

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
ORLEANS HOMEBUILDERS, INC., <i>et al.</i> , ¹)	Case No. 10-10684 (PJW)
Debtors.)	Jointly Administered

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS,
METHODOLOGY, AND DISCLAIMER REGARDING THE DEBTORS' SCHEDULES
OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

Orleans Homebuilders, Inc., and certain of its direct and indirect subsidiaries, the debtors and debtors-in-possession in the above-captioned Chapter 11 cases (collectively, the “Debtors”), hereby submit their Schedules of Assets and Liabilities and Statements of Financial Affairs, as amended (each, a “Schedule” or “Statement,” as applicable, and, collectively, the “Schedules and Statements”) in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) pursuant to Bankruptcy Code § 521 and Bankruptcy Rule 1007.

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, are: Orleans Homebuilders, Inc. (4323), Brookshire Estates, L.P. (8725), Community Management Services Group, Inc. (6620), Greenwood Financial Inc. (7510), Masterpiece Homes, LLC (1971), OHB Homes, Inc. (0973), OHI Financing, Inc. (6591), OHI PA GP, LLC (2675), OPCNC, LLC (8853), Orleans Arizona Realty, LLC (9174), Orleans Arizona, Inc. (2640), Orleans at Bordentown, LLC (4968), Orleans at Cooks Bridge, LLC (4185), Orleans at Covington Manor, LLC (9891), Orleans at Crofton Chase, LLC (8809), Orleans at East Greenwich, LLC (9814), Orleans at Elk Township, LLC (6891), Orleans at Evesham, LLC (7244), Orleans at Falls, LP (2735), Orleans at Hamilton, LLC (9679), Orleans at Harrison, LLC (4155), Orleans at Hidden Creek, LLC (3301), Orleans at Jennings Mill, LLC (4693), Orleans at Lambertville, LLC (0615), Orleans at Limerick, LP (7791), Orleans at Lower Salford, LP (9523), Orleans at Lyons Gate, LLC (2857), Orleans at Mansfield LLC (1498), Orleans at Maple Glen LLC (7797), Orleans at Meadow Glen, LLC (4966), Orleans at Millstone River Preserve, LLC (8810), Orleans at Millstone, LLC (8063), Orleans at Moorestown, LLC (9250), Orleans at Tabernacle, LLC (9927), Orleans at Thornbury, L.P. (4291), Orleans at Upper Freehold, LLC (3225), Orleans at Upper Saucon, L.P. (3715), Orleans at Upper Uwchlan, LP (8394), Orleans at Walkkill, LLC (2875), Orleans at West Bradford, LP (4161), Orleans at West Vincent, LP (9557), Orleans at Westampton Woods, LLC (8095), Orleans at Windsor Square, LP (9481), Orleans at Woolwich, LLC (9215), Orleans at Wrightstown, LP (9701), Orleans Construction Corp. (0893), Orleans Corporation (8770), Orleans Corporation Of New Jersey (5325), Orleans DK, LLC (5308), Orleans RHIL, LP (1938), Parker & Lancaster Corporation (1707), Parker & Orleans Homebuilders, Inc. (5269), Parker Lancaster, Tidewater, L.L.C. (7432), Realen Homes, L.P. (8293), RHGP LLC (8197), Sharp Road Farms Inc. (1871), Stock Grange, LP (4027), and Wheatley Meadows Associates (5459).

The Schedules and Statements are unaudited. They remain subject to further review and verification. Subsequent information may result in material changes to the Schedules and Statements, and because the Schedules and Statements contain unaudited information that is subject to further review and potential adjustment, there can be no assurance that these Schedules and Statements are accurate or complete. These Global Notes and Statement of Limitations, Methodology, and Disclaimers Regarding the Debtors' Schedules and Statements (the "Global Notes") are incorporated by reference in, and comprise an integral part of, each and every one of the Schedules and Statements, and should be referred to and considered in connection with any review of each Schedule and each Statement.

The Schedules and Statements have been signed by the Vice Chairman of the Board of Directors of Orleans Homebuilders, Inc., Benjamin D. Goldman. Mr. Goldman prepared the Schedules and Statements with the assistance of third parties working at the direction of the Debtors. Mr. Goldman does not have personal knowledge of every item identified in the Schedules and Statements and has relied upon the work of such third parties in reviewing and signing the Schedules and Statements. Mr. Goldman and those third parties have relied upon the accuracy and integrity of the Debtors' books and records, and it is possible that further review thereof may require amendment of the Schedules and Statements.

1. Description of the Cases. On March 1, 2010 (the "Petition Date"), each of the Debtors filed a voluntary petition with the Bankruptcy Court for relief under Chapter 11 of the Bankruptcy Code. The cases are being jointly administered under case number 10-10684 (PJW). The Debtors are currently operating their business as debtors-in-possession pursuant to Bankruptcy Code §§ 1107(a) and 1108. Each of the Debtors' fiscal years ends on June 30 of each year. All asset and liability information, except where otherwise noted, is as of March 1, 2010.

2. Basis of Presentation. For financial reporting purposes, the Debtors prepare and file audited consolidated financial statements with the Securities and Exchange Commission annually. The Schedules and Statements are prepared on an unaudited, unconsolidated basis, reflecting the separate assets and liabilities of each of the individual Debtors. The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles.

