biz

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epicpkr.tv  
epicpkr.us  
epicplh.com  
epicplo.com  
epicplo8.com  
epicpok3r.com  
epicpokar.com  
epicpoke.com  
epicpokeer.com  
epicpoker.asia  
epicpoker.at  
epicpoker.be  
epicpoker.biz  
epicpoker.bs  
epicpoker.ca  
epicpoker.cc  
epicpoker.ch  
epicpoker.cl  
epicpoker.cm  
epicpoker.cn  
epicpoker.co  
epicpoker.co.il  
epicpoker.co.kr  
epicpoker.co.nz  
epicpoker.co.uk  
epicpoker.co.za  
epicpoker.com  
e-picpoker.com  
epicpoker.com.au  
epicpoker.com.es  
epicpoker.com.hk  
epicpoker.com.mx  
epicpoker.com.tw  
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epicpoker.fi  
epicpoker.fr  
epicpoker.gr  
epicpoker.hk  
epicpoker.hu  
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epicpoker.in  
epicpoker.info  
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epicpoker.mobi  
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epicpokeru.com  
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epicpokervideo.com  
epicpokerworldseries.com  
epicpokher.com  
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epicpooker.com  
epicporpokerleague.com  
epicproam.com  
epicproamtour.com  
epicprogames.com  
epicproleague.com  
epicpropoker.com  
epicpropokertour.com  
epicprotour.com  
epicrazz.com  
epicrum.com  
epicrummy.com  
epicscotch.com  
epicsevenscardstud.com  
epicsicbo.com  
epicspades.com  
epicspoker.com  
epicsportsbook.com  
epicstud.com  
epictamateurpokertour.com  
epictequila.com  
epictexasholdem.com  
epicthreecardpoker.com  
epictourpoker.com  
epictripledraw.com  
epicruthbooth.com  
epicvarsity.com  
epicvideopoker.com  
epicwagers.com  
epicwheeloffortune.com  
epiicpoker.com  
epikpoker.com  
epipoker.com  
epivpoker.com  
epixpoker.com  
epochpoker.eu  
epochpoker.net  
epochpoker.org  
epocpoker.com  
eppicpoker.com  
epucpoker.com  
federalpokerleague.com  
federalpokerleague.net  
federalpokerunion.com  
federalpokerunion.net  
federatedgaming.com  
federatedgaming.net  
federatedinc.biz  
federatedinc.co.uk  
federatedinc.de  
federatedinc.eu  
federatedinc.info  
federatedinc.net  
federatedinc.org  
federatedplayersunion.com  
federatedplayersunion.net  
federatedpoker.com  
federatedpoker.net  
federatedpokerinc.com  
federatedpokerleague.co.uk

federatedpokerleague.com  
federatedpokerleague.eu  
federatedpokerleague.net  
federatedpokerleague.org  
federatedpokerleague.tv  
federatedpokerunion.com  
federatedpokerunion.net  
federatedsports.biz  
federatedsports.com  
federatedsports.info  
federatedsports.net  
federatedsports.org  
federatedsportsgaming.com  
federatedsportsgaming.eu  
federatedsportsgaming.net  
federatedsportsgaming.org  
fuckepicpoker.com  
globalpokerindex.asia  
globalpokerindex.biz  
globalpokerindex.co.uk  
globalpokerindex.com  
globalpokerindex.com.au  
globalpokerindex.de  
globalpokerindex.es  
globalpokerindex.eu  
globalpokerindex.info  
globalpokerindex.me  
globalpokerindex.mobi  
globalpokerindex.net  
globalpokerindex.org  
globalpokerindex.tv  
globalpokerindex.us  
globalpokerrank.com  
globalpokerranking.com  
globalpokerrankings.com  
gpiopoy.com  
gr8poker.co.uk  
gr8poker.eu  
gr8poker.net  
gr8poker.org  
httpepicpoker.com  
ickedpoker.com  
maximpoker.eu  
maximpoker.net  
maximpoker.org  
maximpoker.tv  
maximpoker.us  
milliondollarcasino.com  
mutualcasino.com  
mutualpoker.com  
nationalpokerindex.com  
olecasino.com  
olelv.com  
palmspoker.co.uk  
palmspoker.eu  
palmspoker.info  
palmspoker.net  
palmspoker.org  
palmspoker.tv  
playepicpoker.com  
playersfederation.com  
playersfederation.net  
playersfirstpoker.com  
playersfirstpoker.net  
playwickedpoker.com  
pokerepic.com  
pokernewsreports.com

