

**THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF RHODE ISLAND**

**IN RE UTGR, INC. D/B/A TWIN RIVER, ET AL.
CASE NUMBER 09-12418**

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

General

UTGR, Inc. and its affiliated debtors (the "Debtors"), have prepared unaudited Schedules of Assets and Liabilities (the "Schedules") and Statements of Financial Affairs (the "Statements") and together with the Schedules, the "Bankruptcy Schedules") pursuant to section 521 of title 11 of the United States Code (the "Bankruptcy Code") and Rule 1007 of the Federal Rules of Bankruptcy Procedure. Although management has made reasonable efforts to ensure that the Bankruptcy Schedules are as accurate and complete as possible under the circumstances based on information that was available to them at the time of preparation, subsequent information, or discovery may result in material changes to these Bankruptcy Schedules, and inadvertent errors or omissions may exist. Because the Bankruptcy Schedules contain unaudited information, they are subject to further review and potential adjustment. These Global Notes and Statement of Limitations, Methodology and Disclaimer Regarding the Debtors' Statements of Financial Affairs and Schedules of Assets and Liabilities (the "Global Notes") are incorporated by reference in, and comprise an integral part of, the Bankruptcy Schedules, and should be referred to and reviewed in connection with any review of the Bankruptcy Schedules. These Global Notes are in addition to the specific notes contained in the Debtors' Bankruptcy Schedules. The fact that the Debtors have prepared a Global Note with respect to a particular Schedule (or Statement) and not to others does not exclude the applicability of such Global Note to any or all of the Debtors' remaining Schedules (or Statements), as appropriate.

Description of the Cases and "As Of" Information Date

The Debtors filed their voluntary petitions for relief under chapter 11 of the Bankruptcy Code (the "Chapter 11 Cases") on June 23, 2009 (the "Petition Date"). The Debtors are operating their business and managing their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On June 23, 2009, an order was entered directing procedural consolidation and joint administration of these Chapter 11 Cases. The information provided, except as otherwise noted, is as of the Petition Date.

Confidentiality or Voluminous Parties

There may be instances within the Bankruptcy Schedules where names, addresses, or amounts have been left blank for one of the following reasons. Due to the nature of an agreement between a Debtor and a third party, concerns of confidentiality or concerns for the privacy of an

individual, the Debtors may have deemed it appropriate and necessary to avoid listing such names, addresses, and amount. Where directors, current employees, and former employees have been identified in the Bankruptcy Schedules, for privacy and confidentiality reasons, their personal addresses have not been set forth. Moreover, there are instances where certain claims or information relate to a large volume of third parties such that it would be too voluminous to list each third party and instead a general category is used to identify such third parties.

Amendment

Reasonable efforts have been made to prepare and file complete and accurate Bankruptcy Schedules; however, inadvertent errors or omissions may exist. The Debtors reserve the right to amend the Bankruptcy Schedules in all respects as may be necessary or appropriate, including, but not limited to, the right to assert offsets or defenses to, or to dispute, any claim reflected on the Bankruptcy Schedules as to amount, liability, or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.” Furthermore, nothing contained in the Bankruptcy Schedules shall constitute a waiver of the Debtors’ rights with respect to these Chapter 11 Cases and specifically with respect to any issues involving substantive consolidation, equitable subordination, and/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.

Recharacterization

The Debtors have made reasonable efforts to characterize, classify, categorize or designate the claims, assets, executory contracts, unexpired leases and other items listed in the Bankruptcy Schedules correctly. However, due to the complexity and size of the Debtors’ businesses, the Debtors may have inadvertently incorrectly characterized, classified, categorized or designated certain items. The Debtors thus reserve their rights to recharacterize, reclassify, recategorize or redesignate items reported in the Bankruptcy Schedules at a later time as necessary or appropriate as additional information becomes available, including but not limited to, whether contracts listed herein were executory as of the Petition Date or remain executory postpetition.