3. Foreign Currency. The Debtors have no foreign currency transactions. All amounts referenced in the Schedules and Statements are reflected in U.S. dollars.

4. Book Value. The Debtors do not have appraisals or valuations dated within one year of the date of the Schedules and Statement for the properties, interests, or entities detailed therein. Accordingly, unless otherwise noted, assets and liabilities of each of the Debtors are reported at the value as set forth on the Debtors' books and records, as of the Debtors' latest assessment ("Book Value"). Thus, unless otherwise noted, the Schedules and Statements reflect Book Value, and may not be based upon any estimate of their current market value. By reporting the Book Value of assets, the Debtors make no representation of the value ultimately realizable on any of their assets.

5. Impairment. The Debtors generally account for real estate held for development and sale in accordance with Statement of Financial Accounting Standards No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets" ("SFAS 144"). SFAS 144 requires that long-lived assets be reviewed for impairment whenever events or changes in circumstances indicate that the carrying value of the asset may not be recoverable. When impairment is indicated, the Debtors estimate the fair value of inventory under SFAS No. 144 based on current market conditions and current assumptions. The impairment loss is the difference between the Book Value of the assets and the estimated fair value determined on a discounted cash flow basis.

6. Estimates. To close the books and records of the Debtors as of the Petition Date, the Debtors' management was required to make estimates, allocations, or assumptions that affect the amounts of assets and liabilities as of March 1, 2010, and reported revenue and expenses for the period ending March 1, 2010. Claims on the Schedules and Statements set forth the Debtors' estimate of most claims of creditors, and the actual unpaid claims of creditors that may be allowed in these cases may differ from the amounts set forth in the Schedules and Statements. Any failure to designate a claim on the Schedules and Statements as disputed, contingent, or unliquidated does not constitute an admission by the Debtors that such amount is not disputed, contingent, or unliquidated. The Debtors reserve the right to dispute or to assert offsets or defenses to any claim reflected on the Schedules and Statements as to, among other things, amount, liability, or classification or to otherwise subsequently designate any claim as disputed, contingent, or unliquidated.

7. Leases. The Debtors have not included in the Schedules and Statements any future obligations on any leases. To the extent that there was an amount due as of the Petition Date, the creditor has been included in Schedule F. Unless otherwise stated, all lease agreements have been included in Schedule G.

8. Recoveries and Causes of Action. The Schedules and Statements may not include a complete list of causes of action the Debtors possess as of the Petition Date, or at any point thereafter. Regardless of the recoveries and causes of action listed, nothing contained in the Global Notes or the Schedules and Statements shall constitute a waiver of rights with respect to these Chapter 11 cases and specifically with respect to any issues involving substantive consolidation, equitable subordination, or causes of action arising under the provisions of Chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws to recover assets or avoid transfers.

9. Schedule D. Except as otherwise agreed pursuant to a stipulation, agreed order, or general order entered by the Bankruptcy Court, the Debtors reserve their rights to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a secured creditor listed on Schedule D of any of the Debtors. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization or structure of any such transaction, or any document or instrument (including, without limitation, any inter-company agreement) related to such creditor's claim. In certain instances, one of the Debtors may be a co-obligor, co-mortgagor or guarantor with respect to scheduled claims of another of the Debtors, and no claim set forth on

Schedule D of any of the Debtors is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by another entity. The descriptions provided in Schedule D are intended only to be a summary, do not constitute an admission, and are not dispositive for any purpose. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent, and priority of any lien. Nothing in the Global Notes or the Schedules and Statements shall be deemed to be an admission, modification, or interpretation of or relating to such agreements.

10. Schedule E. Schedule E includes claims of various taxing authorities to which the Debtors may potentially be liable. But certain of such claims may be subject to ongoing audits, and the Debtors are otherwise unable to determine with certainty the amount of some, if not all, of the claims listed on Schedule E. The Debtors reserve their right to assert that any claim listed on Schedule E does not constitute an unsecured priority claim under the Bankruptcy Code.

11. Schedule F. The claims listed on Schedule F were incurred or arose on various dates. A determination of each date upon which each claim listed on Schedule F was incurred or arose would be unduly burdensome and cost prohibitive. Accordingly, dates are not included in the accompanying Schedule F. All claims listed on Schedule F were incurred prior to the Petition Date. The Debtors reserve the right to dispute, or to assert offsets or defenses to, any claim reflected on Schedule F as to amount, liability, or classification or to otherwise subsequently designate any claims as disputed, contingent, or unliquidated. The Debtors also reserve the right to amend or supplement Schedule F as necessary or appropriate.

12. Schedule G. The business of the Debtors is complex. While commercially reasonable efforts have been made to ensure the accuracy of Schedule G, inadvertent errors, omissions, or over-inclusions may have occurred.

The Debtors have attempted to provide complete lists of all agreements that might be considered to be executory contracts. The Debtors are continuing to review their records and will supplement the Schedules and Statements if additional agreements that may constitute executory contracts are identified. The Debtors hereby reserve all of their rights to dispute the validity, status, or enforceability of any contracts, agreements, or leases set forth in Schedule G, or to amend or supplement such Schedule as necessary. The contracts, agreements, and leases listed on Schedule G may not have taken effect or be binding on any party and may have expired, or been terminated, modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, or other documents, instruments, or agreements which may not be listed therein.

