

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

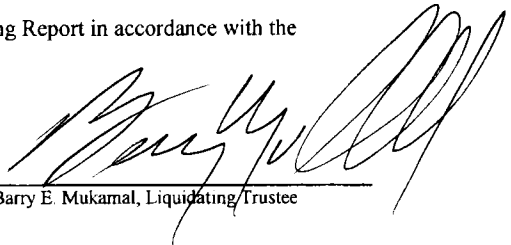
IN RE: PBF II LIQUIDATING TRUST	}	CASE NUMBER: 09-36396-BKC-PGH
Palm Beach Finance II, L.P.	}	
c/o Barry E. Mukamal, Liquidating Trustee	}	
One S.E. 3rd Avenue, 10th Fl.	}	
Miami, FL 33131	}	JUDGE: Paul G. Hyman Jr.
Tax ID/EIN: 86-1110680	}	
DEBTOR.	}	CHAPTER 11 VOLUNTARY

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

FROM 07/01/13 **TO** 09/30/13

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: October 18, 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

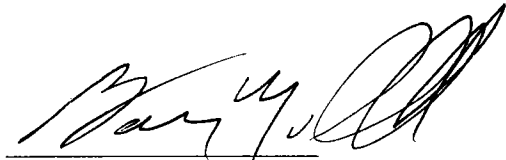
DESCRIBE PERTINENT DEVELOPMENTS, EVENTS, AND MATTERS DURING THIS REPORTING PERIOD:

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 18th day of October 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".

	September 30, 2013	September 30, 2013
	Quarterly	Post Confirmation Total
1. CASH (Beginning of Period)^a	\$ 3,455,485.57	\$ none
2. INCOME or RECEIPTS during the Period	\$ 145,194.50	\$ 21,147,137.50
3. DISBURSEMENTS		
a. Operating Expenses (Fees/Taxes):		
(i) U.S. Trustee Quarterly Fees	\$ 4,875.00	\$ 69,875.00
(ii) Federal Taxes	none	none
(iii) State Taxes	none	none
(iv) Other Taxes	none	none
	none	none
b. All Other Operating Expenses:	\$ 545,998.11	\$ 10,990,693.31
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)	\$ 550,873.11	\$ 18,097,330.54
4. CASH (End of Period)^a	\$ 3,049,806.96	\$ 3,049,806.96

^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
Jul-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:	██████████	██████████	██████████	
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	-	-	3,544,187.22	
2. ADD: Deposits not credited	none	none	none	
3. SUBTRACT: Outstanding Check #	none	none	none	
4. Other Reconciling Items	none	none	none	
5. Month End Balance (Must Agree with Books)	-	-	3,544,187.22	

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
Aug-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:	[REDACTED]	[REDACTED]	[REDACTED]	
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	-	-	3,327,204.78	
2. ADD: Deposits not credited	none	none	none	
3. SUBTRACT: Outstanding Check #	none	none	none	
4. Other Reconciling Items	none	none	none	
5. Month End Balance (Must Agree with Books)	-	-	3,327,204.78	

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
Sep-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:	██████████	██████████	██████████	
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	-	-	3,049,806.96	
2. ADD: Deposits not credited	none	none	none	
3. SUBTRACT: Outstanding Check #	none	none	none	
4. Other Reconciling Items	none	none	none	
5. Month End Balance (Must Agree with Books)	-	-	3,049,806.96	

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. 4

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

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

Check Number	Date of Transaction	Payee	Purpose or Description	Amount		
11225	7/15/13	Reed Smith LLP	May 2013 professional fees and expenses	4,855.18		
11226	7/15/13	Levine Kellogg Lehman Schneider + Grossman LP	May 2013 professional fees and expenses	5,874.89		
11227	7/15/13	Marcum LLP	May 2013 professional fees and expenses	14,983.57		
11228	7/15/13	Genovese Joblove & Battista PA	May 2013 Invoice 74518	713.40		
wire	7/16/13	Kinetic Partners (Cayman) Ltd.	May 2013	6,658.81		
11229	7/22/13	U.S. Trustee	2nd Qtr 2013 UST Fees	4,875.00		
11230	8/1/13	Levine Kellogg Lehman Schneider + Grossman LP	June 2013 professional fees and expenses	3,640.72		
11231	8/1/13	Marcum LLP	June 2013 professional fees and expenses	14,561.49		
11232	8/1/13	Meland Russin & Budwick PA	June 2013 professional fees and expenses	175,223.57		
11233	8/1/13	Parker & Rosen LLC	Apr-Jun 2013 82% Invs 11877,-82-83,-87-88,...	25,726.02		
11234	8/1/13	Peter C. Hagan	June 2013 professional fees and expenses	4,612.50		
11235	8/1/13	Reed Smith LLP	June 2013 professional fees and expenses	5,576.36		
wire	8/2/13	Kinetic Partners (Cayman) Ltd.	June 2013 professional fees and expenses	6,173.78		
11236	8/26/13	PBF Liquidating Trust	Transfer 18% of Assembly of God Church settlement to PBF	-		
11237	9/3/13	Meland Russin & Budwick PA	July 2013 professional fees and expenses	197,082.32		
11238	9/3/13	Levine Kellogg Lehman Schneider + Grossman LP	July 2013 professional fees and expenses	3,802.69		
11239	9/3/13	Reed Smith LLP	July 2013 professional fees and expenses	2,766.34		
11240	9/9/13	Marcum LLP	July 2013 professional fees and expenses	21,564.98		
11241	9/9/13	Capital Legal Solutions LLC	June & July 2013 Invoice #11825	7,212.06		
wire	9/10/13	Kinetic Partners (Cayman) Ltd.	July 2013 professional fees and expenses	2,450.72		
11242	9/17/13	Barry E. Mukamal, Trustee	Trustee fees and expenses-through June 2013	42,518.71		
<p><i>The following disbursement* paid to the PBF Liquidating Trust is reported at \$0 on this report; rather, said disbursement is netted against the settlement deposit on the Cash/Credit/Deposit Details report.</i></p>						
		Ref #	Payor	Settlement	82% PBF II	18% PBF*
		4	Assembly of God Church	17,000.00	13,940.00	3,060.00
				TOTAL	\$	550,873.11