Totals

All totals that are included in the Bankruptcy Schedules represent totals of all the known amounts included on the Bankruptcy Schedules. It would be prohibitively expensive, unduly burdensome, and time-consuming to obtain current market valuations of the Debtors’ property interests contained in the Schedules. Accordingly, to the extent any asset value is listed herein, unless otherwise indicated, net book values, rather than current market values, of the Debtors’ interests in property are reflected on the Schedules. Unless otherwise indicated, (i) all asset amounts listed are as of June 23, 2009 or June 30, 2009, (ii) all customer claim amounts included on Schedule F are as of June 23, 2009 or June 30, 2009, and (iii) all other claim amounts are listed as of the Petition Date.

Excluded Assets and Liabilities

The Debtors have excluded certain assets from the Bankruptcy Schedules which have a net book value of zero as well as prepaid expenses. These assets are not listed because there is most likely

no fair market value associated with these assets. The Debtors have excluded certain liabilities from the Bankruptcy Schedules, which include liabilities resulting from certain tax accruals, liabilities which have not been approved for payment, accruals for which invoices have not been received and interest outstanding which has not been approved for payment. In addition, intercompany receivables and payables between and amongst Debtor entities have been excluded. Certain “pass through” transactions have also been excluded.

Undetermined Amounts

The description of an amount as “unknown” or “undetermined” is not intended to reflect upon the materiality of such amount.

Disputed, Contingent and/or Unliquidated Claims

Schedules D, E and F permit each of the Debtors to designate a claim as “disputed,” “contingent” and/or “unliquidated.” Some of the Debtors’ scheduled assets and liabilities are unknown and unliquidated at this time. In such cases, the amounts are listed as “unknown” or “undetermined.” Accordingly, the Bankruptcy Schedules may not completely reflect the ultimate aggregate amount of the Debtors’ current assets and liabilities. Any failure to designate a claim on the Debtors’ Schedules as “disputed,” “contingent” or “unliquidated” does not constitute an admission by the Debtors that such amount is not “disputed,” “contingent” or “unliquidated” or that such claim is not subject to objection. The Debtors reserve the right to dispute, or assert offsets or defenses to, any claim reflected on these Schedules as to amount, liability or classification or to otherwise subsequently designate any claim as “disputed,” “contingent” or “unliquidated.” Listing a claim does not constitute an admission of liability by the Debtors.

Summary of Significant Reporting Policies

The preparation of the Bankruptcy Schedules required the Debtors to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities, and the reported amounts of expenses during the reporting period. Actual results could differ from those estimates. Without prior notice, the Debtors may amend their Bankruptcy Schedules as they deem necessary and appropriate to reflect material changes, if any, which may arise during the pendency of these Chapter 11 Cases. In addition, the Debtors reserve the right to dispute or to assert offsets or defenses to any claim listed on the Bankruptcy Schedules.

Given the differences between the information requested in the Bankruptcy Schedules and the financial information utilized under generally accepted accounting principles in the United States (“GAAP”), the aggregate asset values and claim amounts set forth in the Bankruptcy Schedules do not necessarily reflect the amounts that would be set forth in a balance sheet prepared in accordance with GAAP.

Classifications

Listing a claim (i) on Schedule D as “secured,” (ii) on Schedule E as “priority,” or (iii) on Schedule F as “unsecured nonpriority,” or listing a contract on Schedule G as “executory” or “unexpired” does not constitute an admission by the Debtor of the legal rights of the claimant, or

a waiver of the Debtor's right to recharacterize or reclassify such claim or contract. In particular, the Debtors reserve the right to amend the Bankruptcy Schedules to recharacterize or reclassify any such contract or claim.

Intercompany claims can be characterized in many ways, including: (i) pari passu with all third-party debt, (ii) subordinated to all third-party debt but senior to common equity; or (iii) equity. The Debtors reserve all of their rights with respect to the intercompany balances listed on the Bankruptcy Schedules, including, but not limited to, the appropriate characterization of such intercompany balances.

Schedule A—Real Property

Real property values listed for the Debtors on Schedule A are still being determined. However, such values do not necessarily reflect the Debtors' views of the actual or market value of such property.

Schedule B—Personal Property

Schedule B of the Schedules identifies such Debtor's direct ownership interests in subsidiaries, but it does not list any subsidiary in which the Debtor may have indirect ownership rights. The Debtors listed the value of certain ownership interests as undetermined because the fair market value of such stock interests is dependent on numerous variables and factors and may differ significantly from the net book value.