The Debtors reserve all of their rights, claims, and causes of action with respect to the contracts and agreements listed on Schedule G, including the right to dispute or challenge the characterization or the structure of any transaction, document, or instrument. Certain executory agreements may not have been memorialized in writing and could be subject to dispute. Generally, executory agreements that are oral in nature have not been included in Schedule G. The Debtors reserve any and all rights to assume, assign, or reject their executory contracts or unexpired leases and nothing in the Schedules and Statements shall in any way be deemed an admission or election to do so, or waive or limit the Debtors' right to do so.

13. Schedule H. The Debtors may not have identified certain guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, or other such agreements. Further, certain of the guarantees reflected on Schedule H may have expired or may no longer be enforceable. Thus, the Debtors reserve their right to amend Schedule H to the extent that additional guarantees are identified or such guarantees are discovered to have expired or to be unenforceable.

14. Claims Paid Pursuant to Court Orders. Certain of the Schedules and Statements list creditors and set forth the Debtors' estimate of the claims of creditors as of the Petition Date. The Bankruptcy Court has authorized but not obligated the Debtors to pay various pre-petition claims, including claims of certain vendors and/or employees. Accordingly, the actual unpaid claims of creditors that may be allowed in these cases may differ from the amounts set forth in the Schedules and Statements.

15. Litigation. The Debtors have made commercially reasonable efforts to record litigation and regulatory actions in the Schedules and Statements of the Debtor that is party to the action. The Debtors have excluded details relating to certain claims for which litigation has not yet been commenced.

16. Setoffs. The Debtors and their vendors may setoff mutual obligations in the ordinary course of business and pursuant to trade terms agreed upon by the parties. These setoffs are consistent with the ordinary course of business in the Debtors' industry. Therefore, such ordinary course setoffs are excluded from the Debtors' response to Statement Question 13.

Orleans Homebuilders, Inc.
Debtor SOFA/SOAL Amendments

Debtor Entity	Case Number	SOFA Amendments	SOAL Amendments
Brookshire Estates, L.P.	10-10685		F, G
Community Management Services Group, Inc.	10-10686	3b, 4	F
Greenwood Financial Inc.	10-10690	3b	F
Masterpiece Homes, LLC	10-10687	3b	F, G
OHB Homes, Inc.	10-10688	3b	G
OHI Financing, Inc.	10-10689	3b	F
OHI PA GP, LLC	10-10691		
OPCNC, LLC	10-10692	3b	F, G
Orleans Arizona Realty, LLC	10-10693		
Orleans Arizona, Inc.	10-10694		
Orleans at Bordentown, LLC	10-10695		G
Orleans at Cooks Bridge, LLC	10-10696	3b	F
Orleans at Covington Manor, LLC	10-10697	3b	F, G
Orleans at Crofton Chase, LLC	10-10698		F, G
Orleans at East Greenwich, LLC	10-10699	3b	F, G
Orleans at Elk Township, LLC	10-10700		F, G
Orleans at Evesham, LLC	10-10701		G
Orleans at Falls, LP	10-10702		
Orleans at Hamilton, LLC	10-10703	3b	F, G
Orleans at Harrison, LLC	10-10704	3b	F, G
Orleans at Hidden Creek, LLC	10-10705	3b	F, G
Orleans at Jennings Mill, LLC	10-10706	3b	F, G

Orleans Homebuilders, Inc.
 Debtor SOFA/SOAL Amendments

Debtor Entity	Case Number	SOFA Amendments	SOAL Amendments
Orleans at Lambertville, LLC	10-10707		F, G
Orleans at Limerick, LP	10-10708		
Orleans at Lower Salford, LP	10-10709		
Orleans at Lyons Gate, LLC	10-10710		
Orleans at Mansfield LLC	10-10711	3b	F, G
Orleans at Maple Glen LLC	10-10712		F, G
Orleans at Meadow Glen, LLC	10-10713		
Orleans at Millstone River Preserve, LLC	10-10714	3b	F, G
Orleans at Millstone, LLC	10-10715	3b	F, G
Orleans at Moorestown, LLC	10-10716		F, G
Orleans at Tabernacle, LLC	10-10717	3b	F, G
Orleans at Thornbury, L.P.	10-10718	3b	F, G
Orleans at Upper Freehold, LLC	10-10719		F, G
Orleans at Upper Saucon, L.P.	10-10720	3b	F
Orleans at Upper Uwchlan, LP	10-10721	3b, 4	F, G
Orleans at Wallkill, LLC	10-10722	3b	F, G
Orleans at West Bradford, LP	10-10723		
Orleans at West Vincent, LP	10-10724	3b	F
Orleans at Westampton Woods, LLC	10-10725	3b	F, G
Orleans at Windsor Square, LP	10-10726	3b	F, G
Orleans at Woolwich, LLC	10-10727	3b	F, G
Orleans at Wrightstown, LP	10-10728	3b	