pokerprofederation.com  
pokerprofederation.net  
pokertruthbooth.com  
pokerworldservice.com  
pokerworldservice.info  
pokerworldservice.net  
pokerworldservice.org  
professionalpokerunion.com  
professionalpokerunion.net  
rpicpoker.com  
thebrunsoncup.com  
theeapc.com  
theeapl.com  
theeapt.com  
theepiccup.com  
theepl.com  
theept.com  
thepokerrankings.com  
ticklemedanny.com  
ulpoker.com  
ulpoker.net  
ultimateleaguepoker.com  
ultimatepokerrankings.com  
wepicpoker.com  
whickedpoker.com  
wicedpoker.com  
wickedbaccarat.com  
wickedbackgammon.com  
wickedbadugi.com  
wickedbaseball.com  
wickedbasketball.com  
wickedbingo.net  
wickedbridge.com  
wickedcaribbeanstud.com  
wickedcasino.net  
wickedcheckers.com  
wickedchess.com  
wickedchinesepoker.com  
wickedcraps.com  
wickeddeucetoseven.com  
wickeddpoker.com  
wickedeightorbetter.com  
wickedfaro.com  
wickedginrummy.com  
wickedgo.com  
wickedhearts.com  
wickedkeno.com  
wickedletitride.com  
wickedlottery.com  
wickedlotto.com  
wickedlowball.com  
wickednlh.com  
wickednolimit.com  
wickedpaigow.com  
wickedplh.com  
wickedplo.com  
wickedplo8.com  
wickedpokar.com  
wickedpoke.com  
wickedpokeer.com  
wickedpoker.ca  
wickedpoker.co  
wickedpoker.co.uk  
wickedpoker.com  
wickedpoker.de  
wickedpoker.eu  
wickedpoker.tv

wickedpoker.us  
wickedpokercom.com  
wickedpokergame.com  
wickedpokergames.com  
wickedpokerleague.com  
wickedpokers.com  
wickedpokershow.com  
wickedpokersucks.com  
wickedpokertour.com  
wickedpokertv.com  
wickedpokher.com  
wickedpokker.com  
wickedpoler.com  
wickedpooker.com  
wickedprogames.com  
wickedproleague.com  
wickedpropoker.com  
wickedpropokertour.com  
wickedrazz.com  
wickedrum.com  
wickedrummy.com  
wickedscotch.com  
wickedsevenscardstud.com  
wickedsicbo.com  
wickedsoccer.com  
wickedspades.com  
wickedsportsbook.com  
wickedstud.com  
wickedtequila.com  
wickedtexasholdem.com  
wickedthreecardpoker.com  
wickedtripledraw.com  
wickedvideopoker.com  
wickedwheeloffortune.com  
wickeedpoker.com  
wickepoker.com  
wickerpoker.com  
wikespoker.com  
wicketpoker.com  
wickidpoker.com  
wickpoker.com  
wiickedpoker.com  
wikedpoker.com  
wockedpoker.com  
worldwidepokerindex.com  
worldwidepokerrankings.com  
wpcpoker.com  
wpiranking.com  
wpirankings.com  
wuckedpoker.com  
wwickedpoker.com  
wwwepicpoker.com  
wwwwickedpoker.com






**Federated Sports & Gaming, Inc.-Schedule of Patent Applications**

<b>Application Title</b>	<b>Application Serial Number</b>	<b>Country</b>
<i>Systems and Methods for Producing a Ranking Index</i>	61/507,358	U.S.A.

**Federated Sports & Gaming, Inc.-Schedule of Trademark Applications**

<b>Mark</b>	<b>Reg. No. (Serial No.)</b>	<b>Country</b>
EPIC POKER	85/355,771	U.S.A.
EPIC POKER	1441408	Australia
EPIC POKER	1557107	Canada
EPIC POKER	10134708	European Union
EPIC POKER	85/355,829	U.S.A.
	85/355,824	U.S.A.
	1441405	Australia
	1557105	Canada
	10134666	European Union

**Federated Sports & Gaming, Inc.-Schedule of Trademark Applications**

Mark	Reg. No. (Serial No.)	Country
	85/355,821	U.S.A.
	85/357,037	U.S.A.
	85/357,027	U.S.A.
	85/357,039	U.S.A.
	85/357,033	U.S.A.
GPI	85/371,751	U.S.A.
PLAYERS FIRST	85/369,367	U.S.A.
PLAYERS FIRST	85/369,371	U.S.A.

1952998v1



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

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

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.	X -	1/9/12						2,093,447.97	Unknown
<b>PNK Development 10, LLC 8918 Spanish Ridge Avenue Las Vegas, NV 89148</b>		<b>Blanket Lien</b>							
		Value \$ <b>Unknown</b>							
Account No.									
		Value \$							
Account No.									
		Value \$							
Account No.									
		Value \$							
Subtotal (Total of this page)								<b>2,093,447.97</b>	<b>0.00</b>
Total (Report on Summary of Schedules)								<b>2,093,447.97</b>	<b>0.00</b>

0 continuation sheets attached

B6E (Official Form 6E) (4/10)

In re Federated Sports & Gaming, Inc.Case No. 12-13521

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

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. If a minor child is 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).

