

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA (WEST PALM BEACH)
BANKRUPTCY DIVISION

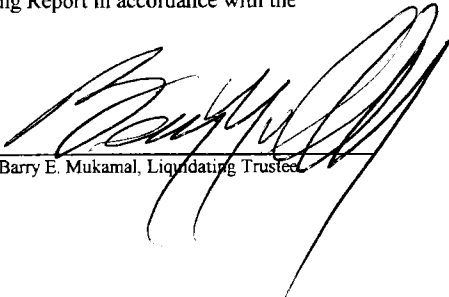
IN RE: PBF II LIQUIDATING TRUST	}	CASE NUMBER: 09-36396-BKC-PGH
Palm Beach Finance II, L.P.	}	
c/o Barry E. Mukamal, Liquidating Trustee	}	
One S.E. 3rd Avenue, 10th Fl.	}	
Miami, FL 33131	}	JUDGE: Paul G. Hyman Jr.
Tax ID/EIN: 86-1110680	}	
DEBTOR.	}	CHAPTER 11 VOLUNTARY

DEBTOR'S POST-CONFIRMATION
QUARTERLY OPERATING REPORT
FOR THE PERIOD

FROM 04/01/13 TO 06/30/13

Comes now the above-named debtor and files its Post-Confirmation Quarterly Operating Report in accordance with the Guidelines established by the United States Trustee and FRBP 2015.

Dated: July 19, 2013



Barry E. Mukamal, Liquidating Trustee

**Liquidating Trustee's Address
and Phone Number:**
PBF Liquidating Trust
Barry E. Mukamal, Trustee
One S.E. 3rd Avenue, 10th Fl.
Miami, FL 33131
Tel. 305-995-9600

**Liquidating Trustee's Attorney Address
and Phone Number:**
Michael S. Budwick, Esq.
3200 Southeast Financial Center
200 South Biscayne Blvd.
Miami, FL 33131
Bar No. 938777
Tel. 305-358-6363

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 1

QUESTIONNAIRE		
	YES*	NO
1. Have any assets been sold or transferred outside the normal course of business, or outside the Plan of Reorganization during this reporting period?		X
2. Are any post-confirmation sales or payroll taxes past due?		X
3. Are any amounts owed to post-confirmation creditors/vendors over 90 days delinquent?		X
4. Is the Debtor current on all post-confirmation plan payments?	X	

*If the answer to any of the above questions is "YES," provide a detailed explanation of each item on a separate sheet.

INSURANCE INFORMATION		
	YES	NO*
1. Are real and personal property, vehicle/auto, general liability, fire, theft, worker's compensation, and other necessary insurance coverages in effect?	N/A	N/A
2. Are all premium payments current?	N/A	N/A

*If the answer to any of the above questions is "NO," provide a detailed explanation of each item on a separate sheet.

CONFIRMATION OF INSURANCE					
TYPE of POLICY	and	CARRIER	Period of Coverage	Payment Amount and Frequency	Delinquency Amount
N/A			N/A	N/A	N/A

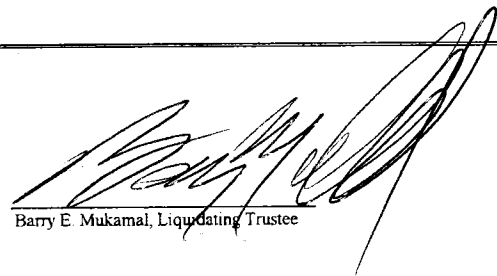
DESCRIBE PERTINENT DEVELOPMENTS, EVENTS, AND MATTERS DURING THIS REPORTING PERIOD:

For additional information, please see case website at: www.palmbeachfinanceinfo.com

Estimated Date of Filing the Application for Final Decree: TBD

I declare under penalty of perjury that this statement and the accompanying documents and reports are true and correct to the best of my knowledge and belief.

This 19th day of July 2013.



Barry E. Mukamal, Liquidating Trustee

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 2

CHAPTER 11 POST-CONFIRMATION
SCHEDULE OF RECEIPTS AND DISBURSEMENTS

Case Name: Palm Beach Finance II, L.P.
Case Number: 09-36396-BKC-PGH
Date of Plan Confirmation: November 1, 2010

All items must be answered. Any which do not apply should be answered "none" or "N/A".