Orleans Homebuilders, Inc.
 Debtor SOFA/SOAL Amendments

Debtor Entity	Case Number	SOFA Amendments	SOAL Amendments
Orleans Construction Corp.	10-10729		
Orleans Corporation	10-10730	3b	F, G
Orleans Corporation of New Jersey	10-10731		G
Orleans DK, LLC	10-10732	3b	E, F, G
Orleans Homebuilders, Inc.	10-10684	1, 3b, Exhibit to SOFA 1 for all Debtors	B20, G
Orleans RHIL, LP	10-10733	3b	G
Parker & Lancaster Corporation	10-10734	3b	F
Parker & Orleans Homebuilders, Inc.	10-10735	3b	F, G
Parker Lancaster, Tidewater, L.L.C.	10-10736		
Realen Homes, L.P.	10-10737	3b	A, B15, B33, E, F, G
RHGP LLC	10-10738		
Sharp Road Farms Inc.	10-10739		
Stock Grange, LP	10-10740	3b	G
Wheatley Meadows Associates, LLC	10-10741	3b	F, G

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

Orleans at Walkill, LLC
10-10722

SUMMARY OF SCHEDULES

Indicate as to each schedule whether the schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, C, D, E, F, G, H, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the amount of the debtor's assets. Add the amounts of Schedules D, E, and F to determine the total amount of the debtor's liabilities.

Name of Schedule	Attached (YES/NO)	No. of Sheets	Amounts Scheduled		
			Assets	Liabilities	Other
A - Real Property	Yes	1	\$ 20,540,283.43		
B - Personal Property	Yes	6	\$ (19,104,148.06)		
C - Property Claimed as Exempt	No				
D- Creditors Holding Secured Claims	Yes	3		\$ 337,956,029.99	
E - Creditors Holding Unsecured Priority Claims	Yes	1		\$ 152.67	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	8		\$ 1,248,729.59	
G - Executory Contracts and Leases	Yes	1			
H - Codebtors	Yes	59			
I - Current Income of Individual Debtor(s)	No				
J- Current Expenses of Individual Debtor(s)	No				
Total Number of Sheets in ALL Schedules		79			
Total Assets			\$ 1,436,135.37		
Total Liabilities				\$ 339,204,912.25	

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and account number, if any, of all entities holding claims secured by property of the debtor as of the date of filing of the petition. 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 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 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.

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

ACCOUNT NUMBER	COD	DESCRIPTION AND MARKET VALUE OF	CONT	UNLIQ	DISI	VALUE OF COLLATERAL ¹	ANY
Account No. WACHOVIA BANK, NA (AGENT) 301 S TRYON ST CHARLOTTE, NC 28282	X						
		\$Value	X			\$ 40,588,519.20	
Account No. BANK OF AMERICA, NA 100 N TRYON ST CHARLOTTE, NC 28263	X						
		\$Value	X			\$ 52,416,980.25	
Account No. LASALLE BANK, NA (Bank of America) 100 N TRYON ST CHARLOTTE, NC 28263	X						
		\$Value	X			\$ 10,493,534.73	
Account No. SOVEREIGN BANK 1130 BERKSHIRE BOULEVARD WYOMISSING, PA 19610	X						
		\$Value	X			\$ 36,516,149.04	
Account No. MANUFACTURERS AND TRADERS TRUST COMPANY ONE M AND T PLAZA	X						

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER	CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN AND DESCRIPTION AND MARKET VALUE OF	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL ¹	UNSECURED PORTION, IF ANY
		\$Value					
BUFFALO, NY 14203			X			\$ 26,039,512.11	
Account No.	X						
PNC BANK, NA 249 5TH AVENUE, # 1200, PITTSBURGH, PA 15222			X			\$ 24,349,731.96	
Account No.	X						
COMPASS BANK (SUCESSOR IN INTEREST TO GUARANTOR BANK) 15 S. 20TH STREET, SUITE 1802 BIRMINGHAM, AL			X			\$ 23,335,863.87	
Account No.	X						
COMPASS BANK 15 S. 20TH STREET, SUITE 1802 BIRMINGHAM, AL			X			\$ 7,789,886.49	
Account No.	X						
FIRSTTRUST BANK 15 EAST RIDGE PIKE CONSHOHOCKEN, PA 19428			X			\$ 16,238,787.24	
Account No.	X						
CITIZENS BANK OF PENNSYLVANIA 2001 MARKET STREET PHILADELPHIA, PA 19103			X			\$ 15,562,875.18	
Account No.	X						
TD BANK, NA 1701 RTE. 70 E. CHERRY HILL, NJ 08034			X			\$ 15,562,875.18	
Account No.	X						
SUNTRUST BANK 303 EAST PEACHTREE STREET ATLANTA, GA 30308			X			\$ 15,562,875.18	
Account No.	X						
JP MORGAN CHASE BANK NA 270 PARK AVENUE NEW YORK CITY, NY 10017			X			\$ 10,493,534.73	
Account No.	X						
REGIONS BANK 1900 FIFTH AVENUE NORTH BIRMINGHAM, AL 35203			X			\$ 12,859,226.94	

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER	CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN AND DESCRIPTION AND MARKET VALUE OF	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL ¹	UNSECURED PORTION, IF ANY
Account No.	X						
COMERCIA BANK 1717 MAIN STREET DALLAS, TEXAS 75201							
		\$Value	X			\$ 10,493,534.73	
Account No.	X						
FRANKLIN BANK 1179 ROUTE 40, PO BOX 230 WOODSTOWN, NJ 08098							
		\$Value	X			\$ 9,479,666.64	
Account No.	X						
DEUTSCHE BANK TRUST COMPANY AMERICAS 60 WALL STREET NEW YORK, NY, USA							
		\$Value	X			\$ 6,438,062.37	
Account No.	X						
GOLDMAN SACHS CREDIT PARTNERS, LP 85 BROAD STREET NEW YORK, NY 10004							
		\$Value	X			\$ 3,734,414.15	
Total						\$ 337,956,029.99	

¹. The Pre-Petition Senior Secured Line of Credit balance includes LC's, accrued interests and fees, and additional loan fees related to the September 30, 2008 Second Amended and Restated Revolving Credit Loan Agreement.