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.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

 **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

 **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

 **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

 **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

 **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

 **Deposits by individuals**

Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

 **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

 **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

 **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/10) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Wages, salaries, and commissions**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	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	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>Amalia Rosen</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>Jan. - Feb. 2012</b>				<b>22,500.00</b>	<b>10,775.00</b>
Account No. <b>Anne L. Duke</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>2011 (\$20,833.33), Jan. - Feb. 2012 (\$41,666.66)</b>				<b>62,499.99</b>	<b>50,774.99</b>
Account No. <b>Daniel Perini</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>Jan. - Feb. 2012</b>				<b>33,333.34</b>	<b>21,608.34</b>
Account No. <b>David Goldberg</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>2010 (\$66,666.67), 2011 (\$16,666.67), Jan. - Feb. 2012 (\$33,333.34)</b>				<b>116,666.68</b>	<b>104,941.68</b>
Account No. <b>Eric Faulkner</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>Jan. - Feb. 2012</b>				<b>30,000.00</b>	<b>18,275.00</b>
Subtotal							<b>265,000.01</b>	<b>206,375.01</b>
(Total of this page)							<b>265,000.01</b>	<b>58,625.00</b>

Sheet **1** of **3** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Wages, salaries, and commissions**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C  Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	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	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.  <b>Jeffrey Grosman</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>2011 (\$16,666.67), Jan. - Feb. 2012 (\$33,333.34)</b>				<b>50,000.01</b>	<b>38,275.01</b>
Account No.  <b>Jeffrey Pollack</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>2010 (\$66,666.67), 2011 (\$16,666.67), Jan. - Feb. 2012 (\$33,333.34)</b>				<b>116,666.68</b>	<b>11,725.00</b>
Account No.  <b>Katherine Kowal</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>Jan. - Feb. 2012</b>				<b>20,833.34</b>	<b>9,108.34</b>
Account No.  <b>Michael Brodsky</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>2010 (\$66,666.67), 2011 (\$16,666.67), Jan. - Feb. 2012 (\$33,333.34)</b>				<b>116,666.68</b>	<b>11,725.00</b>
Account No.  <b>Sandeep Aggarwal</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-		<b>Jan. - Feb. 2012</b>				<b>21,666.66</b>	<b>9,941.66</b>
Subtotal							<b>325,833.37</b>	<b>267,208.37</b>
(Total of this page)							<b>325,833.37</b>	<b>58,625.00</b>

Sheet **2** of **3** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Federated Sports & Gaming, Inc.

Case No. 12-13521

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Wages, salaries, and commissions**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D I S P U T E D	U N L I Q U I D A T E D	C O N T I N G E N T	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.  <b>Scott Becher</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>								<b>8,242.95</b>
							<b>19,967.95</b>	<b>11,725.00</b>
Account No.  <b>Vito Iaia</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>								<b>18,275.00</b>
							<b>30,000.00</b>	<b>11,725.00</b>
Account No.								
Account No.								
Account No.								

Sheet **3** of **3** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal  
(Total of this page) **49,967.95** **26,517.95**  
**23,450.00**

Total  
(Report on Summary of Schedules) **640,801.33** **500,101.33**  
**140,700.00**

B6F (Official Form 6F) (12/07)

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the 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. If a minor child is 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). Do not include claims listed in Schedules D and E. If all 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.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	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
		H W J C				
Account No.						
<b>24 Seven Productions</b> <b>3120 W. Post Road</b> <b>Las Vegas, NV 89118</b>		-				<b>7,270.00</b>
Account No.						
<b>441 Productions, Inc.</b> <b>627 Salter Place</b> <b>Westfield, NJ 07090</b>		-				<b>795,204.00</b>
Account No.						
<b>A Casino Products/CGS, Inc.</b> <b>8325 Spring Arts Avenue</b> <b>Las Vegas, NV 89129</b>		-				<b>2,247.93</b>
Account No.						
<b>AFLAC</b> <b>1932 Wynnton Road</b> <b>Attn: Remittance Processing Services</b> <b>Columbus, GA 31999-0797</b>		-				<b>104.64</b>
Subtotal (Total of this page)						<b>804,826.57</b>