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	[REDACTED]
Purpose of Account (Operating/Payroll/Personal)	Operating
Type of Account (e.g., Checking)	Checking

Deposit Number	Date of Transaction	Payor	Purpose or Description	Amount
-	7/3/2013	Robert O Naegele III	Payment to be split 82% PBF II (\$3,960) and 18% PBF (\$810)	4,500.00
-	7/3/2013	Rich Wolbert-Innovation	Payment to be split 82% PBF II (\$2,542) and 18% PBF (\$558)	3,100.00
-	7/3/2013	Southwest Key Programs Inc.	Payment to be split 82% PBF II (\$11,480) and 18% PBF (\$2,520)	14,000.00
-	7/3/2013	His Voice Ministries	9th of 12 Settlement payments	256.25
-	7/3/2013	His Voice Ministries	10th of 12 Settlement payments	256.25
-	7/8/2013	Fidelis Foundation/US Bank Minn	Settlement proceeds	97,990.00
-	7/26/2013	Kids First Scholarship Fund of MN	Settlement per ECF 1829	6,560.00
-	8/20/2013	Assembly of God Church	PBF \$3,060, PBF II \$13,940	13,940.00
-	8/20/2013	Bachmann for Congress	Full settlement	4,592.00
<i>18% of the following settlement deposits are to be paid to the PBF Liquidating Trust during the 4th Quarter of 2013:</i>				
		<u>Ref #</u>	<u>Payor</u>	<u>Settlement</u> <u>82% PBF II</u> <u>18% PBF</u>
		1	Robert O. Naegele III	4,500.00 3,690.00 810.00
		2	Rich Wolbert-Innovation	3,100.00 2,542.00 558.00
		3	Southwest Key Programs	14,000.00 11,480.00 2,520.00
<i>The following settlement deposit is reflected in this report NET of the disbursement to the PBF Liquidating Trust.</i>				
		4	Assembly of God Church	17,000.00 13,940.00 3,060.00
				TOTAL \$ 145,194.50

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

Period Covered:
 July 01, 2013 - July 31, 2013
 Page 1 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

Consolidated Balance Summary

Account	Number	Maturity Date	Ending Balance Prior Period	Ending Balance This Period
Checking Account TRUSTEE CHECKING	[REDACTED]		\$3,684,634.89	\$3,544,187.22
Total			\$3,684,634.89	\$3,544,187.22

Notable Information For You...

Improve due diligence efforts quickly! Get strategic insight into consumers with none of the effort. BMS and LCI bring you the latest in investigative technology: the new LCI Consumer Information Report (CIR). For only \$25 per report, the CIR enables trustees to leverage comprehensive data sources and efficient search capabilities through a single analytic interface - quickly verify information and identify gaps. BMS clients will enjoy the added convenience of ordering reports through MyResources.bms7.com and having them delivered directly into QuikDocs. Register with LCI through "MyResources" to start ordering reports today.





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

Account Number: [REDACTED]

Period Covered:
 July 01, 2013 - July 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	\$3,684,634.89
Enclosures	13	Total additions	\$126,662.50
Avg collected balance	\$3,539,052.00	Total subtractions	\$267,110.17
		Ending balance	<i>40,812.22</i> \$3,544,187.22

CHECKS

Number	Date	Amount	Number	Date	Amount
11218	07-03	4,100.00	11225	07-23	4,855.18
11220 *	07-02	10,818.10	11226	07-19	5,874.89
11221	07-05	700.94	11227	07-18	14,983.57
11222	07-03	660.26	11228	07-18	713.40
11223	07-17	8,302.50	11229	07-29	4,875.00
11224	07-01	204,567.52			

*Skip in check sequence

DEBITS

Date	Description	Subtractions
07-16	WIRE TRANSFER-OUT - KINETIC PARTNERS (20130716L2B77Y1C00 0112	6,658.81

