

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

In re **SONG, LLC**

Debtor

Case No. 05-17921

Chapter 11

SUMMARY OF SCHEDULES

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

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	AMOUNTS SCHEDULED		
			ASSETS	LIABILITIES	OTHER
A - Real Property	No	1	\$0.00		
B - Personal Property	No	5	\$17,314,742.68		
C - Property Claimed As Exempt	No				N/A
D - Creditors Holding Secured Claims	No	1		\$0.00	
E - Creditors Holding Unsecured Priority Claims	No	10		\$0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	10		\$7,355,086.06	
G - Executory Contracts and Unexpired Leases	No	17			
H - Codebtors	No	6			
I - Current Income of Individual Debtor(s)	No				N/A
J - Current Expenditures of Individual Debtor(s)	No				N/A
Total Number of Sheets of ALL Schedules		50			
			Total Assets	\$17,314,742.68	
				Total Liabilities	\$7,355,086.06

AMENDED

In re **SONG, LLC**

Case No. **05-17921**

Debtor

(if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Report total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

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

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY			UNLIQUIDATED			
				DISPUTED			
ACCOUNT NO. 0010023072 ADP BENEFIT SERVICES 4900 UNIVERSITY AVENUE WEST DES MOINES, IA 50266		A/P VENDOR					\$32,037.17
ACCOUNT NO. 0010023071 ADP, INC. 2575 WESTSIDE PARKWAY ALPHARETTA, GA 30004-3852		A/P VENDOR					\$1,584.12
ACCOUNT NO. 0010022244 ADP, INC. 5800 WINWARD PKWY ALPHARETTA, GA 30005		A/P VENDOR					\$85,250.75

Sheet no. 1 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal (Total of this page)	\$118,872.04
Total (Use only on the last page of the completed Schedule F)	

(Report total also on Summary of Schedules)

AMENDED

In re **SONG, LLC**

Case No. **05-17921**

Debtor

(if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED			
			DISPUTED	DISPUTED	DISPUTED	
ACCOUNT NO. 0010022976 AETNA U.S. HEALTHCARE AETNA MIDDLETOWN LAD CHICAGO, IL 60673-0944		A/P VENDOR				\$856.80
ACCOUNT NO. AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC. ATTN: SENIOR VICE PRESIDENT, CARD BUSINESS DEVELOPMENT 200 VESEY STREET NEW YORK, NY 10285-3500		AMEX PREPAY DUE 2007	X	X	X	UNKNOWN
ACCOUNT NO. 0010022384 BURRELLESLUCE 75 EAST NORTHFIELD ROAD LIVINGSTON, NJ 07039		A/P VENDOR				\$1,646.71
ACCOUNT NO. 0010022717 CIRQIT.COM, INC. 100 SOUTH JEFFERSON ROAD WHIPPANY, NJ 07981		A/P VENDOR				\$1,815.00
ACCOUNT NO. 0010023026 COCA-COLA USA P.O. BOX 102499 ATLANTA, GA 30368		A/P VENDOR				\$436.70

Sheet no. 2 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

\$4,755.21

Total
(Use only on the last page of the completed Schedule F)

(Report total also on Summary of Schedules)

AMENDED

In re **SONG, LLC**

Case No. **05-17921**

Debtor

(if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED			
			DISPUTED			
ACCOUNT NO. 0010025130	Deleted					
CREATIVE ARTISTS AGENCY 9830 WILSHIRE BLVD. BEVERLY HILLS, CA 90212		A/P VENDOR				\$0.00
ACCOUNT NO. 0010008248		A/P VENDOR				\$1,523.96
CREW OUTFITTERS, INC. 3430 LANG AVE HAPEVILLE, GA 30354-1306		A/P VENDOR				\$52,142.52
ACCOUNT NO. 0010022120		A/P VENDOR				\$52,142.52
DAN KLORES COMMUNICATIONS 386 PARK AVENUE NEW YORK, NY 10016		A/P VENDOR				\$52,142.52
ACCOUNT NO.		LITIGATION	X	X	X	UNKNOWN
DIANA TREITLER & BRUCE TREITLER V. DELTA AIR LINES 5275 LONDON CIRCLE BOYNTON BEACH, FL 33437		502004CA008796XXXMB AD U76-27 STATE COURT PALM BEACH				
ACCOUNT NO. 0010006942		A/P VENDOR				\$5,839.63
DIVERSIFIED ELECTRONICS INC 309 AGNEW DR C FOREST PARK, GA 30297-2606		A/P VENDOR				\$5,839.63

