

USA Capital
LOAN SUMMARY
AS OF MAY 26, 2006

Performance Evaluation	Loan Name	Origination Date	Loan Outstanding	Interest Outstanding	Interest Prepaid to Investors ⁵	Collection Account			Due to			No of Investors
						Interest	Principal	Service Fee	DIV Fund	First Trust	Direct Investors	
Performing	3685 San Fernando Road Partners, L.P.	8/2/05	7,350,000			174,358		(12,250)		1,809	159,748	83
Performing	5055 Collwood, LLC ²	2/24/06	1,438,611	22,500		23,250	61,389	(1,250)			83,389	33
Performing	5252 Orange, LLC ²	12/22/05	3,800,000	45,789		70,111		(3,167)			66,944	66
Performing	60th Street Venture, LLC ²	12/22/05	3,700,000	45,715		67,085		(3,083)			64,002	49
Non-Performing	6425 Gess, LTD	4/14/05	26,500,000	2,208,261	1,770,600							286
Non-Performing	Amesbury/Hatters Point (Amesburyport Corporation)	12/16/02	18,672,455	2,042,221	TBD	569,738		TBD				393
Non-Performing	Anchor B, LLC	5/31/05	5,835,422	636,627	517,607							50
Non-Performing	Ashby Financial \$7,200,000 ⁶	5/3/04	7,200,000	1,737,600	1,591,201							73
Non-Performing	B & J Investments ¹	9/29/99	275,000	469,008	TBD							1
Non-Performing	BarUSA/\$15,300,000 (Barusa, LLC)	11/24/03	15,300,000	710,367	TBD							221
Non-Performing	Bay Pompano Beach, LLC	6/20/05	15,394,550	256,573	TBD		891,137					407
Repaid	Beastar, LLC ⁴	5/2/05			TBD							84
Repaid	Beau Rivage Homes/\$8,000,000 ⁴	1/2/03			TBD							157
Performing	Binford Medical Developers, LLC	8/31/05	7,450,000			156,271		(12,417)		24,812	119,042	92
Performing	Boise/Gowen 93, LLC ²	8/26/05	2,425,000	25,260		26,189		(2,021)		-	24,168	17
Performing	Brookmere/Matteson \$27,050,000 ⁷	10/29/03	5,904,394	39,036		54,553	25,000			27,205	52,347	229
Performing	Bundy Canyon \$1,050,000 ² (Bundy Canyon Land Development, LLC)	1/6/06	1,050,000	15,925	23,333	36,021					12,688	1
Performing	Bundy Canyon \$2,500,000 ² (Bundy Canyon Land Development, LLC)	5/2/05	2,300,000	27,625		25,747		(1,917)			23,831	34
Performing	Bundy Canyon \$5,000,000 ² (Bundy Canyon Land Development, LLC)	9/28/05	4,250,000	46,042		45,576		(3,542)			41,738	43
Performing	Bundy Canyon \$5,725,000 ² (Bundy Canyon Land Development, LLC)	1/14/05	5,725,000	123,285								53
Performing	Bundy Canyon \$7,500,000 (Bundy Canyon Land Development, LLC)	8/17/05	6,700,000	73,305		72,926		(5,583)			67,343	83
	Bundy Canyon \$8.9 (Bundy Canyon Land Development, LLC)	4/5/06										117
Performing	BySynergy, LLC \$4,434,446	2/3/06	4,434,446									3
Performing	Cabernet Highlands, LLC	2/17/05	3,000,000	10,125	7,886	76,250		(5,000)			63,364	65
Non-Performing	Castaic Partners II, LLC	7/11/05	5,600,000	198,220	87,208							57
Performing	Castaic Partners III, LLC	9/22/05	4,675,000	50,646	97,795	149,157		(11,687)		212	39,038	65