CREDITS

Date	Description	Additions
07-05	DEPOSIT - 100011	22,112.50
07-08	WIRE TRANSFER-IN - FIDELIS FOUNDATION 20130708MMQFMP3100 2166	97,990.00
07-29	DEPOSIT - 100012	6,560.00

DAILY BALANCES

Date	Amount	Date	Amount	Date	Amount
06-30	3,684,634.89	07-05	3,485,900.57	07-18	3,553,232.29
07-01	3,480,067.37	07-08	3,583,890.57	07-19	3,547,357.40
07-02	3,469,249.27	07-16	3,577,231.76	07-23	3,542,502.22
07-03	3,464,489.01	07-17	3,568,929.26	07-29	3,544,187.22

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

Period Covered:
 August 01, 2013 - August 31, 2013
 Page 1 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

Consolidated Balance Summary

Account	Number	Maturity Date	Ending Balance Prior Period	Ending Balance This Period
Checking Account TRUSTEE CHECKING	[REDACTED]		\$3,544,187.22	\$3,327,204.78
Total			\$3,544,187.22	\$3,327,204.78

Notable Information For You...

- Use these tips to avoid delays with outgoing wire transfers:
- Confirm that the challenge questions/answers have been completed in your BMS software.
 - Confirm that the trustee's cell phone number has been added in your BMS software to verify the wire.
 - Use the outgoing wire transfer form supplied by BMS, it will prefill with today's date, case and account information.
 - Fax the outgoing wire transfer form to the fax number listed on the form by 12:30 p.m. (PDT) for same day transfers.
 - For additional tips, visit www.bmsadvantage.com/bankingtips.
- The BMS Banking Center is available Monday-Friday from 8 a.m. to 8 p.m. EST by email at BMSBankingCenter@bms7.com or call (800)634-7734, option 8.



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

Account Number: [REDACTED]

Period Covered:
 August 01, 2013 - August 31, 2013
 Page 2 of 4

Barry E Mukamal
 One SE Third Avenue, Box158
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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
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Trustee Checking

Account number	[REDACTED]	Beginning balance	\$3,544,187.22
Enclosures	8	Total additions	\$21,592.00
Avg collected balance	\$3,347,846.00	Total subtractions	\$238,574.44
		Ending balance	<u>\$3,327,204.78</u>

CHECKS

Number	Date	Amount	Number	Date	Amount
11230	08-06	3,640.72	11234	08-07	4,612.50
11231	08-05	14,561.49	11235	08-08	5,576.36
11232	08-05	175,223.57	11236	08-30	3,060.00
11233	08-07	25,726.02			

DEBITS

Date	Description	Subtractions
08-02	WIRE TRANSFER-OUT - KINETIC PARTNERS (20130802L2B77Y1C00 0053	6,173.78

CREDITS

Date	Description	Additions
08-21	DEPOSIT - 100013	21,592.00

DAILY BALANCES

Date	Amount	Date	Amount	Date	Amount
07-31	3,544,187.22	08-06	3,344,587.66	08-21	3,330,264.78
08-02	3,538,013.44	08-07	3,314,249.14	08-30	3,327,204.78
08-05	3,348,228.38	08-08	3,308,672.78		



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Period Covered:
 September 01, 2013 - September 30, 2013
 Page 1 of 4

Barry E. Mukamal
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Case Number: 09-36396-L
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 Trustee Number: 0000290464
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Consolidated Balance Summary

Account	Number	Maturity Date	Ending Balance Prior Period	Ending Balance This Period
Checking Account TRUSTEE CHECKING	[REDACTED]		\$3,327,204.78	\$3,049,806.96
Total			\$3,327,204.78	\$3,049,806.96

Notable Information For You...

When requesting check or deposit stock, we wanted to remind you that these come in packs of 500 sheets. Each pack will allow you to print 1,500 checks or deposit slips (excluding copies). Place your order online through the BMS client portal: <https://MyResources.bms7.com>.
 Rabobank will be closed on October 14 and November 11 in observance of the Columbus Day and Veteran's Day holidays. All transactions will be posted the following business day; however, the BMS Banking Center will be available during normal business hours for assistance.





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

Account Number: [REDACTED]

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

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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	\$3,327,204.78
Enclosures	6	Total additions	\$0.00
Avg collected balance	\$3,122,617.00	Total subtractions	\$277,397.82
		Ending balance	\$3,049,806.96

CHECKS

Number	Date	Amount	Number	Date	Amount
11237	09-06	197,082.32	11240	09-11	21,564.98
11238	09-09	3,802.69	11241	09-26	7,212.06
11239	09-11	2,766.34	11242	09-18	42,518.71

DEBITS

Date	Description	Subtractions
09-10	WIRE TRANSFER-OUT - KINETIC PARTNERS (20130910L2B77Y1C00 0018	2,450.72

DAILY BALANCES

Date	Amount	Date	Amount	Date	Amount
08-31	3,327,204.78	09-10	3,123,869.05	09-26	3,049,806.96
09-06	3,130,122.46	09-11	3,099,537.73		
09-09	3,126,319.77	09-18	3,057,019.02		

