

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

<hr/>)	
In re:)	Chapter 11
)	
MSR RESORT GOLF COURSE LLC, <i>et al.</i> , ¹)	Case No. 11-10372 (SHL)
)	
Debtors.)	(Jointly Administered)
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AFFIDAVIT OF SERVICE

I, Robert D. Tomasch, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC (“KCC”), the court-appointed notice and claims agent for the Debtors in the above-captioned cases.


On September 7, 2012, KCC caused to be served the following document listed below via First Class Mail upon the parties listed on the attached **Exhibit A**:

1. Declaration of Disinterestedness of Frost Brown Todd LLC in Support of Retention as Ordinary Course Professional (Docket No. 1506)

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor’s federal tax identification number include: MSR Resort Golf Course LLC (7388); MSR Biltmore Resort, LP (5736); MSR Claremont Resort, LP (5787); MSR Desert Resort, LP (5850); MSR Grand Wailea Resort, LP (5708); MSR Resort Ancillary Tenant, LLC (9698); MSR Resort Biltmore Real Estate, Inc. (8464); MSR Resort Desert Real Estate Inc. (9265); MSR Resort Hotel, LP (5558); MSR Resort Intermediate Mezz GP, LLC(3864); MSR Resort Intermediate Mezz LLC (7342); MSR Resort Intermediate Mezz, LP (3865); MSR Resort Intermediate MREP, LLC (9703); MSR Resort Lodging Tenant, LLC (9699); MSR Resort REP, LLC (9708); MSR Resort Senior Mezz GP, LLC (9969); MSR Resort Senior Mezz LLC (7348); MSR Resort Senior Mezz, LP (9971); MSR Resort Senior MREP, LLC (9707); MSR Resort Silver Properties, LP (5674); MSR Resort SPE GP II LLC (5611); MSR Resort SPE GP LLC (7349); MSR Resort Sub Intermediate Mezz GP, LLC (1186); MSR Resort Sub Intermediate Mezz LLC (7341); MSR Resort Sub Intermediate Mezz, LP (1187); MSR Resort Sub Intermediate MREP, LLC (9701); MSR Resort Sub Senior Mezz GP, LLC (9966); MSR Resort Sub Senior Mezz LLC (7347); MSR Resort Sub Senior Mezz, LP (9968); and MSR Resort Sub Senior MREP, LLC (9705). The location of the debtors’ service address is: c/o CNL-AB LLC, 1251 Avenue of the Americas, New York, New York 10020.



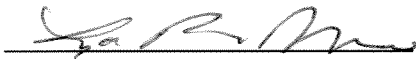
Dated: September 17, 2012



Robert D. Tomasch

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on September 17, 2012, by Robert D. Tomasch,
proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