	June 30, 2013	June 30, 2013
	Quarterly	Post Confirmation Total
1. CASH (Beginning of Period)^a	\$ 4,097,988.11	\$ none
2. INCOME or RECEIPTS during the Period	\$ 172,256.25	\$ 21,001,943.00
3. DISBURSEMENTS		
a. Operating Expenses (Fees/Taxes):		
(i) U.S. Trustee Quarterly Fees	\$ 4,875.00	\$ 65,000.00
(ii) Federal Taxes	none	none
(iii) State Taxes	none	none
(iv) Other Taxes	none	none
b. All Other Operating Expenses:	\$ 809,883.79	\$ 10,444,695.20
c. Plan Payments:		
(i) Administrative Claims	\$ none	\$ 1,332,762.23
(ii) Class One	none	none
(iii) Class Two	none	5,704,000.00
(iv) Class Three	none	none
(v) Class Four	none	none
(Attach additional pages as needed)		
Total Disbursements (Operating & Plan)	\$ 814,758.79	\$ 17,546,457.43
4. CASH (End of Period)^a	\$ 3,455,485.57	\$ 3,455,485.57

^a As reflected on the Debtor's Statement of Financial Affairs (6.b.), a U.S. Bank, N.A. cash account totaling \$185,442 (which amount is *not* included in the cash balances herein) was frozen as of October, 2008. The account continues to be frozen and under the custody and control of Receiver Douglas A. Kelley.

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 3

**CHAPTER 11 POST-CONFIRMATION
BANK ACCOUNT RECONCILIATIONS**
Prepare Reconciliation for each Month of the Quarter
Apr-13

Bank Account Information	Account #1	Account #2	Account #3	Account #4
Name of Bank:	Bank of New York Mellon	Bank of New York Mellon	Rabbobank	
Account Number:	9200-69549140-65	9200-69549140-66	5001439866	
Purpose of Account (Operating/Payroll/Tax)	Deposit Account	Operating	Operating	
Type of Account (e.g. checking)	Checking (was MM)	Checking	Checking	
1. Balance per Bank Statement	-	-	4,037,304.61	
2. ADD: Deposits not credited	none	none	none	
3. SUBTRACT: Outstanding Checks	none	none	none	
4. Other Reconciling Items	none	none	none	
5. Month End Balance (Must Agree with Books)	-	-	4,037,304.61	

Note: Attach copy of each bank statement and bank reconciliation.

Investment Account Information	Date of Purchase	Type of Instrument	Purchase Price	Current Value
Bank / Account Name / Number				
none	none	none	none	none

Note: Attach copy of each investment account statement.

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 3

**CHAPTER 11 POST-CONFIRMATION
BANK ACCOUNT RECONCILIATIONS**
Prepare Reconciliation for each Month of the Quarter
May-13

Bank Account Information	Account #1	Account #2	Account #3	Account #4
Name of Bank:	Bank of New York Mellon	Bank of New York Mellon	Rabbobank	
Account Number:	9200-69549140-65	9200-69549140-66	5001439866	
Purpose of Account (Operating/Payroll/Tax)	Deposit Account	Operating	Operating	
Type of Account (e.g. checking)	Checking (was MM)	Checking	Checking	
1. Balance per Bank Statement	-	-	3,932,418.71	
2. ADD: Deposits not credited	none	none	none	
3. SUBTRACT: Outstanding Check #11211	none	none	(7,274.43)	
4. Other Reconciling Items	none	none	none	
5. Month End Balance (Must Agree with Books)	-	-	3,925,144.28	

Note: Attach copy of each bank statement and bank reconciliation.

Investment Account Information	Date of Purchase	Type of Instrument	Purchase Price	Current Value
Bank / Account Name / Number				
none	none	none	none	none

Note: Attach copy of each investment account statement.

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 3

**CHAPTER 11 POST-CONFIRMATION
BANK ACCOUNT RECONCILIATIONS**
Prepare Reconciliation for each Month of the Quarter
Jun-13

Bank Account Information	Account #1	Account #2	Account #3	Account #4
Name of Bank:	Bank of New York Mellon	Bank of New York Mellon	Rabbobank	
Account Number:	9200-69549140-65	9200-69549140-66	5001439866	
Purpose of Account (Operating/Payroll/Tax)	Deposit Account	Operating	Operating	
Type of Account (e.g. checking)	Checking (was MM)	Checking	Checking	
1. Balance per Bank Statement	-	-	3,684,634.89	
2. ADD: Deposits not credited	none	none	none	
3. SUBTRACT: Outstanding Check #11218	none	none	(4,100.00)	
3. SUBTRACT: Outstanding Check #11220	none	none	(10,818.10)	
3. SUBTRACT: Outstanding Check #11221	none	none	(700.94)	
3. SUBTRACT: Outstanding Check #11222	none	none	(660.26)	
3. SUBTRACT: Outstanding Check #11223	none	none	(8,302.50)	
3. SUBTRACT: Outstanding Check #11224	none	none	(204,567.52)	
4. Other Reconciling Items	none	none	none	
5. Month End Balance (Must Agree with Books)	-	-	3,455,485.57	

Note: Attach copy of each bank statement and bank reconciliation.