The Debtors routinely perform manual counts of their inventories. Inventory values are as of the dates indicated and are at cost.

Schedule D—Creditors Holding Secured Claims

With respect to Schedule D, there is \$1,000,000 that remains undrawn with respect to the Third Amended and Restated First Priority Credit Agreement dated as of August 23, 2005.

With respect to Schedule D for UTGR, Inc., mechanic's lien holder amounts are listed as undetermined for all parties with the exception of Dimeo Construction. The amount listed as owing to Dimeo Construction, the general contractor, is the combined amount claimed by all mechanic's lien holders, including all sub-contractors.

Schedule E—Creditors Holding Unsecured Priority Claims

The Bankruptcy Court authorized the Debtors to pay certain prepetition employee wages, salaries, benefits, and other obligations. Accordingly, employee claims for prepetition amounts, which have been earned but have not been authorized for payment as of the time of the filing of the Bankruptcy Schedules, have been included on the appropriate Schedule or Statement.

Schedule F—Creditors Holding Unsecured Nonpriority Claims

With respect to the claims listed on Schedule F, the Debtors reserve all of their rights, claims, and defenses with respect to the characterization of such amounts, including, but not limited to,

whether such amounts constitute property of the Debtors' estate pursuant to section 541 of the Bankruptcy Code or property of the respective customer.

Schedule G—Executory Contracts and Unexpired Leases

For purposes of the Schedules, the Debtors have only scheduled claims and executory contracts for which the Debtors may be contractually and/or directly liable. No claims have been scheduled for a Debtor that may have benefited directly or indirectly from a contractual relationship to which the Debtor was not a named party. No claims or executory contracts have been scheduled where payments to third parties were made on a Debtor's behalf for administrative convenience or as a result of the cash management system of the Debtors.

While every reasonable effort has been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases, inadvertent errors or omissions may have occurred. The Debtors hereby reserve all of their rights to dispute the validity, status, or enforceability of any contract, agreement, or lease set forth on Schedule G that may have expired or may have been modified, amended, and supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters and other documents, instruments, and agreements which may not be listed on Schedule G. The Debtors reserve all of their rights to dispute or challenge the characterization of the structure of any transaction, or any document or instrument (including, without limitation, any intercompany agreement) related to a creditor's claim. In the ordinary course of business, the Debtors may have entered into agreements, written or oral, for the provision of certain services on a month-to-month or at-will basis. Such contracts may not be included on Schedule G. However, the Debtors reserve the right to assert that such agreements constitute executory contracts.

Listing a contract or agreement on Schedule G does not constitute an admission that such contract or agreement is an executory contract or unexpired lease. The Debtors reserve all rights to challenge whether any of the listed contracts, leases, agreements, or other documents constitute an executory contract or unexpired lease, including if any are unexpired non-residential real property leases. Any and all of the Debtors' rights, claims, and causes of action with respect to the contracts and agreements listed on Schedule G are hereby reserved and preserved.

Statement 3b—Payments to Creditors

With respect to Statement question 3b, the Debtors are currently researching the correct contact information for certain creditors who received transfers in the 90 days prior to the Petition Date.

Statement 3c—Payments to Insiders

With respect to Statement question 3c, the listing of a party as an insider is not intended to be nor shall it be construed as a legal characterization of such party as an insider and does not act as an admission of any fact, claim, right, or defense and all such rights, claims, and defenses are hereby reserved.

Statement 14–Property Held for Another Person

In the ordinary course of business, the Debtors hold cash that is attributable to Video Lottery Terminal (“VLT”) winnings, which are payable to the State of Rhode Island. As of June 23, 2009, the Debtors held \$0.7 million of such restricted cash. The Debtors are also in possession of VLT machines, which are owned and maintained by the third parties listed on Statement 14 and the operation of which is governed by the State of the Rhode Island.

Statement 18–Nature, Location, and Name of Business

With respect to Statement question 18, the Debtors have identified all businesses in which the Debtors have a direct ownership interest in more than 5% of the voting or equity securities. Indirect ownership rights, if any, are not listed.