17 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		D I S P U T E D	A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.		
Account No.  <b>Alan Penner</b> <b>62 Alpine Drive</b> <b>Goleta, CA 93117</b>	-				<b>2,121.00</b>
Account No.  <b>All Access Staging Productions</b> <b>1320 Storm Parkway</b> <b>Torrance, CA 90501</b>	-				<b>19,292.50</b>
Account No.  <b>All In Production, LLP</b> <b>4180 58th Street South</b> <b>Fargo, ND 58104</b>	-		<b>1/10/11</b> <b>Loan (Secured by Assets of Federated</b> <b>Heartland, Inc.)</b>		<b>1,966,052.00</b>
Account No.  <b>Allen Rash</b> <b>1813 Meetinghouse Road</b> <b>Marcus Hook, PA 19061</b>	-				<b>5,000.00</b>
Account No.  <b>American Office</b> <b>309 North Calvert Street</b> <b>Baltimore, MD 21202</b>	-				<b>8,410.80</b>
Sheet no. <u>1</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	<b>2,000,876.30</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>Anne L. Duke</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>		-					<b>9,169.23</b>	
Account No.  <b>Aqua Water Store</b> <b>3431 4th Avenue South, Suite BB</b> <b>Fargo, ND 58103</b>		-					<b>72.00</b>	
Account No.  <b>Arizona Poker News, LLC</b> <b>1207 E. Benrich Drive</b> <b>Gilbert, AZ 85295</b>		-					<b>2,700.00</b>	
Account No.  <b>BEV Corporation</b> <b>12297 East Cortez Drive</b> <b>Scottsdale, AZ 85259</b>		-					<b>22,250.00</b>	
Account No.  <b>Blue Line Studios</b> <b>2548 W. Desert Inn Road</b> <b>Las Vegas, NV 89109</b>		-					<b>15,005.00</b>	
Sheet no. <u>2</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>49,196.23</b>



B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		D I S P U T E D	A M O U N T O F C L A I M
		H	W		
Account No.  <b>BlueHaze Inc.</b> <b>9000 W. Sunset Boulevard, Penthouse</b> <b>West Hollywood, CA 90069</b>	-				<b>2,500.00</b>
Account No.  <b>Bryon Lee Schultz</b> <b>517 12th Avenue, #6</b> <b>Fargo, ND 58102</b>	-				<b>70.00</b>
Account No.  <b>Buddy Media</b> <b>155 6th Avenue, 12th Floor</b> <b>New York, NY 10013</b>	-				<b>3,500.00</b>
Account No.  <b>Cable One</b> <b>Bill Payment Center</b> <b>PO Box 78407</b> <b>Phoenix, AZ 85062</b>	-				<b>134.99</b>
Account No.  <b>Cass County Electric Cooperative</b> <b>4100 32nd Avenue South</b> <b>Fargo, ND 58104</b>	-				<b>223.00</b>
Sheet no. <u>3</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	<b>6,427.99</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community			A M O U N T O F C L A I M					
		H W J C	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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			
Account No.  <b>Castfire</b> <b>268 Bush Street, Suite 2728</b> <b>San Francisco, CA 94104</b>	-								<b>667.26</b>	
Account No.  <b>Chris Hansen</b> <b>3510 46th Avenue</b> <b>Fargo, ND 58104</b>	-								<b>582.20</b>	
Account No.  <b>Comcast</b> <b>PO Box 3005</b> <b>Southeastern, PA 19398</b>	-								<b>112.62</b>	
Account No.  <b>Corporation Service Company</b> <b>2711 Centerville Road</b> <b>Wilmington, DE 19808</b>	-								<b>5,303.08</b>	
Account No.  <b>Countyline, LLC</b> <b>111 South Wacker Drive, Suite 4000</b> <b>Chicago, IL 60606</b>	-	<b>Bank Loan</b>							<b>1,000,000.00</b>	
Sheet no. <b>4</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims									Subtotal (Total of this page)	<b>1,006,665.16</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M
		H W J C					
Account No.  <b>David Goldberg</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>		-	<b>Personal Loan</b>				<b>130,000.00</b>
Account No.  <b>David Goldberg</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>		-					<b>51,295.35</b>
Account No.  <b>David Neal Productions, Inc.</b> <b>c/o Tribeca Business Management</b> <b>LLC</b> <b>420 Lexington Avenue, Suite 1756</b> <b>New York, NY 10170</b>		-					<b>10,416.50</b>
Account No.  <b>Digitaria Interactive, Inc.</b> <b>350 Tenth Avenue, Suite 1200</b> <b>San Diego, CA 92101</b>		-					<b>61,189.47</b>
Account No.  <b>Disabled American Veterans</b> <b>Attn: Susan Loth</b> <b>3725 Alexandria Pike</b> <b>Newport, KY 41076</b>		-					<b>9,602.50</b>
Subtotal (Total of this page)							<b>262,503.82</b>