Subtotal (Total of this page)	\$59,506.11
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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED			
			DISPUTED			
ACCOUNT NO. 0010023076 ECHOSTAR SATELLITE CORPORATION DBA DISH NETWORK ACCT 2525735 5701 S. SANTA FE LITTLETON, CO 80120		A/P VENDOR				\$478,006.84
ACCOUNT NO. 0010024631 EFLYTE INC ONE INDEPENDENT DRIVE JACKSONVILLE, FL 32202		A/P VENDOR				\$38,387.00
ACCOUNT NO. 0010023679 EMORY UNIVERSITY GOIZUETA MARKETING STRATEGY 1300 CLIFTON RD. ATLANTA, GA 30322		A/P VENDOR				\$5,000.00
ACCOUNT NO. GE CORPORATE FINANCIAL SERVICES WILLIAM R. DOOLITTLE VICE PRESIDENT 1100 ABERNATHY ROAD SUITE 900 ATLANTA, GA 30328		GE REVOLVER DUE 2007	X	X	X	UNKNOWN
ACCOUNT NO. 0010009557 HALL & PARTNERS USA INC 72 SPRING ST NEW YORK, NY 10012-4019		A/P VENDOR				\$59,000.00

Sheet no. 4 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal (Total of this page)	\$580,393.84
Total (Use only on the last page of the completed Schedule F)	

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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED			
			DISPUTED	DISPUTED	DISPUTED	
ACCOUNT NO. 0010017841 HEWLETT-PACKARD 7171 FORREST LANE DALLAS, TX 75230		A/P VENDOR	X	X	X	UNKNOWN
ACCOUNT NO. 0010011913 INNOVATA, LLC 2800 VISTA RIDGE DRIVE SUWANEE, GA 30024		A/P VENDOR				\$2,669.28
ACCOUNT NO. INTERCOMPANY PAYABLES DELTA AIR LINES, INC. DEPT 981 1030 DELTA BLVD. ATLANTA, GA 30354		INTERCOMPANY PAYABLES				\$5,696,719.43
ACCOUNT NO. 0010022593 KIRSHENBAUM BOND & PARTNERS P.O. BOX 5163 GPO NEW YORK, NY 10087-5613		A/P VENDOR				\$7,792.55
ACCOUNT NO. 0010002882 LADAS & PARRY 224 S MICHIGAN AVE CHICAGO, IL 60604-2505		A/P VENDOR				\$16,418.00

Sheet no. 5 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

\$5,723,599.26

Total

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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED			
			DISPUTED			
ACCOUNT NO. 0010022565 LIME PUBLIC RELATIONS & PROMOTIONS DIV OF KIRSHENBAUM BOND & PARTNERS P.O. BOX 5613 G.P.O. NEW YORK, NY 10087-5613		A/P VENDOR				\$22,787.77
ACCOUNT NO. 0010025171 M K G PRODUCTIONS 53 WEST 21ST STREET NEW YORK, NY 10010		A/P VENDOR				\$10,553.31
ACCOUNT NO. 0010022295 MADY MULTI MEDIA DBA M THREE 120 INTERSTATE NORTH PKWAY EAST ATLANTA, GA 30339		A/P VENDOR				\$10,000.00
ACCOUNT NO. 0010004367 MCI WORLDCOM NETWORK SERVICES P.O. BOX 70129 CHICAGO, IL 60673-0129		A/P VENDOR				\$2,064.02
ACCOUNT NO. 0010025046 MELANIE PAYKOS DESIGN, INC. 3457 S. LA CIENEGA BLVD. LOS ANGELES, CA 90016		A/P VENDOR				\$900.00
ACCOUNT NO. 0010023816 MODEM MEDIA 230 EAST AVE NORWALK, CT 06855		A/P VENDOR	X	X	X	UNKNOWN

Sheet no. 6 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

\$46,305.10

Total

(Use only on the last page of the completed Schedule F)

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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED			
			DISPUTED			
ACCOUNT NO. 0010005189 MODEM MEDIA REP CODE 0100 =000322 230 EAST AVE NORWALK, CT 06855-1935		A/P VENDOR	X	X	X	\$444,975.98
ACCOUNT NO. MONIQUE HAUGHTON WORRELL V. DELTA AIR LINES, INC. 1606 HILLCREST STREET ORLANDO, FL 32803		LITIGATION 05-SC-8206 05 -22324 SMALL CLAIMS/MUNINCIPALCOURT ORANGE COUNTY	X	X	X	UNKNOWN
ACCOUNT NO. MS. FAVOUR NWABUOKU V. DELTA AIR LINES 125 HAWTHORNE STREET BROOKLYN, NY 11225		LITIGATION SCK 5441/2005 U92-82 SMALL CLAIMS/MUNINCIPALCOURT BROOKLYN	X	X	X	UNKNOWN
ACCOUNT NO. NICOLE BEAVER V. DAL INC, ET AL. ANDREI RADO MILBERG WEISS BERSHAD & SCHULMAN LLP ONE PENNSYLVANIA PLAZA NEW YORK, NY 10120		LITIGATION 05CV7985 USDC STATE OF NEW YORK	X	X	X	UNKNOWN
ACCOUNT NO. NICOLE BEAVER V. DAL INC, ET AL. LORI GWEN FELDMAN MILBERG WEISS BERSHAD & SCHULMAN LLP ONE PENNSYLVANIA PLAZA NEW YORK, NY 10119		LITIGATION 05CV7985 USDC STATE OF NEW YORK	X	X	X	UNKNOWN

