

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
HINES HORTICULTURE, INC., et al., <sup>1</sup>	)	Case No. 08-11922 (KJC)
Debtors.	)	Jointly Administered

**NOTICE OF FILING OF LIST OF EQUITY HOLDERS**

PLEASE TAKE NOTICE THAT pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedures, Hines Horticulture, Inc., one of the above-captioned Debtors and Debtors-in-Possession, has filed the attached list of equity security holders.<sup>2</sup>

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<sup>1</sup> The Debtors in these Chapter 11 Cases and the last four digits of each Debtor's federal tax identification numbers are: Hines Horticulture, Inc. (3204) and Hines Nurseries, Inc. (1319). The location of the Debtors' corporate headquarters and the service address for both Debtors is: 12621 Jeffrey Road, Irvine, California 92620.

<sup>2</sup> This list is dated as of August 28, 2008, and the Debtors reserve all rights to alter or amend the list at any time.

Dated: September 3, 2008  
Wilmington, Delaware

Anup Sathy, P.C. (IL 6230191)  
Ray C. Schrock (IL 6257005)  
Ross M. Kwasteniet (IL 6276604)  
KIRKLAND & ELLIS LLP  
200 East Randolph Drive  
Chicago, Illinois 60601-6636  
Telephone: (312) 861-2000  
Facsimile: (312) 861-2200

and



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Robert S. Brady (No. 2847)  
Edmon L. Morton (No. 3856)  
Kenneth J. Enos (No. 4544)  
YOUNG CONAWAY STARGATT & TAYLOR, LLP  
The Brandywine Building  
1000 West Street, 17th Floor  
Wilmington, Delaware 19801-1053  
Telephone: (302) 571-6600  
Facsimile: (302) 571-1253

Proposed Co-Counsel for the Debtors

COMPANY: 02930

\*\*\* LIST OF SHAREHOLDERS \*\*\*

HINES HORTICULTURE INC

0000010006	1308,036	0000010171	200	0000010040	9,965	0000010187	400
ABBOTT CAPITAL 1330 INVESTORS I LP 1211 AVENUE OF THE AMERICAS SUITE 4300 NEW YORK, NY 10036-8701	WILLIAM C ALLEN 42 ROBINSON PKWY BURLINGTON, VT 05401-3516	WILLIAM C BARR & SHERRY J BARR JT TEN 14818 FM 1489 ROSENBERG, TX 77471-9867				GEORGE BAUERS & RACHEL BAUERS JT TEN 32218 DIVOT DR WALLER, TX 77484-9033	
0000010073	3,215	0000010195	500	0000010165	200	0000010144	800
PETER BERGSTROM & SUSAN BERGSTROM JTWRGS 3842 MAGNOLIA STREET IRVINE, CA 92606-2140	RICHARD H BERRY & HELAINE S BERRY JT TEN 40 RIVERDALE RD WELLESLEY, MA 02481-1631	JAN BOUTSIKARIS 14206 207TH PL NE WOODINVILLE, WA 98077-7633				DEAN E BOWERS 139 LUZENZA AVE VACAVILLE, CA 95688-4432	
0000010023	200	0000010116	500	0000010152	500	0000010063	150
CLARENCE BREAD C/O HINES HORTICULTURE ATTY LINDA WALTERS 12621 JEFFREY ROAD IRVINE, CA 92620-2101	IRVING BRODY TRANSFER ON DEATH ACCT 5031 ST CROIX AVE GOLDEN VALLEY, MN 55422-4517	JAMES BROWN 4108 COPPER ROCK DR EDMOND, OK 73003-2912				JERRY L BROWN 1206 YORKSHIRE SHERMAN, TX 75092-2466	
0000010003	2520,598	0000010105	180	0000010001	7009,027	0000010004	148,270
CALIFORNIA STATE TEACHERS' RETIREMENT SYSTEM 7667 FOLSOM BLVD SACRAMENTO, CA 95826-2618	DALE EUGENE CARROLL & GALE EILEEN CARROLL JT TEN 9659 ARMLEY AVE WHITTIER, CA 90604-1007	CEDE & CO (FAST ACCOUNT) P O BOX 20 BOWLING GREEN STRATION NEW YORK, NY 10004-1408				CHILMARK FUND II, L.P. 875 N MICHIGAN AVE STE 3460 ATTN: DAVID SCHULTE CHICAGO, IL 60611-1957	
0000010062	100	0000010151	500	0000010162	500	0000010175	400
BEVERLY J CHRISTMAN 126 NEW ST MUNCY, PA 17756-1737	ARTHUR G CHUMLEY JR & JAYE A CHUMLEY JT TEN 9611 BRUNSWICK DR BRENTWOOD, TN 37027-8464	LAURA CLAEPER & GREGG CLAEPER JT TEN 61 CASTLETREE RANCHO SANTA MARGARITA, CA 92688-5528				HERBERT MICHAEL CLARKSON & CHRISTINA E CLARKSON JT TEN 10659 83RD ST COURT N STILLWATER, MN 55082-4501	