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Performing	Charlevoix Homes, LLC ² (Lindsay and Chandler Heights, LLC)	4/3/06	3,400,000	40,800								40
Performing	Clear Creek Plantation (Arapahoe Land Investments, L.P.)	3/15/05	2,900,000	31,292	21,446	29,967		(2,417)		210	5,894	36
Performing	Cloudbreak LV (Cloudbreak Las Vegas, LLC)	12/17/03	3,800,000	39,583		80,486		(6,333)	367	73,786	0	2
Non-Performing	Colt CREC Building (Colt Gateway LLC)	9/26/03	3,718,777	1,787,681	TBD							1
Non-Performing	Colt DIV added #1 ¹ (Colt Gateway LLC)	7/10/03	1,500,000	640,625	170,625							1
Non-Performing	Colt DIV added #2 ¹ (Colt Gateway LLC)	7/10/03	3,100,000	1,021,708	352,625							1
Non-Performing	Colt Gateway LLC	1/17/03	3,514,069	3,297,705	TBD							3
Non-Performing	Colt Second TD (Colt Gateway LLC)	8/19/03	1,000,000	410,000	342,083							1
Performing	Columbia Managing Partners, LLC ²	9/1/05	2,210,000	23,942		20,280		(1,842)		18,438		1
Performing	ComVest Capital (Comvest Capital Satellite Arms, Inc)	1/11/06	4,125,000		301	89,059		(3,438)		15,203	70,118	56
Performing	Copper Sage Commerce Center Phase II ² (Copper Sage Commerce Center, LLC)	3/1/06	3,550,000	36,979								51
Performing	Copper Sage Commerce Center, LLC	6/9/04	179,106			6,037	970,640				970,572	28
Performing	Cornman Toltec 160, LLC ²	6/24/05	6,375,000	62,450		62,517		(5,313)			57,157	96
Non-Performing	Cottonwood Hills, LLC	6/14/05	4,000,000			94,889		(6,667)		22,056	66,167	21
Performing	Del Valle - Livingston ² (Del Valle Capital Corporation, Inc)	8/25/05	19,250,000	4,633		308,506		(16,041)		1,960	290,505	239
Repaid	Del Valle Isleton (Del Valle Capital Corporation, Inc.)	3/22/05			34,444	193,521	6,580,000	(11,500)		195,002	6,532,575	76
Non-Performing	Eagle Meadows Development ^{3,8}	10/19/05	31,050,000	359,306	TBD	666,000						295
Performing	Elizabeth May Real Estate, LLC ²	2/24/06	10,050,000	100,500		103,850		(8,375)		1,140	94,335	147
	EPIC Resorts ¹	Undetermined		TBD	TBD							1
Performing	Fiesta Development \$6.6 (Fiesta Development, Inc.)	11/14/05	6,600,000		19,617	145,383		(11,000)		114,766		1
Non-Performing	Fiesta Development McNaughton ¹ (Fiesta Development, Inc.)	1/10/05	6,000,000	1,015,444	TBD							1
Performing	Fiesta Murrieta (Fiesta Development, Inc.)	4/14/05	6,500,000			143,181		(10,833)			130,412	69
Non-Performing	Fiesta Oak Valley (Oak Mesa Investors, LLC)	6/15/04	20,500,000	3,819,833	3,462,791							227
Non-Performing	Fiesta USA/Stoneridge (Capital Land Investors, LLC)	9/22/03	10,000,000	2,484,337	TBD							100
Performing	Fiesta/Beaumont \$2.4m (Fiesta Development, Inc.)	9/17/04	2,400,000	25,000		50,833		(4,000)			46,833	36
Performing	Foxhill 216, LLC ^{3,8}	2/23/06	25,980,000	289,693		299,402		(22,197)		267	276,938	300