Sheet no. 5 of 17 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>Elizabeth Morone</b> <b>2700 Las Vegas Boulevard South,</b> <b>#2905</b> <b>Las Vegas, NV 89109</b>		-					<b>3,000.00</b>	
Account No.  <b>Eric Faulkner</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>		-					<b>266.92</b>	
Account No.  <b>Fred Bevill</b> <b>1457 17th Street</b> <b>Fargo, ND 58103</b>		-					<b>1,010.44</b>	
Account No.  <b>GettyImages</b> <b>P.O. Box 953604</b> <b>Saint Louis, MO 63195</b>		-					<b>2,000.00</b>	
Account No.  <b>Glenda Hodges</b> <b>HC4 Box 44066</b> <b>Alturas, CA 96101</b>		-					<b>700.00</b>	
Sheet no. <b>6</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>6,977.36</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community			A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	
Account No.  <b>Greg Lang</b> <b>4180 58th Street</b> <b>Fargo, ND 58104</b>	-				<b>1,993.23</b>
Account No.  <b>Guardian</b> <b>PO Box 824404</b> <b>Philadelphia, PA 19182</b>	-				<b>822.65</b>
Account No.  <b>Hiram Cohen &amp; Son, Inc.</b> <b>486 Willis Avenue</b> <b>Williston Park, NY 11596</b>	-				<b>7,847.00</b>
Account No.  <b>Huntington Press</b> <b>3665 Procyon Street</b> <b>Las Vegas, NV 89103</b>	-				<b>2,437.95</b>
Account No.  <b>IAC/Interactive Corp</b> <b>Attn: Christian Bryan</b> <b>555 West 18th Street</b> <b>New York, NY 10011</b>	-				<b>19,152.00</b>
Sheet no. <u>7</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	<b>32,252.83</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>Illinois Dept. of Revenue PO Box 19035 Springfield, IL 62794</b>	-		<b>Fine for operating commercial vehicle without proper permit</b>				<b>1,000.00</b>	
Account No.  <b>Illinois Police Dept. Clerk of the Court, Traffic Section 200 West Jefferson Street Marion, IL 62959</b>	-		<b>Fine for operating commercial vehicle without proper permit</b>				<b>1,191.00</b>	
Account No.  <b>Internet Exposure 1101 Washington Avenue South Minneapolis, MN 55415</b>	-						<b>499.85</b>	
Account No.  <b>Jan Blacka 155 E. Colonial Highway Hamilton, VA 20158</b>	-						<b>3,000.00</b>	
Account No.  <b>Jay Newnum 10427 Parmer Circle Fishers, IN 46038</b>	-						<b>1,000.00</b>	
<p>Sheet no. <b>8</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims</p>							<p>Subtotal (Total of this page)</p>	<b>6,690.85</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		D I S P U T E D	A M O U N T O F C L A I M
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.		
Account No.  <b>Jeffrey Grosman</b> <b>3 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-				<b>17,796.18</b>
Account No.  <b>Jeffrey Pollack</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-				<b>52,656.22</b>
Account No.  <b>Jennifer Mastrud</b> <b>2922 Edgewood Drive</b> <b>Fargo, ND 58102</b>	-				<b>219.83</b>
Account No.  <b>Jennifer Rose Newell</b> <b>8307 Barnsley Avenue</b> <b>Los Angeles, CA 90045</b>	-				<b>2,050.00</b>
Account No.  <b>Joanne Priam</b> <b>32 Prince Crd</b> <b>Brampton ON L7A 2C9</b> <b>CANADA</b>	-				<b>34,670.46</b>
Sheet no. <u>9</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)	<b>107,392.69</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>John Vorhaus</b> <b>356 Hill Street</b> <b>Monrovia, CA 91016</b>		-					<b>400.00</b>	
Account No.  <b>Keith Woernie</b> <b>1803 Malcolm Avenue, Apt. 1</b> <b>Los Angeles, CA 90025</b>		-					<b>300.00</b>	
Account No.  <b>KGYM Radio</b> <b>1110 26th Avenue SW</b> <b>Cedar Rapids, IA 52404-3430</b>		-					<b>800.00</b>	
Account No.  <b>Kirkland &amp; Ellis</b> <b>655 Fifteenth Street, NW</b> <b>Washington, DC 20005</b>		-					<b>250,000.00</b>	
Account No.  <b>Linn Grove Center</b> <b>5012 53rd Street, Suite 1</b> <b>Fargo, ND 58104</b>		-					<b>4,446.00</b>	
Sheet no. <u>10</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>255,946.00</b>



B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M
		H W J C					
Account No.  <b>Mark Gahagan</b> <b>9491 Questa Pointe</b> <b>San Diego, CA 92126</b>		-					<b>600.00</b>
Account No.  <b>Martin Harris</b> <b>PO Box 475</b> <b>241 Faust Road</b> <b>Davidson, NC 28036</b>		-					<b>750.00</b>
Account No.  <b>Mary Faulkner</b> <b>513 Timber Lane</b> <b>Falls Church, VA 22046</b>		-					<b>15,480.00</b>
Account No.  <b>Mathison Co.</b> <b>P.O. Box 333</b> <b>Fargo, ND 58107-0333</b>		-					<b>4,964.54</b>
Account No.  <b>Meserli &amp; Kramer P.A.</b> <b>100 South Fifth Street</b> <b>Minneapolis, MN 55402</b>		-					<b>1,790.50</b>
Subtotal (Total of this page)							<b>23,585.04</b>