Orleans at Wallkill, LLC
10-10722

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and account number, if any, 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. 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 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 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

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	CONTINGENT UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM
124 Main Street 1887 Building-First Floor Goshen, NY 10924	REAL PROPERTY TAX					\$ 45,202.36
SUNRISE CONCRETE COMPANY INC Tony Filipe Sunrise Concrete Company P.O. Box 435	ACCOUNTS PAYABLE					\$ 155,702.15
DYNAMIC PLUMBING HEATING & AIR COND CO INC 1661 LITTLE BRITAIN ROAD ROCK TAVERN, NY 12575	ACCOUNTS PAYABLE					\$ 111,973.28
DOROTHY H. INGRASSIA RECEIVER OF TAXES 99 TOWER DRIVE BLDG A MIDDLETOWN, NY 10941-2026	ACCOUNTS PAYABLE					\$ 83,082.77
84 COMPONENTS PAYMENT 1410 EDEN ROAD YORK, PA 17402	ACCOUNTS PAYABLE					\$ 81,868.99
5 L ENTERPRISES, INC PO BOX 2024 MIDDLETOWN, NY 10940	ACCOUNTS PAYABLE					\$ 68,998.25
ARCHERS EXTERIORS, INC Brian Griffith, Tom Archer, Archer Exteriors, Inc. 341 Harding Highway Pittsgrove, NJ 08318	ACCOUNTS PAYABLE					\$ 60,836.00
MACHINE DRYWALL NORTH II LLC 230 ANDERSON RD CLINTON, NJ 08809	ACCOUNTS PAYABLE					\$ 45,518.12

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	CONTINGENT UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM
VEITH ENTERPRISES, INC 100 PARKER AVENUE POUGHKEEPSIE, NY 12601	ACCOUNTS PAYABLE					\$ 43,907.65
EJK SITE WORKS, LLC. 5 DEER MEADOW DRIVE WALLKILL, NY 12589	ACCOUNTS PAYABLE					\$ 41,211.75
MCCAREY LANDSCAPING, INC 80 TOWER DRIVE MIDDLETOWN, NY 10941	ACCOUNTS PAYABLE					\$ 40,419.45
YORKTOWNE INC. P.O. Box 13069 Newark, NJ 07188	ACCOUNTS PAYABLE					\$ 30,188.99
ORANGE & ROCKLAND UTILITY CO P.O. BOX 1005 SPRING VALLEY, NY 10977 977-434-4100	ACCOUNTS PAYABLE					\$ 26,804.91
COMFORT ZONE QUALITY COOLING LLC 20 EDMUNDS LANE WALDEN, NY 12586	ACCOUNTS PAYABLE					\$ 23,829.75
WILDFLOWER CONDOMINIUM ASSOC Not Provided	ACCOUNTS PAYABLE					\$ 21,840.00
UNIVERSAL FOREST PRODUCTS EASTERN CO. INC P O BOX 823206 PHILADELPHIA, PA 19182-3206 F: (570) 875-0557	ACCOUNTS PAYABLE					\$ 21,009.58
PACE ADVERTISING AGENCY P O BOX 7247-6057 PHILADELPHIA, PA 19170-6057 F: 212-818-0120	ACCOUNTS PAYABLE					\$ 18,291.52
FLOORS, INC dba CREATIVE TOUCH INTERIORS 2 CAMPUS DRIVE BURLINGTON NJ 08016	ACCOUNTS PAYABLE					\$ 18,128.15
JP HUNTER ENTERPRISES, INC. 344 COUNTY RD. 39A SOUTHAMPTON, NY 11968	ACCOUNTS PAYABLE					\$ 13,734.50
FRANK'S ON-TIME PAINTING, INC. 16 CHARLES STREET NANUET, NY 10954	ACCOUNTS PAYABLE					\$ 13,668.40