Statement 19d–Books, Records, and Financial Statements

With respect to SOFA question 19d, in the ordinary course of business, the Debtors may have provided financial information to banks, insurers, suppliers, regulatory agencies, rating agencies, and various other interested parties. The Debtors and their agents, attorneys, and financial advisors do not guarantee or warrant the accuracy or completeness of the data that is provided herein and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, errors, or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained herein. While every effort has been made to provide accurate and complete information herein, inadvertent errors or omissions may exist. The Debtors and their agents, attorneys, and financial advisors expressly do not undertake any obligation to update, modify, revise, or re-categorize the information provided herein, or to notify any third party should the information be updated, modified, revised, or re-categorized. In no event shall the Debtors or their agents, attorneys, and financial advisors be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business, or lost profits), whether foreseeable or not and however caused, even if the Debtors or their agents, attorneys, and financial advisors are advised of the possibility of such damages.

STATEMENT OF FINANCIAL AFFAIRS

UNITED STATES BANKRUPTCY COURT
DISTRICT OF RHODE ISLAND

In Re: BLB MANAGEMENT SERVICES, INC.

Case No. 09-12419 (ANV)
Chapter 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 and 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 the 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.

Pursuant to Rule 1009 of the Federal Rules of Bankruptcy Procedure, the Debtor hereby reserves the right to amend this statement of financial affairs from time to time and at any time to, among other things, correct errors and/or omissions.

None

1. Income from employment or operation of business

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	PERIOD	SOURCE
902,000.00	JAN 1 - JUNE 22, 2009	OPERATING REVENUE
1,668,000.00	2008	OPERATING REVENUE
1,629,000.00	2007	OPERATING REVENUE

None

2. Income other than from employment or operation of business

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	PERIOD	SOURCE (IF MORE THAN ONE)
89,000.00	JAN 1 - JUNE 22, 2009	INTEREST INCOME
288,000.00	2008	INTEREST INCOME
0	2007	INTEREST INCOME

None

3. Payments to creditors

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 if the aggregate value of all property that constitutes or is affected by such transfer is not less than \$600. 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 creditor 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)

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 \$5,475. 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 creditor 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.)

VENDOR #	RELATIONSHIP TO DEBTOR	NAME AND ADDRESS	DATE OF PAYMENT/TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
ADMINISTRATIVE EXPENSES	PAYROLL SERVICE FEES AND BANK FEES	ADMINISTRATIVE EXPENSES	03/31/09 - 06/15/09	1,066.16	
ADP - 401K	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	03/31/2009	813.53	
ADP - TAXES	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	03/31/2009	4,044.12	
ADP - 401K	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	04/15/2009	813.53	
ADP - TAXES	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	04/15/2009	3,228.92	
ADP - 401K	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	04/30/2009	813.53	
ADP - TAXES	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	04/30/2009	3,228.92	
ADP - 401K	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	05/15/2009	813.53	
ADP - TAXES	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	05/15/2009	3,187.02	
ADP - 401K	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	05/31/2009	813.53	
ADP - TAXES	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	05/31/2009	2,613.19	
ADP - 401K	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	06/15/2009	813.53	
ADP - TAXES	PAYROLL SERVICE	ADP 225 SECOND AVENUE WALTHAM MA 02454	06/15/2009	2,454.06	
EATON CRAIG	EMPLOYEE	EATON CRAIG C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	03/31/2009	11,581.49	
EATON CRAIG	EMPLOYEE	EATON CRAIG C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	04/15/2009	11,581.49	