Sheet no. 7 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal (Total of this page)	\$444,975.98
Total (Use only on the last page of the completed Schedule F)	

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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED			
			DISPUTED			
ACCOUNT NO.						
NICOLE BEAVER V. DAL INC, ET AL. REUBEN GUTTMAN 1920 L STREET, NW SUITE 400 WASHINGTON, DC 20036		LITIGATION 05CV7985 USDC STATE OF NEW YORK	X	X	X	UNKNOWN
ACCOUNT NO.						
NICOLE BEAVER V. DAL INC, ET AL. STEVEN SCHULMAN MILBERG WEISS BERSHAD & SCHULMAN LLP ONE PENNSYLVANIA PLAZA NEW YORK, NY 10121		LITIGATION 05CV7985 USDC STATE OF NEW YORK	X	X	X	UNKNOWN
ACCOUNT NO. 0010004246						
PANASONIC AVIONICS CORPORATION 22333 29TH DR SE BOTHELL, WA 98021-7814		A/P VENDOR	X	X	X	UNKNOWN
ACCOUNT NO. 0010021866		Deleted				
PROSPERITI, LLC ATTN: KIM SMITHSON 11 S. LASALLE, 9TH FLOOR CHICAGO, IL 60603		A/P VENDOR				\$0.00
ACCOUNT NO.						
ROBERT SHAFER & RUTH SHAFER V. DELTA AIR LINES, INC ET AL. STUART G SHESTACK SHESTACK & YUONG, LLP THE WOOLWORTH BUILDING 233 BROADWAY 50TH FLOOR NEW YORK, NY 10279		LITIGATION 19971/04 U84-60 STATE COURT NY QUEENS	X	X	X	UNKNOWN

Sheet no. 8 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

	\$0.00
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Total

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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED			
			DISPUTED			
ACCOUNT NO.						
RUFUS NWABUOKU V. DELTA AIR LINES, INC. 125 HAWTHORNE STREET BROOKLYN, NY 11225		LITIGATION SCK 5364/2005 05 -22268 SMALL CLAIMS/MUNINCIPALCOURT BROOKLYN	X	X	X	UNKNOWN
ACCOUNT NO. 0010015663						
SHAREHOLDER.COM 12 CLOCK TOWER PL MAYNARD, MA 01754		A/P VENDOR				\$25.00
ACCOUNT NO. 0010024653						
SHEPARDSON STERN & KAMINSKY 88 PINE STREET 30TH FLOOR NEW YORK, NY 10005		A/P VENDOR	X	X	X	\$376,241.87
ACCOUNT NO. 0010009850						
SOURCE, INC 14060 PROTON RD DALLAS, TX 75244-3673		A/P VENDOR				\$325.00
ACCOUNT NO. 0010022925		Deleted				
SPAFAX AIRLINE NETWORK LTD 4695 MACARTHUR COURT NEWPORT BEACH, CA 92660		A/P VENDOR				\$0.00
ACCOUNT NO. 0010022298						
STAPLES, INC. 500 STAPLES DRIVE FRAMINGHAM, MA 01701		A/P VENDOR				\$86.65

Sheet no. 9 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

\$376,678.52

Total

(Use only on the last page of the completed Schedule F)

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In re **SONG, LLC**

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SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	CODEBTOR		CONTINGENT			AMOUNT OF CLAIM
	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	UNLIQUIDATED		DISPUTED	
ACCOUNT NO. 0010022559 THE MEDIA KITCHEN DIV OF KIRSHENBAUM BOND & PARTNERS P.O. BOX 5613 G.P.O. NEW YORK, NY 10087-5613	Deleted	A/P VENDOR				\$0.00
ACCOUNT NO. 0010003102 VERIZON PO BOX 1 WORCESTER, MA 01654	Deleted	A/P VENDOR				\$0.00

Subtotal (Total of this page)	\$0.00
Total (Use only on the last page of the completed Schedule F)	\$7,355,086.06