Sheet no. 11 of 17 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>Metrogames USA, Inc.</b> <b>395 Page Mill Road, Suite 200</b> <b>Palo Alto, CA 94306</b>		-					<b>73.50</b>	
Account No.  <b>Michael Brodsky</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>		-	<b>Personal Loan</b>				<b>100,000.00</b>	
Account No.  <b>Michael Brodsky</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>		-					<b>38,384.23</b>	
Account No.  <b>Mills Limited Partnership</b> <b>P.O. Box 403936</b> <b>Atlanta, GA 30384</b>		-					<b>20,440.35</b>	
Account No.  <b>No Turnovers, Inc.</b> <b>2000 Avenue of the Stars</b> <b>Los Angeles, CA 90067</b>		-					<b>16,666.67</b>	
Sheet no. <u>12</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>175,564.75</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.								
<b>Pinpoint Marketing 124 Lessay Newport Coast, CA 92657</b>	-						<b>9,875.00</b>	
Account No.								
<b>Project Support Team 6 Berkshire Boulevard South Bethel, CT 06801</b>	-						<b>34,212.50</b>	
Account No.								
<b>Promotional Solutions 1335 Second Avenue North Fargo, ND 58102</b>	-						<b>488.26</b>	
Account No.								
<b>PunchGut 2922 Edgewood Drive Fargo, ND 58102</b>	-						<b>570.00</b>	
Account No.								
<b>Rogers &amp; Cowan 8687 Melrose Avenue, 7th Floor West Hollywood, CA 90069</b>	-						<b>71,391.02</b>	
Sheet no. <u>13</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>116,536.78</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	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	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No.  <b>Rothwell Figg Ernst &amp; Manbeck</b> <b>1425 K Street, NW, Suite 800</b> <b>Washington, DC 20005</b>	-					<b>78,076.85</b>	
Account No.  <b>Safenames Ltd</b> <b>44160 Scholar Plaza, Suite 370A</b> <b>Leesburg, VA 20176</b>	-					<b>5,260.76</b>	
Account No.  <b>Sandeep Aggarawal</b> <b>2 Wisconsin Circle, Suite 300</b> <b>Chevy Chase, MD 20815</b>	-					<b>3,464.69</b>	
Account No.  <b>Satellite Broadcasting, Inc.</b> <b>43707 North 65th Street</b> <b>Cave Creek, AZ 85331-8252</b>	-					<b>18,465.00</b>	
Account No.  <b>Savage Tournaments, Inc.</b> <b>6648 Samba Avenue</b> <b>Las Vegas, NV 89139</b>	-					<b>33,333.32</b>	
Sheet no. <u>14</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal (Total of this page)</b>	<b>138,600.62</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>Sitecore, Inc.</b> <b>591 Redwood Highway, Building 4000</b> <b>Mill Valley, CA 94941</b>		-					<b>3,180.00</b>	
Account No.  <b>SportsBlogs, Inc.</b> <b>1740 N Street, NW</b> <b>Washington, DC 20036</b>		-					<b>22,275.17</b>	
Account No.  <b>Synergy Management</b> <b>15233 Ventura Boulevard, Suite 707</b> <b>Sherman Oaks, CA 91403</b>		-					<b>10,000.00</b>	
Account No.  <b>Tapley Associates</b> <b>8410 Houston Street</b> <b>Silver Spring, MD 20910</b>		-					<b>6,287.50</b>	
Account No.  <b>The Pritzker Group</b> <b>111 South Wacker Drive</b> <b>Chicago, IL 60606</b>		-					<b>37,000.00</b>	
Sheet no. <u>15</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>78,742.67</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	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
		H	W	J C				
Account No.  <b>Tom Chung t/a Creativeputty</b> <b>89 Henrickson Avenue</b> <b>Rockville Centre, NY 11570</b>	-							<b>40,887.50</b>
Account No.  <b>Tribune Media Services</b> <b>P.O. Box 10026</b> <b>Albany, NY 12201</b>	-							<b>1,445.00</b>
Account No.  <b>Trio Entertainment</b> <b>2949 Mystic View Place</b> <b>Burbank, CA 91504</b>	-							<b>4,500.00</b>
Account No.  <b>United Healthcare</b> <b>Dept. CH10151</b> <b>Palatine, IL 60055</b>	-							<b>Unknown</b>
Account No.  <b>Wiener &amp; Garg</b> <b>6000 Executive Boulevard, #520</b> <b>Rockville, MD 20852</b>	-							<b>35,000.00</b>
Sheet no. <b>16</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>81,832.50</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Federated Sports & Gaming, Inc.**

Case No. **12-13521**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.								
<b>Zedo, Inc. 850 Montgomery Street, Suite 1500 San Francisco, CA 94133</b>		-					<b>3,375.00</b>	
Account No.								
Account No.								
Account No.								
Account No.								
Sheet no. <u>17</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>3,375.00</b>
							Total (Report on Summary of Schedules)	<b>5,157,993.16</b>