VENDOR #	RELATIONSHIP TO DEBTOR	NAME AND ADDRESS	DATE OF PAYMENT/TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
EATON CRAIG	EMPLOYEE	EATON CRAIG C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	04/30/2009	11,581.49	
EATON CRAIG	EMPLOYEE	EATON CRAIG C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	05/15/2009	11,581.49	
EATON CRAIG	EMPLOYEE	EATON CRAIG C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	05/31/2009	11,581.49	
EATON CRAIG	EMPLOYEE	EATON CRAIG C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	06/15/2009	11,581.49	200,792.79
OTHER EMPLOYEES	EMPLOYEE	OTHER EMPLOYEES VARIOUS ADDRESSES	03/31/09 - 06/15/09	158,040.10	162,765.45
PAPANIER GEORGE	EMPLOYEE	PAPANIER GEORGE C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	03/31/2009	18,750.00	
PAPANIER GEORGE	EMPLOYEE	PAPANIER GEORGE C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	04/15/2009	18,750.00	
PAPANIER GEORGE	EMPLOYEE	PAPANIER GEORGE C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	04/30/2009	18,750.00	
PAPANIER GEORGE	EMPLOYEE	PAPANIER GEORGE C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	05/15/2009	18,750.00	
PAPANIER GEORGE	EMPLOYEE	PAPANIER GEORGE C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	05/31/2009	18,750.00	
PAPANIER GEORGE	EMPLOYEE	PAPANIER GEORGE C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	06/15/2009	18,750.00	333,536.78

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.)

VENDOR #	RELATIONSHIP TO DEBTOR	NAME AND ADDRESS	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
OO-EATONC	INSIDER	CRAIG EATON C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	VARIOUS	280,255.00	200,792.79
00-PAPANIER	INSIDER	GEORGE PAPANIER C/O BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865	VARIOUS	450,000.00	333,536.78

None

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

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
LISA RALLIS, V. UTGR, INC. D/B/A TWIN RIVER, UTGR, INC. D/B/A LINCOLN PARK, BLB MANAGEMENT SERVICES, INC., BLB INVESTORS, LLC AND JOHN DOE CORPORATION, C.A. NO. PC2008-8105	NEGLIGENCE	STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS SUPERIOR COURT, PROVIDENCE COUNTY	STAYED PENDING BANKRUPTCY PROCEEDINGS
TANYA L. DESCHENEAU V. UTGR, INC. D/B/A TWIN RIVER, UTGR, INC. D/B/A LINCOLN PARK, BLB MANAGEMENT SERVICES, INC., BLB INVESTORS, LLC AND JOHN DOE CORPORATION, C.A. NO. PC08-7662	NEGLIGENCE	STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS SUPERIOR COURT, PROVIDENCE COUNTY	STAYED PENDING BANKRUPTCY PROCEEDINGS
STEVEN DESANTIS V. BLB MANAGEMENT SERVICES, INC., A/K/A LINCOLN GREYHOUND PARK, AND TWIN RIVERS, C.A. NO. 09-2858	NEGLIGENCE	STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS SUPERIOR COURT, PROVIDENCE COUNTY	STAYED PENDING BANKRUPTCY PROCEEDINGS
KATHLEEN DOLLOFF V. UTGR, INC. D/B/A TWIN RIVER, C.A. NO. 09-275-ML	WRONGFUL TERMINATION IN VIOLATION OF FEDERAL AND STATE STATUTES	US DISTRICT COURT FOR THE DISTRICT OF RHODE ISLAND	STAYED PENDING BANKRUPTCY PROCEEDINGS
MICHAEL CARDELLO V. UTGR, INC. D/B/A TWIN RIVER, AAA CASE NO. 11 460 00397 09	ALLEGED BREACH OF INDIVIDUAL EMPLOYMENT CONTRACT	AMERICAN ARBITRATION ASSOCIATION	BEING HELD IN ABEYANCE PENDING BANKRUPTCY PROCEEDINGS
Red & Jerrys LLC v. WEMBLEY, INC., MILE HIGH USA, INC. f/k/a UNITED TRACK RACING, INC., UTGR INC., INTERSTATE RACING ASSOCIATION, INC., WEMBLEY ARAPAHOE HOLDINGS, INC., MILE HIGH KENNEL CLUB, INC., PUEBLO KENNEL ASSOCIATION, RACING ASSOCIATES OF COLORADO, LTD., and BLB MANAGEMENT SERVICES, INC., C.A. No. 2008cv4580	BREACH OF CONTRACT	DISTRICT COURT, EL PASO COUNTY, COLORADO	STAYED PENDING BANKRUPTCY PROCEEDINGS

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.)

None

5. Repossessions, foreclosures and returns

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.)

None

6. Assignments and receiverships

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.)

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.)

None

7. Gifts

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.)

None

8. Losses

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.)

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 a petition in bankruptcy within one year immediately preceding the commencement of this case.