Investment Account Information	Date of Purchase	Type of Instrument	Purchase Price	Current Value
Bank / Account Name / Number	none	none	none	none

Note: Attach copy of each investment account statement.

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 4

CHAPTER 11 POST-CONFIRMATION
CASH/DEBIT/CHECK DISBURSEMENTS DETAILS

Name of Bank	Bank of New York Mellon
Account Number	9200-69549140-66
Purpose of Account (Operating/Payroll/Personal)	Operating
Type of Account (e.g., Checking)	Checking

Check Number	Date of Transaction	Payee	Purpose or Description	Amount
		(NO TRANSACTIONS FOR THE PERIOD)		
			TOTAL	\$ -

If any checks written this period have not been delivered to the payee, provide details, including the payee, amount, explanation for holding check and anticipated delivery date of check.

MONTHLY OPERATING REPORT -
POST CONFIRMATION

ATTACHMENT NO. 4

CHAPTER 11 POST-CONFIRMATION
CASH/CREDIT/DEPOSIT DETAILS

Name of Bank	Rabobank, N.A.
Account Number	5001439866
Purpose of Account (Operating/Payroll/Personal)	Operating
Type of Account (e.g., Checking)	Checking

Deposit Number	Date of Transaction	Payor	Purpose or Description	Amount
-	04/02/13	Southwest Christian H.S.	Full settlement ECF1708, 82% PBFII \$57,400 + 18% PBF \$12,600	57,400.00
-	05/16/13	Marilyn Wolbert	Full settlement, 82% PBFII \$9,840 + 18% PBF \$2,160	12,000.00
-	05/16/13	Rich Wolbert-Innovation	Settlement, 82% PBFII \$2,542 + 18% PBF \$558	3,100.00
-	01/08/13	His Voice Ministries	Apr 2013 payment, ECF 1466	256.25
-	01/08/13	Gregory S Newman / First Republic Bk	Settlement	17,500.00
-	01/10/13	John D. Bergman	Settlement	82,000.00
<i>The following settlement deposit is reflected in this report NET of the disbursement to the PBF Liquidating Trust:</i>				
		<u>Ref #</u> <u>Payor</u>	<u>Settlement</u> <u>82% PBF II</u> <u>18% PBF</u>	
		1 Southwest Christian H.S.	70,000.00 57,400.00 12,600.00	
				TOTAL \$ 172,256.25

If any funds received this period have not been deposited into the bank account, provide details, including the payor, amount, explanation for holding deposit and anticipated deposit date.



Rabobank, N.A.
 90 E. Thousand Oaks Blvd., Ste 300
 Thousand Oaks, CA 91360

Account Number: [REDACTED]

Period Covered:
 April 01, 2013 - April 30, 2013
 Page 2 of 5

Barry E Mukamal
 One SE Third Avenue, Box158
 10th Floor
 Miami FL 33131

Case Number: 09-36396-L
 Case Name: PBF II Liquidating Trust
 Trustee Number: 0000290464
 Trustee Name: Barry E Mukamal

Questions
 (800) 634-7734, ext. 8
 bmsbankingcenter@bms7.com
 www.bmsadvantage.com

Trustee Checking

Account number	[REDACTED]	Beginning balance	\$4,099,940.14
Enclosures	11	Total additions	\$70,000.00
Avg collected balance	\$4,110,637.00	Total subtractions	\$132,635.53
		Ending balance	\$4,037,304.61

CHECKS

Number	Date	Amount	Number	Date	Amount
11192	04-03	1,952.03	11197	04-19	7,338.81
11193	04-12	12,600.00	11198	04-24	4,612.50
11194	04-23	35,005.95	11199	04-19	17,612.11
11195	04-23	10,579.49	11200	04-23	11,824.26
11196	04-19	8,128.14	11201	04-26	4,875.00

DEBITS

Date	Description	Subtractions
04-11	WIRE TRANSFER-OUT - KINETIC PARTNERS (20130411L2B77Y1C00 0144	18,107.24