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	CONTINGENT UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM
LUPINE CONSTRUCTION, INC. 40 CORPORATE PARK DRIVE SUITE B HOPEWELL JUNCTION, NY 12533	ACCOUNTS PAYABLE					\$ 13,385.84
RNR BUILDING CONTRACTOR, INC. 2321 OLD BRISTOL RD. HOLLAND, PA 18966	ACCOUNTS PAYABLE					\$ 13,063.14
INTELCO OF DELAWARE VALLEY 204 HARVARD AVENUE WESTVILLE, NJ 08093	ACCOUNTS PAYABLE					\$ 12,515.46
OMEGA POOL STRUCTURES 2091 CHURCH ROAD TOMS RIVER, NJ 08753	ACCOUNTS PAYABLE					\$ 11,604.50
WHIRLPOOL CORPORATION - BUILDER P O BOX 532415 CHARLOTTE, NC 28290-2415 30353- 2415	ACCOUNTS PAYABLE					\$ 11,258.13
QUALITY NORTH INC 113 SOUTH BROADWAY SOUTH AMBOY, NJ 08879	ACCOUNTS PAYABLE					\$ 11,034.34
FIRESIDE HEARTH & HOMES A DIVISION OF HEARTH TECHNOLOGIES INC P O BOX 414845 BOSTON, MA 02241-4845	ACCOUNTS PAYABLE					\$ 10,795.80
MILELA CARPENTRY, INC 234 RIVERSIDE AVENUE LYNDHURST, NJ 07071	ACCOUNTS PAYABLE					\$ 10,665.50
DUTCHES OVERHEAD DOORS 40 ARLINGTON AVENUE POUGHKEEPSIE, NY 12603	ACCOUNTS PAYABLE					\$ 7,515.00
DEER PARK STAIRBUILDING AND MILLWORK, INC 51 KENNEDY AVE P O BOX 107 BLUE POINT, N.Y. 11715	ACCOUNTS PAYABLE					\$ 6,218.70
TODD LYONS PAVING P O BOX 683 MIDDLETOWN, NY 10940	ACCOUNTS PAYABLE					\$ 6,175.00
ASTRO LIGHTING INC. 163-165 LINCOLN HIGHWAY FAIRLESS HILLS PA. 19030	ACCOUNTS PAYABLE					\$ 5,872.11

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	CONTINGENT UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM
TODD LYONS PAVING, INC. 57 INGRASSIA ROAD MIDDLETOWN, NY 10940	ACCOUNTS PAYABLE					\$ 5,735.00
MASER CONSULTING P.A. 331 NEWMAN SPRINGS ROAD SUITE 203 RED BANK, NJ 07701	ACCOUNTS PAYABLE					\$ 5,588.15
ANTHONY'S CUSTOM CLOSETS 22 OLD DOCK ROAD YAPHANK, NY 11980	ACCOUNTS PAYABLE					\$ 5,565.00
ALL-TECH, INC 1095 CRANBURY S. RIVER RD SUITE 21 MONROE, NJ 08831	ACCOUNTS PAYABLE					\$ 5,273.28
TOWN OF WALLKILL 99 TOWER DRIVE BLDG A MIDDLETOWN, NY 10941-2026	ACCOUNTS PAYABLE					\$ 4,965.40
TURTLE HILL CONTRACTING 20 FUNNEL PLACE FLORIDA, NY 10921	ACCOUNTS PAYABLE					\$ 4,428.80
ENVIRONMENTAL STONE* 98 PHEASANT RUN RD ORWIGSBURG, PA 17961	ACCOUNTS PAYABLE					\$ 4,218.64
STROBER BUILDING SUPPLY 30-40 GOLF LINS RD MIDDLETOWN, NY 10940	ACCOUNTS PAYABLE					\$ 4,189.74
FEINBERG & ASSOCIATES P.C. 227 LAUREL RD STE 201 VOORHEES, NJ 08043	ACCOUNTS PAYABLE					\$ 4,184.64
PACE 1355 WILLOW WAY SUITE 244 CONCORD, CA 94520	ACCOUNTS PAYABLE					\$ 3,867.24
ALPS TECHNOLOGIES, INC 500 MEMORIAL DRIVE, STE 1 SOMERSET, NJ 08873	ACCOUNTS PAYABLE					\$ 3,540.00
MARANGI DISPOSAL- C C INC 175 ROUTE 303 P O BOX 495 VALLEY COTTAGE, NY 10989	ACCOUNTS PAYABLE					\$ 3,285.21

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MELICK-TULLY & ASSOC,PC 117 CANAL ROAD SOUTHBOUNDBROOK, NJ 08880	ACCOUNTS PAYABLE					\$ 2,803.90
COMFORT CLEANING SERVICE 3 RICKI LANE CHESTER, NY 10918	ACCOUNTS PAYABLE					\$ 2,799.38
MARSHALL SABATINI PC 113 CUMBERLAND PLACE BRYN MAWR, PA 19010	ACCOUNTS PAYABLE					\$ 2,289.50
OHIO ALPHA ENVIRONMENTAL MANAGEMENT CORP. 1340 TUSKAWILLA ROAD, SUITE 113 WINTER SPRINGS, FL 32708	ACCOUNTS PAYABLE					\$ 2,275.00
HOLLAND MARBLE, LLCP O BOX 44 TENNENT, NJ 07763	ACCOUNTS PAYABLE					\$ 2,204.58
RMS GRAPHICS, INC 1601 REPUBLIC ROAD UNIT E HUNTINGDON VALLEY, PA 19006	ACCOUNTS PAYABLE					\$ 2,164.52
MCCLOSKEY & FABER P C 831 DE KALB PIKE BLUE BELL, PA 19422	ACCOUNTS PAYABLE					\$ 2,120.51
E. TETZ & SONS, INC 130 CROTTY RD MIDDLETOWN, NY 10941	ACCOUNTS PAYABLE					\$ 2,051.12
STORM MASTER SOUTH CO.,INC. PO BOX 3720 CHERRYHILL, NJ 08034-0572	ACCOUNTS PAYABLE					\$ 1,912.00
FELLENZER ENGINEERING LLP 22 MULBERRY ST STE 2A MIDDLETOWN, NY 10940	ACCOUNTS PAYABLE					\$ 1,741.50
HIGH FIDELITY HOUSE, INC 1001 SUSSEX BLVD. BROOMALL, PA 19008	ACCOUNTS PAYABLE					\$ 1,696.00
KELLER EQUIPMENT RENTAL & SALES WEST, INC. DBA MAPLES FARM & GARDEN CENTER 749 ROUTE 17M MIDDLETOWN, NY 10940	ACCOUNTS PAYABLE					\$ 1,468.24