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.)

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.

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.)

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.)

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.)

14. Property held for another person

None

List all property owned by another person that the debtor holds or controls.

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.

None

16. Spouses and Former Spouses

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.

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:

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.

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.

None

18. Nature, location and name of business

a. If the debtor is an individual, list the names and 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 AND ADDRESS	LAST FOUR DIGITS OF SOC. SEC. NO. / COMPLETE EIN OR OTHER TAXPAYER I.D. NO.	NATURE OF BUSINESS	BEGINNING AND ENDING DATES OF OPERATION
UTGR, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865 USA	FID # 52-1669863	GAMING & ENTERTAINMENT OPERATIONS	JULY 18, 2005 - PRESENT
MILE HIGH USA, INC. 26000 EAST QUINCY ROAD AURORA CO 80016 USA	FID # 52-1669864	GAMING & ENTERTAINMENT OPERATIONS	JULY 18, 2005 - 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.

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.)

None

19. Books, records and financial statements

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
SUNEET TALPADE 100 TWIN RIVER ROAD LINCOLN RI 02865	2006 - PRESENT

None b. List all firms or individuals who within 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 AND ADDRESS	DATES SERVICES RENDERED
PRICEWATERHOUSECOOPERS LLP 185 ASYLUM STREET SUITE 2400 HARTFORD CT 06103-3404	2005 - 2008

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 AND ADDRESS
FOOTNOTE: N/A - ALL BOOKS AND RECORDS ARE WITH THE COMPANY

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
FOOTNOTE: SEE GLOBAL NOTES

20. Inventories
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.

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.

None **21. Current Partners, Officers, Directors, and Shareholders**
a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

None b. If the debtor is a corporation, list all the 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, ADDRESS AND TITLE	NATURE OF STOCK OWNERSHIP	PERCENTAGE OF STOCK OWNERSHIP
BLB WORLDWIDE HOLDINGS, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865 USA	COMMON STOCK	100.00%

NAME, ADDRESS AND TITLE	NATURE OF STOCK OWNERSHIP	PERCENTAGE OF STOCK OWNERSHIP
MADISON GROSE DIRECTOR STARWOOD CAPITAL GROUP, LLC 591 WEST PUTNAM AVENUE GREENWICH CT 06830 USA		
RICHARD LEVINE DIRECTOR KERZNER INTERNATIONAL 730 5TH AVENUE, 5TH FL. NEW YORK NY 10019 USA		
LEN WOLMAN DIRECTOR WATERFORD GROUP LLC 914 HARTFORD TURNPIKE WATERFORD CT 06385 USA		
DANIEL YIH DIRECTOR STARWOOD CAPITAL GROUP, LLC 591 WEST PUTNAM AVENUE GREENWICH CT 06830 USA		
GEORGE PAPANIER OFFICER BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865 USA		
CRAIG EATON OFFICER BLB MANAGEMENT SERVICES, INC. 100 TWIN RIVER ROAD LINCOLN RI 02865 USA		

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.

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, ADDRESS AND TITLE	DATE OF TERMINATION
BARRY STERNLICHT DIRECTOR STARWOOD CAPITAL GROUP, LLC 591 WEST PUTNAM AVENUE GREENWICH CT 06830 USA	12/9/2008 - RESIGNED FROM BOARD

NAME, ADDRESS AND TITLE

DATE OF TERMINATION

BONNI BIUMI
DIRECTOR
KERZNER INTERNATIONAL
100 S. PINE ISLAND ROAD, SUITE 800
PLANTATION FL 33324 USA

6/26/2008 - RESIGNED FROM BOARD

None

23. Withdrawals from a partnership or distributions by a corporation

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.

None

24. Tax Consolidation Group

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

TAYPAYER IDENTIFICATION NUMBER

BLB WORLDWIDE HOLDINGS, INC.

20-0904604

None

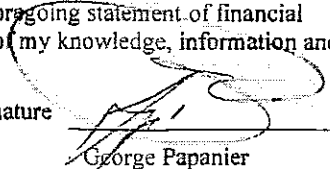
25. Pension Funds

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.

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 August 21, 2009

Signature 
George Papanier
President and COO

[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