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

In re Federated Sports & Gaming, Inc.Case No. 12-13521

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 Attached List**

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\_\_\_\_\_ continuation sheets attached to Schedule of Executory Contracts and Unexpired Leases



<b><u>FSG – SCHEDULE G</u></b>		
<b>Name</b>	<b>Address</b>	<b>Description</b>
Lang, Greg	4180 58 <sup>th</sup> Street, South Fargo, ND 58104	Lang Employment Letter dated June 10, 2011
Anderson, Todd	10156 Sharbrooke Beach Lane Pelican Rapids, MN 56572	Anderson Employment Letter dated June 10, 2011
Lang, Greg	4180 58 <sup>th</sup> Street, South Fargo, ND 58104	Option Agreement dated June 10, 2011
Anderson, Todd	10156 Sharbrooke Beach Lane Pelican Rapids, MN 56572	Option Agreement dated June 10, 2011
All In Production, LLP, Todd Anderson, and Greg Lang	All In Production, LLP 4180 58 <sup>th</sup> Street South, Fargo, ND 58104	Forbearance and Settlement and Agreement, dated January 9, 2012
The Mills Limited Partnership	225 West Washington, Indianapolis, IN 46204	Sublease for office space at 2 Wisconsin Circle, Suite 300, Chevy Chase, MD, dated July 21, 2011
IAC/Interactive Corp	55 West 18 <sup>th</sup> Street, New York, NY 10011	Sublease for office space at 8800 Sunset Blvd., West Hollywood, CA, dated June 15, 2011
Meefy Media, Inc. f/s/o Oliver Nejad	Meefy Media, Inc. f/s/o Oliver Nejad c/o Synergy Management, 15233 Ventura Blvd., Suite 707, Sherman Oaks, CA 91403	Agreement or on-camera commentary and post-production services provided by Oliver Nejad, dated July 21, 2011
Fantasy Sports Ventures, Inc. d/b/a Big Lead Sports	1500 Broadway, Suite 810 New York, New York 10036	Sponsorship Sales and Content Licensing, dated September 15, 2011
BlueHaze, Inc.	9000 W. Sunset Blvd., Penthouse, West Hollywood, CA 90069	Mobile Application Development Agreement, dated October 28, 2011

BlueHaze, Inc.	9000 W. Sunset Blvd., Penthouse, West Hollywood, CA 90069	Mobile Application Development Agreement - Service Order, dated November 3, 2011
Brodsky, Michael	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Employment Agreement dated December 22, 2010
Buddy Media, Inc.	21 Penn Plaza, New York, NY 10001	Master License and Services Agreement - platform license, dated September 14, 2011
Castfire, Inc.	268 Bush Street, No. 2728, San Francisco, CA 94104	Publisher Services Agreement - license to use content management system, dated July 1, 2011
David Neal Productions, Inc.	David Neal Productions, Inc. c/o Tribeca Business Management, 4640 Admiralty Way, Suite 500, Marina Del Rey, CA 90292	Television production services agreement, dated October 1, 2011
Digitaria Interactive, Inc.	533 F Street, 3 <sup>rd</sup> Floor, San Diego, CA 92101	Web Hosting & Managed Services Agreement, dated July 1, 2011
Digitaria Interactive, Inc.	533 F Street, 3 <sup>rd</sup> Floor, San Diego, CA 92101	Monthly Maintenance and Support Retainer Agreement - website and application maintenance, dated August 3, 2011
Digitaria Interactive, Inc.	533 F Street, 3 <sup>rd</sup> Floor, San Diego, CA 92101	Statement of Work, dated January 21, 2011
Digitaria Interactive, Inc.	533 F Street, 3 <sup>rd</sup> Floor, San Diego, CA 92101	Statement of Work, dated March 11, 2011
Digitaria Interactive, Inc.	533 F Street, 3 <sup>rd</sup> Floor, San Diego, CA 92101	Master Service Agreement, dated January 20, 2011
Discovery Communications, LLC	One Discovery Place, Silver Spring, MD 20910	Agreement for television broadcast of Epic Poker events, dated July 19, 2011
Duke, Annie	2 Wisconsin Circle, Suite 700	Employment Agreement dated November 2010 as amended