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FRONTIER COMPANY OF NEW YORK, INC DBA CITIZENS TELECOMMUNICATIONS P O BOX 20550	ACCOUNTS PAYABLE					\$ 1,423.49
NATIONAL WATER MAIN CLEANING COMPANY 875 SUMMER AVENUE NEWARK, NJ 07104	ACCOUNTS PAYABLE					\$ 1,250.00
ROBERT L. SEELER CONSULTING ROBERT L. SEELER 1678 MAYFIELD CIRCLE JAMISON, PA 18929	ACCOUNTS PAYABLE					\$ 1,244.00
KANE STEEL COMPANY,INC - MILLVILLE SOUTH 12 TH ST P O BOX 829 MILLVILLE, NJ 08332	ACCOUNTS PAYABLE					\$ 1,188.00
PARKERS ENTERPRISES ARCHIE E. PARKER SR. 308 LINFIELD RD. PO BOX 362 PARKERFORD, PA 19457	ACCOUNTS PAYABLE					\$ 775.00
HOME DEPOT DEPT 32-2501598050 HOME DEPOT CR SVC P O BOX 9055 DES MOINES, IA 50368-9055	ACCOUNTS PAYABLE					\$ 755.18
MELICK-TULLY AND ASSOCIATES P.C. 117 CANAL ROAD SOUTH BOUND BROOK, N J 08880	ACCOUNTS PAYABLE					\$ 749.60
LAMACRAFT INC 204 HARVARD AVENUE WESTVILLE, NJ 08093	ACCOUNTS PAYABLE					\$ 450.00
PITNEY BOWES PO BOX 856390 LOUISVILLE KY 40285-6390	ACCOUNTS PAYABLE					\$ 415.91
SCOTSMAN GROUP, INC FILE #91975 P O BOX 91975 CHICAGO, IL 60693	ACCOUNTS PAYABLE					\$ 394.16
MULHERN & KULP STRUCTURAL ENGINEERING, INC 20 SOUTH MAPLE STREET STE 150 AMBLER, PA 19002	ACCOUNTS PAYABLE					\$ 318.75
GENERAL ELECTRIC COMPANY 307 N. HURSTBOURNE LANE LOUISVILLE, KY 40222-8569	ACCOUNTS PAYABLE					\$ 290.86

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KONICA MINOLTA BUSINESS SOLUTIONS USA, INC. DEPT. AT 952823 ATLANTA, GA 31192-2823	ACCOUNTS PAYABLE					\$ 182.82
OFFICEMAX INC. P O BOX 101705 ATLANTA, GA 30392-1705	ACCOUNTS PAYABLE					\$ 154.91
UNICO SPECIAL PRODUCTS INC 25 RENWICK STREET NEWBURGH, NY 12550	ACCOUNTS PAYABLE					\$ 77.32
CYLINDER CENTRAL T/A MOTHER GOOSE BALLOONS INC. 270 ROUTE 9 NORTH STE 100 MANALAPAN, NJ 07726	ACCOUNTS PAYABLE					\$ 71.10
MINOLTA BUSINESS SYSTEMS 103 GIBRALTAR RD HORSHAM PA 19044	ACCOUNTS PAYABLE					\$ 50.46
TOWN OF WALLKILL WATER DEPT 99 TOWER DRIVE BLDG A MIDDLETOWN, NY 10941-2026	ACCOUNTS PAYABLE					\$ 46.62
UNITED PARCEL SERVICE P O BOX 7247-0244 PHILA., PA 19170-0001	ACCOUNTS PAYABLE					\$ 44.72
ALL STEEL AND ALUMINUM, INC 32 SHAW RD P O BOX 32 CIRCLEVILLE, NY 10919	ACCOUNTS PAYABLE					\$ (0.00)
CUSTOM AUDIO/VIDEO CONCEPTS INC P.O. BOX 1686 LANSDALE, PA. 19446	ACCOUNTS PAYABLE					\$ (112.50)
RICHARD P. GIORDANO P.O. BOX 856 NEW HAMPTON, NY 10958-0856	ACCOUNTS PAYABLE					\$ (626.00)
BURLINGTON COMMERCIAL FLOOR COVERING INC2 KERRY COURT SUITE B SOUTHAMPTON, NJ 08088	ACCOUNTS PAYABLE					\$ (803.70)
SPARKLE CLEANING SERVICES P.O. BOX 7205 NEWBURGH, NY 12550	ACCOUNTS PAYABLE					\$ (1,009.50)