CREDITS

Date	Description	Additions
04-03	DEPOSIT - 100008	70,000.00

DAILY BALANCES

Date	Amount	Date	Amount
03-31	4,099,940.14	04-12	4,137,280.87
04-03	4,167,988.11	04-19	4,104,201.81
04-11	4,149,880.87	04-23	4,046,792.11





Rabobank, N.A.
 90 E. Thousand Oaks Blvd., Ste 300
 Thousand Oaks, CA 91360

Account Number: [REDACTED]

Period Covered:
 May 01, 2013 - May 31, 2013
 Page 2 of 5

Barry E. Mukamal
 One SE Third Avenue, Box158
 10th Floor
 Miami FL 33131

Case Number: 09-36396-L
 Case Name: PBF II Liquidating Trust
 Trustee Number: 0000290464
 Trustee Name: Barry E. Mukamal

Questions
 (800) 634-7734, ext. 8
 bmsbankingcenter@bms7.com
 www.bmsadvantage.com

Trustee Checking

Account number	[REDACTED]	Beginning balance	\$4,037,304.61
Enclosures	11	Total additions	\$114,856.25
Avg collected balance	\$3,919,918.00	Total subtractions	\$219,742.15
		Ending balance	\$3,932,418.71

0/5/14/12/11
3925144.28
< 7274.43 >

CHECKS

Number	Date	Amount	Number	Date	Amount
11202	05-13	143,175.61	11207	05-14	8,502.17
11203	05-10	24,294.12	11208	05-16	5,709.43
11204	05-14	5,711.10	11209	05-13	2,328.80
11205	05-14	5,355.43	11210	05-16	5,740.00
11206	05-14	1,572.65			

JUN 29 2013

DEBITS

Date	Description	Subtractions
05-08	WIRE TRANSFER-OUT - KINETIC PARTNERS (20130508L2B77Y1C00 0236	17,352.84

CREDITS

Date	Description	Additions
05-17	DEPOSIT - 100010	256.25
05-17	DEPOSIT - 100009	15,100.00
05-20	WIRE TRANSFER-IN - GREGORY S NEWMAN 20130520L1B78H1C00 0342	17,500.00
05-29	WIRE TRANSFER-IN - JOHN D. BERGMAN 20130529GMQFMP0100 2519	82,000.00

DAILY BALANCES

Date	Amount	Date	Amount	Date	Amount
04-30	4,037,304.61	05-13	3,850,153.24	05-17	3,832,918.71
05-08	4,019,951.77	05-14	3,829,011.89	05-20	3,850,418.71
05-10	3,995,657.65	05-16	3,817,562.46	05-29	3,932,418.71



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Rabobank, N.A.
 90 E. Thousand Oaks Blvd., Ste 300
 Thousand Oaks, CA 91360

Account Number: [REDACTED]

Period Covered:
 June 01, 2013 - June 30, 2013
 Page 2 of 4

Barry E Mukamal
 One SE Third Avenue, Box158
 10th Floor
 Miami FL 33131

Case Number: 09-36396-L
 Case Name: PBF II Liquidating Trust
 Trustee Number: 0000290464
 Trustee Name: Barry E Mukamal

Questions
 (800) 634-7734, ext. 8
 bmsbankingcenter@bms7.com
 www.bmsadvantage.com

Trustee Checking

Account number	[REDACTED]	Beginning balance	\$3,932,418.71
Enclosures	8	Total additions	\$0.00
Avg collected balance	\$3,809,846.00	Total subtractions	\$247,783.82
		Ending balance	\$3,684,634.89

CHECKS

Number	Date	Amount	Number	Date	Amount
1211	06-17	7,274.43	11215	06-17	1,083.23
11212 *	06-12	149,048.09	11216	06-13	17,850.31
11213	06-18	6,884.50	11217	06-14	186.83
11214	06-14	8,091.51	11219 *	06-28	57,092.87

*Skip in check sequence

DEBITS

Date	Description	Subtractions
06-11	WIRE TRANSFER-OUT - KINETIC PARTNERS (20130611L2B77Y1C00 0043	272.05

DAILY BALANCES

Date	Amount	Date	Amount	Date	Amount
05-31	3,932,418.71	06-13	3,765,248.26	06-18	3,741,727.76
06-11	3,932,146.66	06-14	3,756,969.92	06-28	3,684,634.89
06-12	3,783,098.57	06-17	3,748,612.26		



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