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Performing	Franklin - Stratford Investments, LLC	3/30/05	5,225,000			116,564			22,532	94,032	(0)	2
Repaid	Freeway 101 ⁴	8/9/04	TBD									57
Non-Performing	Gateway Stone (Gateway Stone Associates, LLC) ³	11/18/05	13,185,000	137,181	17,006	139,462		(11,151)		844	110,460	161
Non-Performing	LCG Gilroy, LLC	11/23/04	4,950,000	360,594	TBD							59
Performing	Glendale Tower Partners, L.P.	6/9/05	6,500,000	75,833		154,194			-	-	152,154	95
Non-Performing	Golden State Investments II, L.P.	6/27/05	2,850,000	128,282	TBD							37
Performing	Goss Road ² Savannah Homes, LLC)	11/2/04	1,000,000	12,500								20
Non-Performing	Gramercy Court Condos (Grammercy Court, Ltd.)	6/25/04	34,884,500	923,638	500,132	467,035						332
Non-Performing	Harbor Georgetown, L.L.C.	8/16/04	8,800,000	356,941	146,803							103
Non-Performing	Hasley Canyon (Los Valles Land & Golf, LLC.)	3/3/04	11,700,000	1,569,300	TBD	150,000						114
Performing	Hesperia II ² (Southern California Land Development, LLC)	4/1/05	4,250,000	60,964								65
Repaid	HFA - Riviera Riviera-Homes for America Holdings LLC)	6/24/05			TBD	767,361	5,000,000					90
Non-Performing	HFA- Clear Lake LLC	1/6/05	16,050,000	2,642,136	2,140,552							207
Repaid	HFA- North Yonkers (One Point Street, Inc.)	1/11/05			3,313,671	4,168,403	24,000,000	(330,383)		909,445	23,563,812	298
Repaid	HFA- Riviera 2nd (Riviera-HFAH, LLC)	4/29/04			2,354,180	2,698,080	8,000,000	(142,538)			8,201,362	99
Non-Performing	HFA- Windham (HFAH Asylum, LLC)	11/15/04	5,550,000	951,580	800,862							74
Non-Performing	HFA-Clear Lake 2nd (HFAH Clear Lake, LLC)	6/24/05	2,750,000	386,233	288,935							36
Non-Performing	HFAH/Monaco, LLC	12/19/03	4,000,000	1,279,500	1,189,500							1
Non-Performing	Huntsville (West Hills Park Joint Venture)	3/31/04	10,475,000	922,176	729,057							116
Performing	I-40 Gateway West, LLC ²	1/11/05	4,530,000	45,300		46,810					43,193	46
Performing	I-40 Gateway West, LLC 2nd ²	3/1/06	1,065,000	14,200		13,727					13,727	23
Non-Performing	Interstate Commerce Center Phase II ISCC Phase II, LLC	8/11/04	1,855,605	138,270		152,317			20,900	131,417		2
Non-Performing	Interstate Commerce Center, LLC	2/20/04	2,391,355	38,931								4
Performing	J. Jireh's Corporation ²	9/2/05	8,825,000	95,532		97,635				2,932	94,704	105
Performing	La Hacienda Estate, LLC ²	11/11/04	6,255,000	64,497		56,885					56,430	83
Non-Performing	Lake Helen Partners ⁹	12/7/04	3,129,499	76,768								35

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Performing	Lerin Hills, LTD ²	12/7/05	10,350,000	263,875								130
Non-Performing	Margarita Annex ¹⁰	7/26/04	12,000,000	130,000	109,365	255,667				37,551	108,751	105
Non-Performing	Marlton Square (MS Acquisition Company, LLC)	8/11/05	30,000,000	630,545	1,800,427	1,912,138		(143,332)				272
Non-Performing	Marlton Square 2nd (MS Acquisition Company, LLC)	8/11/05	6,000,000	197,333	249,655	250,267		(10,000)				108
Non-Performing	Marquis Hotel (USA Investors VI, LLC)	3/29/05	13,500,000	2,673,088	2,436,597							169
Performing	Meadow Creek Partners, LLC	2/23/06	8,250,000		1,903	114,454		(9,501)		899	102,151	103
Non-Performing	Midvale Marketplace, LLC	6/30/05	4,075,000	247,746	161,086							49
Performing	Mountain House Business Park ² Pegasus-MH Ventures I, LLC)	6/10/04	16,800,000	182,000								202
Performing	Oak Shores II (John E. King and Carole D. King)	6/6/05	12,150,000	31,416		265,110		(20,669)	161	3,630	240,633	176
Performing	Ocean Atlantic ² (Ocean Atlantic/PFG-Westbury, LLC)	11/1/05	2,700,000	33,750		34,875		(2,250)			32,625	32
Performing	Ocean Atlantic \$9,425,000 (Ocean Atlantic Chicago, LLC)	1/23/06	8,925,000	93,663	3,810	92,023		(4,634)		12,207	71,372	105
Repaid	Opaque/Mt. Edge \$7,350,000 ⁴ (Opaque Land Development, LLC)	11/5/03			TBD	856,615	4,827,970	(66,846)				95
Non-Performing	Palm Harbor One, LLC ³	12/14/05	28,480,000	324,715	TBD	114,000						309
Non-Performing	Placer Vineyards (Placer County Land Speculators, LLC)	12/10/04	31,500,000	1,895,807	TBD							343
Non-Performing	Placer Vineyards 2nd (Placer County Land Speculators, LLC)	12/10/04	6,500,000	436,222	TBD							118
Performing	Preserve at Galleria, LLC	10/6/05	4,356,000	743		56,299	298,000	(4,005)			349,918	73
Performing	Redwood Properties, LLC ¹	11/15/05	269,641									1
Performing	Rio Rancho Executive Plaza, LLC ²	1/17/06	2,250,000	24,393		21,528		(1,741)		616	19,172	32
Performing	Roam Development Group L.P.	3/23/05	26,251,945	436,325	TBD	399,770	211,172					291
Non-Performing	Saddleback ¹	Undetermined	375,000	9,849								1
Non-Performing	Shamrock Tower, LP (619 Main. LP)	8/5/04	10,500,000	1,695,927	TBD							87
	Sheraton Hotel ¹	9/28/99		TBD	TBD							1
Performing	Slade Development, Inc. ²	12/5/05	3,525,000	38,188		39,460		(2,938)			36,005	40
Performing	Southern California Land 2nd ² (Southern California Land Development, LLC)	8/3/05	2,800,000	39,667		40,989		(2,333)			38,172	33
Performing	Standard Property Development, LLC ²	2/27/06	9,640,000	105,764	46,195	132,544		(11,075)		5,240	70,035	115
Performing	SVRB \$4,500,000 ² (SVRB Investments, LLC)	4/27/05	1,424,081	4,233		231,511		(18,447)			213,064	67