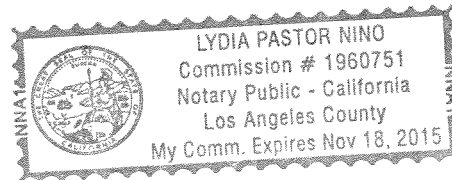


Exhibit A

COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP	PARTY/FUNCTION
All Bright Cleaning Service Inc	Attn Lisa Casavant	29865 Whispering Palms Tr		Cathedral City	CA	92234	Official Committee of Unsecured Creditors
Allen & Overy LLP	Attn John Kibler	1221 Avenue of the Americas		New York	NY	10020	Counsel to Post-petition Lenders
Alston & Bird LLP	Martin G Bunin Craig E Freeman	90 Park Avenue		New York	NY	10016	Proposed Attorneys for the Official Committee of Unsecured Creditors
Arizona Biltmore Hotel Villas Condominiums Association	Attn Mark Finney	PO Box 39242		Phoenix	AZ	85069	Official Committee of Unsecured Creditors
Arizona Biltmore Hotel Villas Condominiums Association	Attn Morrison Group Inc	PO Box 39242		Phoenix	AZ	85069-9242	Top 30 Unsecured Creditor
Arnold & Porter LLP	Lisa Hill Fenning	777 S Figueroa St 44th Fl		Los Angeles	CA	90017-5844	Counsel for The Professional Golfers' Association of America
Belfor USA Group Inc	Attn Warren Lindell Attn Tony Fowler	23610 N 20th Drive Suite 2		Phoenix	AZ	85085	Top 30 Unsecured Creditor
Bingham McCutchen LLP	Jonathan B Alter	One State St		Hartford	CT	06103	Counsel for PGA West Members Association Board, PGA West Ad Hoc Bankruptcy Committee, PGA West Advisory Board of Governors and The Citrus Club Advisory Board of Governors Collectively the "La Quinta Member Representatives"
Bingham McCutchen LLP	Michael J Reilly	399 Park Ave		New York	NY	10022	Counsel for PGA West Members Association Board, PGA West Ad Hoc Bankruptcy Committee, PGA West Advisory Board of Governors and The Citrus Club Advisory Board of Governors Collectively the "La Quinta Member Representatives"
Bingham McCutchen LLP	Michael J Reilly Erin K Mautner	399 Park Ave		New York	NY	10022	Counsel for La Quinta Member Representatives
Borrego Resort Holdings	c o Todd & Shannon Attn Richard W Todd Esq	516 SE Morrison St Ste 1000		Portland	OR	97214	Top 30 Unsecured Creditor
Chambers of the Honorable Sean H Lane	United States Bankruptcy Court	Southern District of New York	One Bowling Green	New York	NY	10004	Chambers
Citrus El Dorado LLC	Attn Scott N Shaddix	1157 N Red Gum Street		Anaheim	CA	92806	Top 30 Unsecured Creditor
Consolidated Supply	c o The GRA Group	Attn John Rich	1399 Lear Industrial Parkway	Avon	OH	44011	Top 30 Unsecured Creditor
Cook Collection Attorneys PLC	David J Cook	165 Fell St	PO Box 270	San Francisco	CA	94102-5106	Attorney for Creditor Tardio Enterprises Inc; Attorney for Creditor United Meat Company
Cook Collection Attorneys PLC	David J Cook	PO Box 270		San Francisco	CA	94104-0270	Attorney for Creditor Tardio Enterprises Inc; Attorney for Creditor United Meat Company
Craftsman Homes Inc	Attn Scott N Shaddix	1157 N Red Gum Street		Anaheim	CA	92806	Top 30 Unsecured Creditor
Crowne Point Partners LLC	Attn Wayne Rembold	1022 Southwest Salmon Ste 450		Portland	OR	97205	Top 30 Unsecured Creditor
Cub Cadet	c o Navis Inc	Attn Linda Pratt	31029 Center Ridge Road	Cleveland	OH	44145	Top 30 Unsecured Creditor
Dechert LLP	Katherine A Burroughs	90 State House Square		Hartford	CT	06103-3702	Attorneys for 450 Lex Private Limited, C Hotel Mezz Private Limited and NA RE (XIV) Private Limited

COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP	PARTY/FUNCTION
Dechert LLP	Laura G Ciabarra Esq	90 State House Square		Hartford	CT	06103-3702	Counsel to Pool A Second & Third Mezzanine Lender GIC
Dechert LLP	Michael J Sage Brian E Greer Nicole B Herther Spiro	1095 Avenue of the Americas		New York	NY	10036-6797	Attorneys for 450 Lex Private Limited, C Hotel Mezz Private Limited and NA RE (XIV) Private Limited
Department of State		123 William St		New York	NY	10038-3804	NYS Department of State
Department of State	Division of Corporations	99 Washington Ave Ste 600	One Commerce Plz	Albany	NY	12231-0001	NYS Department of State
Department Of Water Supply	Attn Dave Taylor	200 South High Street		Wailuku	HI	96793-2155	Top 30 Unsecured Creditor
Desert Elite	Attn Rancho Santana Account	78 401 Highway 111 Suite G		La Quinta	CA	92253-2066	Top 30 Unsecured Creditor
Dewey & LeBoeuf LLP	Marc M Allon & Michael P Kessler	1301 Avenue of the Americas		New York	NY	10019	Counsel to The Gas Company LLC
Dickstein Shapiro LLP	Paul Bennett Bran & Mary Kim	1825 Eye St NW		Washington	DC	20006-5403	Counsel for Florida Pritikin Center LLC
Five Mile Capital Partners LLC	Jim Glasgow	301 Tresser Blvd 9th Fl	Three Stamford Plaza	Stamford	CT	06901	Pool A Fourth Mezzanine Lender
Forman Holt Eliades & Ravin LLC	Daniel M Eliades	80 Rte 4 E Ste 290		Paramus	NJ	07652	Attorneys for Wyndham Vacation Resorts, Inc.
Foster & Wolkind PC	Bryan E Wolkind	80 Fifth Ave Ste 1401		New York	NY	10011-8002	Counsel to Wells Fargo Financial Leasing, Inc.
Frank Gecker LLP	Joseph D Frank & Jeremy C Kleinman	325 N LaSalle St Ste 625		Chicago	IL	60654	Counsel for Bottling Group, LLC d/b/a Pepsi Beverages Company
Gibson Dunn & Crutcher	Attn Legal Department	333 South Grand Avenue Fl 46		Los Angeles	CA	90071	Top 30 Unsecured Creditor
GIC Real Estate Inc	Anoop Varghese	335 Madison Ave 24th Fl		New York	NY	10017	Pool A Second & Third Mezzanine Lender
Gourmet Foods Hawaii	Attn Shannon Piper Owner	740 Kopke St		Honolulu	HI	96819	Official Committee of Unsecured Creditors
Hilton Hotels Corporation	c o Hilton Chicago	Attn Tim Benolken	720 South Michigan Avenue	Chicago	IL	60605-2116	Top 30 Unsecured Creditor
Hospitality Staffing Solutions LLC	Attn Legal Department	100 Glenridge Point Parkway Suite 400		Atlanta	GA	30342	Top 30 Unsecured Creditor
IKON Financial Services	Attn Christine R Etheridge Bankruptcy Administration	1738 Bass Rd	PO Box 13708	Macon	GA	31208-3708	Creditor Ikon Financial Services
IKON Office Solutions	Recovery & Bankruptcy Group	3920 Arkwright Rd Ste 400		Macon	GA	31210	Creditor IKON Office Solutions
Internal Revenue Service	Centralized Insolvency Operations	11601 Roosevelt Blvd	Mail Drop N781	Philadelphia	PA	19255-0002	Internal Revenue Service
Internal Revenue Service	Centralized Insolvency Operations	PO Box 7346		Philadelphia	PA	19101-7346	Internal Revenue Service
JPMorgan Chase	Attn Legal Department	PO Box 29063		Phoenix	AZ	85038-9063	Top 30 Unsecured Creditor
Kasowitz Benson Torres & Friedman LLP	Attn Robert M Novick	1633 Broadway		New York	NY	10019	Counsel to Post-petition Lenders
Kasowitz Benson Torres & Friedman LLP	David M Friedman Richard F Casher Adam L Shiff Daniel A Fliman	1633 Broadway		New York	NY	10019	Counsel to Pool A Fourth Mezzanine Lender Five Mile Capital; Five Mile Capital SPE B, LLC