	Chevy Chase, MD 20815	
Goldberg, David	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Employment Agreement dated December 22, 2010
Grosman, Jeffrey	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Employment Agreement dated December 22, 2010
The Hendon Mob, LTD.	62 Chipperfield Road, Kings Langley, Herts., England, WD4 9JD	Database License and Option Agreement, dated May 13, 2011
Martin, Stephen	2221 South Columbine Street, Denver, CO 80210	Consulting Agreement - services related to Ethics Committee and Development of Related Materials, dated February 3, 2011
MetroGames US, Inc.	100 West Evelyn Avenue, Suite 110, Mountain View, CA 94041	License Agreement - development, licensing and operation of Epic Poker social media game, dated July 2011
No Turnovers, Inc. f/s/o Pat O'Brien	No Turnovers, Inc. f/s/o Pat O'Brien c/o Creative Artists Agency, 2000 Avenue of the Stars Los Angeles, CA 90067	Agreement for on-camera commentary and post-production services provided by Pat O'Brien, dated August 8, 2011
The Poker Channel	361 King Street, London, W6 9NA, United Kingdom	Agreement for television broadcast of Epic Poker events on Poker Channel Europe, dated December 7, 2011
Pokernews.com	iBus Media Limited 4th Floor Exchange Douglas, Isle of Man, IM1 1JD U.K.	Agreement for provision of copies of television programs to facilitate development of event coverage and reviews, dated November 9, 2011
Pollack, Jeffrey	2 Wisconsin Circle, Suite 700 Chevy Chase, MD	Employment Agreement dated December 22, 2010

	20815	
Priam, Joanne	32 Prince Cr, Brampton, ON, L7A 2C9, Canada	Consulting Agreement - league operations, dated March 1, 2011
Savage, Matt	6648 Samba Ave, Las Vegas, NV 89139	Consulting Agreement - Tournament Director Services, dated February 1, 2011
Sitecore USA, Inc.	591 Redwood Highway, Building #4000, Mill Valley, CA 94941	Software License Agreement, dated March 31, 2011
teamDigital Promotions, LLC	6 Berkshire Blvd., Bethel, CT 06801	Sweepstakes Promotion Services Agreement, dated October 6, 2011
teamDigital Promotions, LLC	6 Berkshire Blvd., Bethel, CT 06801	Addendum, dated February 10, 2012, to Sweepstakes Promotion Services Agreement, dated October 6, 2011
Fiesta Palms, LLC	4321 West Flamingo Road, Las Vegas, NV 89103	Collaboration Agreement for Hosting Epic Poker Tournaments, dated January 13, 2011
Transamerica Retirement Services	8488 Shepherd Farm Drive West Chester, OH 45069	TransAmerica 401k Plan Adoption Agreement
United Healthcare	Dept CH 10151 Palatine, IL 60055	Health Insurance Coverage
Zedo, Inc.	215 2 <sup>nd</sup> Street, San Francisco, CA 94105	Hosted Ad Serving Services Agreement, dated June 17, 2011
Zedo, Inc.	215 2 <sup>nd</sup> Street, San Francisco, CA 94105	Zedo Order Form, dated June 17, 2011
Zedo, Inc.	215 2 <sup>nd</sup> Street, San Francisco, CA 94105	Addendum, dated October 7, 2011, to Hosted Ad Serving Services Agreement, dated June 17, 2011
Perini, Daniel	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Employment Letter dated November 1, 2011
Kowal, Katherine	2 Wisconsin Circle, Suite 700	Employment Letter dated August 10, 2010

	Chevy Chase, MD 20815	
Becher, Scott	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Employment Letter dated June 10, 2011
Iaia, Vito	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Employment Letter dated August 31, 2011
Faulkner, Eric	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Employment Letter dated September 1, 2010
Aggarwal, Sandeep	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Employment Letter dated April 12, 2011
Rosen, Amalia	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Employment Letter dated August 31, 2011
Perini, Daniel	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Option Agreement dated December 4, 2010
Kowal, Katherine	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Option Agreement dated August 10, 2010
Rosen, Amalia	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Option Agreement dated June 5, 2011
Faulkner, Eric	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Option Agreement dated August 10, 2010
Becher, Scott	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Option Agreement dated June 10, 2011
Aggarwal, Sandeep	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Option Agreement dated May 4, 2011

Martin, Stephen	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Option Agreement dated February 3, 2011
Iaia, Vito	2 Wisconsin Circle, Suite 700 Chevy Chase, MD 20815	Option Agreement dated August 31, 2011

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

In re **Federated Sports & Gaming, Inc.**Case No. **12-13521**

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
<b>Federated Heartland, Inc.</b> <b>2 Wisconsin Circle, Suite 700</b> <b>Chevy Chase, MD 20815</b>	<b>PNK Development 10, LLC</b> <b>8918 Spanish Ridge Avenue</b> <b>Las Vegas, NV 89148</b>

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\_\_\_\_\_ continuation sheets attached to Schedule of Codebtors

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

**United States Bankruptcy Court  
District of Maryland - Southern Division**

In re Federated Sports & Gaming, Inc.

Debtor(s)

Case No. 12-13521Chapter 11

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Executive Officer 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 48 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date April 3, 2012Signature /s/ David Goldberg

**David Goldberg  
Chief Executive Officer**

*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.