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						<u>Interest</u>	<u>Principal</u>	<u>Service Fee</u>	<u>DIV Fund</u>	<u>First Trust</u>	<u>Direct Investors</u>	
Performing	SVRB 2nd \$2,325,000 (SVRB Investments, LLC)	4/27/05	2,325,000			63,033		(7,815)			49,875	25
Non-Performing	Tapia Ranch (Castiac Partners, LLC)	9/28/04	22,000,000	833,767	TBD							179
Non-Performing	Ten-Ninety, Ltd./\$4,150,000 ¹¹	12/30/02	4,150,000	1,820,722	TBD							18
Non-Performing	Ten-Ninety ¹	Undetermined	55,113,781	TBD	TBD							1
Non-Performing	The Gardens Phase II (The Gardens, LLC)	3/31/06	2,500,000	22,569								1
Non-Performing	The Gardens, LLC \$2,425,000 (The Gardens, LLC)	8/15/05	1,925,000	60,417	TBD	51,637	464,000					34
Non-Performing	The Gardens, LLC Timeshare (The Gardens, LLC)	3/24/04	6,030,000	342,056	197,451		500,000		16,432	93,895	192,223	51
Repaid	Universal Hawaii ⁴	8/6/04	TBD									127
Performing	University Estates, Inc. ²	4/11/05	4,897,800	51,845		47,185	487,600	(2,782)		532,003		1
Performing	Urban Housing Alliance - 435 Lofts (Urban Housing Alliance, LLC)	7/13/05	8,150,000			193,336		(13,583)		662	178,363	110
Non-Performing	Wasco Investments LLC	11/23/04	6,450,000	474,723	355,026						-	86
			\$867,066,037	\$47,657,345	\$25,341,775	\$18,042,056	\$52,316,908	(\$977,893)	\$60,391	\$2,322,238	\$43,297,349	10,546

¹ Status of these loans is undetermined due to bankruptcy, foreclosures, change of ownership, etc. More research is being performed.

² Loan listed as performing as sufficient cash is held as Disbursing Agent to pay outstanding interest due.

³ Interest outstanding due to unfunded amounts under original loan budget.

⁴ Principal payments by borrower not returned to Investors.

⁵ Interest paid to Investors in excess of amounts paid by borrowers.

⁶ Borrower is Ashby Financial Company, Inc. and R&D Land Investors, LLC.

⁷ Borrower is Brookmere, LLC and Lord & Essex Matteson, LLC

⁸ Borrowers are Fox Hills 185, LLC, Fox Hills River East, LLC, Fox Hills 119, LLC, Fox Hills 62, LLC, and Fox Hills 37, LLC.

⁹ Borrower is Old City, L.C. and Lake Helen Partners, LLC

¹⁰ Borrower is John E. King and Carole D. King

¹¹ Borrower is Ten-Ninety, Ltd. And William R. Levas and Dorothy Z. Lucas, Trustees of the Lucas Family Trust