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Kerry William Rose	c/o The Cavanagh Law Firm	Attn Scott A Rose	1850 N Central Ave No 2400	Phoenix	AZ	85004	Official Committee of Unsecured Creditors
Kerry William Rose & Elizabeth Erene Evers Rose		2626 East Arizona Biltmore Circle Unit No 7		Phoenix	AZ	85016	Top 30 Unsecured Creditor
Klestadt & Winters LLP	Tracy L Klestadt & Joseph C Corneau	570 Seventh Ave 17th Fl		New York	NY	10018	Attorneys for Conlon Group Arizona, LLC and Arizona Biltmore Hotels Villas Condominiums Association
Law Offices of Taylor Leong & Chee	Kimo C Leong	737 Bishop St No 2060		Honolulu	HI	96813	Attorney for Creditor Maui Electric Company, Ltd
Liberty Mutual	Attn Kelly Bishop	175 Berkeley Street		Boston	MA	02116	Top 30 Unsecured Creditor
Loeb & Loeb LLP	Daniel B Besikof Esq	345 Park Ave		New York	NY	10154	Counsel to Selig Parking Inc d/b/a AAA Parking
Lowndes Drosdick Doster Kantor & Reed PA	L William Porter III Esq	450 S Orange Ave Ste 800	Post Office Box 2809	Orlando	FL	32802	Counsel to Lowndes Drosdick Doster Kantor & Reed PA as Party in Interest
Marriott International	Manager of Global Finance Services	Attn Nathan Jones	10400 Fernwood Road	Bethesda	MD	20817	Top 30 Unsecured Creditor
Meister Seelig & Fein LLP	Stephen B Meister Esq Christopher J Major Esq David E Ross Esq Michael B Sloan Esq Remy Stocks Esq	2 Grand Central Tower	140 East 45th Street 19th Floor	New York	NY	10017	Counsel to Debt Acquisition-Key LLC ("111 Debt")
Meland Russin & Budwick PA	James C Moon	200 S Biscayne Blvd Ste 3000		Miami	FL	33131	Counsel for Halperns' Steak & Seafood Company
Metlife	Mark T Pallis	425 Market St Ste 1050		San Francisco	CA	94105	Counsel for Metropolitan Life Insurance Company
MetLife Real Estate Investments	Mark Fritz	333 S Hope St Ste 3650	Los Angeles Regional Office	Los Angeles	CA	90071	Pool A First Mezzanine Lender
Midland Loan Services Inc	Kevin S Semon	10851 Mastin 6th Fl		Overland Park	KS	66210	Special Servicer for 5-Pack Mortgage Loan
Milbank Tweed Hadley & McCloy LLP	Mark Shinderman Esq	601 S Figueroa St 30th Fl		Los Angeles	CA	90017-5735	Counsel to Special Servicer for 5-Pack Mortgage Loan Midland
Miller Buckfire	Attn Steven W Bremer	601 Lexington Avenue 22nd Floor		New York	NY	10022	Top 30 Unsecured Creditor
MS Resort Holdings LLC	Attn Vineet Sekhsaria	1585 Broadway 37th Floor		New York	NY	10036	Top 30 Unsecured Creditor
Neiger LLP	Edward E Neiger Jonathan S Bodner	317 Madison Ave		New York	NY	10017	Counsel for L.A Specialty Produce Co., Inc.
Newport Fish Company	Attn Frank Todaro Credit Manager	457 S Canal St		S San Francisco	CA	94080	Creditor Tardio Enterprises Inc a Corporation dba Newport Fish Company
Office of the Attorney General	US Department Of Justice	950 Pennsylvania Ave NW		Washington	DC	20530-0001	US Attorney General District of Columbia
Office of the Attorney General NY	Attn Bankruptcy Dept	120 Broadway		New York	NY	10007	Office of the Attorney General NY
Office of the Attorney General NY	Attn Bankruptcy Dept	The Capitol		Albany	NY	12224-0341	Office of the Attorney General NY
Office of US Attorney SDNY	Preet Bharara	1 St Andrews Plaza		New York	NY	10007	US Attorneys Office
Office of US Attorney SDNY		86 Chambers St		New York	NY	10007	Office of US Attorney SDNY
Perkins Coie LLP	David M Neff Brian A Audette	131 S Dearborn St Ste 1700		Chicago	IL	60603-5559	Attorneys for Waldorf=Astoria Management LLC and Hilton Worldwide, Inc.

COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP	PARTY/FUNCTION
Perkins Coie LLP	Schuyler G Carroll	30 Rockefeller Plz 25th Fl		New York	NY	10112	Attorneys for Waldorf=Astoria Management LLC and Hilton Worldwide, Inc.
Pyramid Acquisition II Management LP	Attn Christopher Devine	One Post Office Square Suite 3100		Boston	MA	02109	Top 30 Unsecured Creditor
Pyramid Project Management	Attn Christopher Devine	One Post Office Square Suite 3100		Boston	MA	02109	Top 30 Unsecured Creditor
RD Olson Construction LP	Attn William Wilhem	2955 Main Street 3rd Floor		Irvine	CA	92614	Top 30 Unsecured Creditor
Ricoh Business Solutions	Recovery & Bankruptcy Group	3920 Arkwright Rd Ste 400		Macon	GA	31210	Creditor Ricoh Business Solutions
Saul Ewing LLP	Jeffrey C Hampton Melissa W Rand	1500 Market St 38th Fl	Centre Square West	Philadelphia	PA	19102	Attorneys for U.S. Foodservice, Inc.
Securities & Exchange Commission	George S Canellos Regional Director	3 World Financial Ctr Ste 400		New York	NY	10281-1022	Securities and Exchange Commission NY Regional Office
Securities & Exchange Commission		100 F St NE		Washington	DC	20549	Securities and Exchange Commission Headquarters
Sheppard Mullin Richter & Hampton LLP	Carren Shulman David D'Amour	30 Rockefeller Plz Ste 2400		New York	NY	10112	Attorneys for Marriot International, Inc.
Sidley Austin LLP	Lee S Attanasio	787 Seventh Ave		New York	NY	10019	Attorneys for Metropolitan Life Insurance Company
Sidley Austin LLP	Richard W Havel Gabriel R MacConaill	555 W Fifth St Ste 4000		Los Angeles	CA	90013	Attorneys for Metropolitan Life Insurance Company
Specialty Risk Services LLC	c o Sedgwick CMS	Attn Melisa Spencer	1100 Ridgeway Loop Rd	Memphis	TN	38120	Top 30 Unsecured Creditor
Stationary Engineers Local 39	Weinberg Roger & Rosenfeld A Professional Corporation	c/o Christian L Raisner Jordan D Mazur & Ezekiel D Carder	1001 Marina Village Pkwy Ste 200	Alameda	CA	94501-1901	Attorneys for Creditor Stationary Engineers Local 39
Swank Audio Visuals LLC	Attn Sandy Spencer	4037 Paysphere Circle		Chicago	IL	60674	Top 30 Unsecured Creditor
T&G Constructors Inc	Attn David Grabosky	8623 Commodity Circle		Orlando	FL	32819	Top 30 Unsecured Creditor
Teodoro Obiang		3620 Sweetwater Mesa Road		Malibu	CA	90264	Top 30 Unsecured Creditor
The Cavanagh Law Firm PA	Hilary L Barnes	1850 N Central Ave Ste 2400		Phoenix	AZ	85004	Attorneys for Kerry William Rose and Elizabeth Erene Evers-Rose
The Office of the United States Trustee for the Southern District of New York	Paul K Schwartzberg Esq	33 Whitehall St 21st Fl		New York	NY	10004	US Trustee
Togut Segal & Segal LLP	Frank A Oswald Esq & Lara R Sheikh Esq	One Penn Plaza Ste 3335		New York	NY	10119	Proposed Conflicts Counsel for Official Committee of Unsecured Creditors
United Meat Company	Attn Myra Gee	1040 Bryant St		San Francisco	CA	94103	Creditor United Meat Company
Wailea MF 9 Associates	Attn Martin Quill	411 Huku Li'i Place Suite 204		Kihei	HI	96753	Top 30 Unsecured Creditor
Wyndham Worldwide	Attn Sharon Ferguson	3700 Fox Hill Road		North Little Rock	AR	72116	Top 30 Unsecured Creditor
Zurich North America	Attn Dawn Schumacher	8734 Paysphere Circle		Chicago	IL	60674	Top 30 Unsecured Creditor