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HERITAGE TILE CO. 201 ALLIED PARKWAY WEST BERLIN, NJ 08091	ACCOUNTS PAYABLE					\$ (1,054.70)
LANC & TULLY ENGINEERING & SURVEYING, PC P O BOX 687 GOSHEN, NY 10924	ACCOUNTS PAYABLE					\$ (1,096.50)
ART IS PRECISION PAINTING,INC 119 TALLY HO RD MIDDLETOWN, NY 10940	ACCOUNTS PAYABLE					\$ (13,510.95)
PES, INC PREMIERE ELECTRICAL SERVICES, INC 226 BASEL RD PINE BUSH, NY 12566	ACCOUNTS PAYABLE					\$ (16,748.18)
COST TO COMPLETE ACCRUAL	COST TO COMPLETE ACCRUAL	X	X			\$ 37,891.20
ACCRUED WARRANTY EXPENSE	ACCRUED WARRANTY EXPENSE	X	X			\$ 69,230.08
						\$ 1,248,729.59

ACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any time share interests. State nature of debtor's interest in contract, i.e., "Purchase", "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.

NOTE: A party listed on this schedule will not receive notice of the filing of this case unless the party is also scheduled in the appropriate schedule of creditors.

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 OF NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
RESIDENTIAL WARRANTY COMPANY, LLC, C/O RESIDENTIAL WARRANTY CORPORATION OF PENNSYLVANIA, 5300 DERRY STREET, HARRISBURG, PA 17111 AND WESTERN PACIFIC MUTUAL INSURANCE COMPANY, 9265 MADRAS CT, LITTLETON, CO 80130	RWC WARRANTY AGREEMENT
ORANGE AND ROCKLAND UTILITIES, INC., ONE BLUE HILL PLAZA, PEARL RIVER, NY 10965	RESIDENTIAL REAL ESTATE: GAS AGREEMENT FOR WILDFLOWER CONDOS
ORANGE AND ROCKLAND UTILITIES, INC., ONE BLUE HILL PLAZA, PEARL RIVER, NY 10965	RESIDENTIAL REAL ESTATE: GAS AGREEMENT FOR WILDFLOWER CONDOS
ORANGE AND ROCKLAND UTILITIES, INC., ONE BLUE HILL PLAZA, PEARL RIVER, NY 10965	RESIDENTIAL REAL ESTATE: GAS AGREEMENT FOR WILDFLOWER CONDOS
ORANGE AND ROCKLAND UTILITIES, INC., ONE BLUE HILL PLAZA, PEARL RIVER, NY 10965	RESIDENTIAL REAL ESTATE: GAS AGREEMENT FOR WILDFLOWER CONDOS
ORANGE AND ROCKLAND UTILITIES, INC., ONE BLUE HILL PLAZA, PEARL RIVER, NY 10965	RESIDENTIAL REAL ESTATE: GAS AGREEMENT FOR WILDFLOWER CONDOS
ORANGE AND ROCKLAND UTILITIES, INC., ONE BLUE HILL PLAZA, PEARL RIVER, NY 10965	RESIDENTIAL REAL ESTATE: GAS AGREEMENT FOR WILDFLOWER CONDOS
TOWN OF WALLKILL, 600 RT. 211 EAST, MIDDLETOWN, NY 10941 / COMMISSIONER OF PUBLIC WORKS FOR THE TOWN OF WALLKILL, 600 RT. 211 EAST, MIDDLETOWN, NY 10941	RESIDENTIAL REAL ESTATE: DEVELOPERS AGREEMENT TO PROVIDE TRAFFIC MITIGATION IMPROVEMENTS FOR WILDFLOWER CONDO IN NY
ORANGE & ROCKLAND UTILITIES, INC ORANGE & ROCKLAND 390 W. ROUTE 59 SPRING VALLEY, NY 10977	SURETY BOND - KABRO (WILDFLOWER) PHASE 1 ELECTRICAL
ORANGE & ROCKLAND UTILITIES, INC ORANGE & ROCKLAND 390 W. ROUTE 59 SPRING VALLEY, NY 10977	SURETY BOND - KABRO (WILDFLOWER) PHASE 1 GAS
ORANGE & ROCKLAND UTILITIES, INC ORANGE & ROCKLAND 390 W. ROUTE 59 SPRING VALLEY, NY 10977	SURETY BOND - KABRO (WILDFLOWER) PHASE 2 ELECTRICAL
ORANGE & ROCKLAND UTILITIES, INC ORANGE & ROCKLAND 390 W. ROUTE 59 SPRING VALLEY, NY 10977	SURETY BOND - KABRO (WILDFLOWER) PHASE 2 GAS

<p>ORANGE & ROCKLAND UTILITIES, INC ORANGE & ROCKLAND 390 W. ROUTE 59 SPRING VALLEY, NY 10977</p>	<p>SURETY BOND - KABRO (WILDFLOWER) PHASE 3 ELECTRICAL</p>
<p>ORANGE & ROCKLAND UTILITIES, INC ORANGE & ROCKLAND 390 W. ROUTE 59 SPRING VALLEY, NY 10977</p>	<p>SURETY BOND - KABRO (WILDFLOWER) PHASE 3 GAS</p>

DECLARATION CONCERNING DEBTOR'S SCHEDULES

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

I, the Vice Chairman of the Orleans at Wallkill, LLC named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 13 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

/s/ Ben Goldman

[Print or type name of individual signing on behalf of debtor.]

6/8/2010

Date

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.