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HINES HORTICULTURE INC

0000010169	200	0000010177	25	0000010173	1,300	0000010197	200
JEFF CORBETT 1160 S BLUFF DR ROSEVILLE, CA 95678-1149	THOMAS J CORTRIGHT 50 CATON RD CORNING, NY 14830-3748	JOSEPH R DAWSON & TINA M DAWSON JT TEN 7016 WYNFIELD DR BLACKLICK, OH 43004-8550	JOCELYN DAMSON DENEEN & STEPHEN P DENEEN JT TEN 23 KRUSE RD HUBBARDSTON MA 01452-1323				
0000010132	100	0000010198	300	0000010101	100	0000010156	250
CECILY DUDA & DAVID DUDA JT TEN 113 W HILL ST BALTIMORE MD 21230-3615	DANA DUDOLICH & VALORIE DUDOLICH JT TEN 22322 KENLAKE DR KATY TX 77450-4521	CLARK ROBERT DUNN 5566 PEACOCK LANE RIVERSIDE, CA 92505-3168	MARY EDDINGTON 900 SHASTA CIRCLE EL DORADO HILLS, CA 95762-4538				
0000010178	193,252	0000010080	100	0000010180	20	0000010066	3
ROBERT A FERGUSON & SARAH L FERGUSON JT TEN 1702 BROOKCHSTER DR KATY, TX 77450-5905	MARY V FLEWELLING & ROBERT W FLEWELLING JT TEN 5016 RIDGLEA AVE BUENA PARK, CA 90621-1439	ALISA GOLDEN 4124 WOODREST RD COTTONDALE, FL 32431-6566	ALISA L GOLDEN 4124 WOODCREST RD COTTONDALE, FL 32431-6566				
0000010150	300	0000010179	200	0000010163	25	0000010167	200
RANDY GOSCH 41 HI VIEW KNOLL WAUKEE, IA 50263-8071	KELLY GRAU & BRAD GRAU JT TEN 5708 RED HAW LANE KANSAS CITY, MO 64151-1418	JASON J GRIFFIN 319 FIELDSTONE CT DERBY, KS 67037-7907	GAYLE GROTHKOPP 1142 19TH AVE E SEATTLE WA 98112-3505				
0000010172	400	0000010166	25	0000010155	100	0000010199	2,200
ROBERT GROVE & KRISTI GROVE JT TEN RTE 1 BOX 80G BROOKSHIRE, TX 77423-9702	ANDREA HAMER & KEVIN HAMER JT TEN 46820 TRAILWOOD PL STERLING VA 20165-7543	THOMAS WAYNE HAWKINS 2915 ALFORJA SAN CLEMENTE, CA 92673-3416	REX V HUFFAKER 9402 W 141 ST SHAWNEE MSN KS 66221-2156				

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\*\*\* LIST OF SHAREHOLDERS \*\*\*

HINES HORTICULTURE INC

0000010139	200	0000010182	10	0000010168	200	0000010154	500
DAVID HUTSELL & DIANE HUTSELL JT TEN 1785 PINETREE PATH LANE LILBURN, GA 30047-5669	IVY ACRES INC 1675 EDWARDS AVE CALVERTON, NY 11933-1278	JESS R KAPS 20 LITTLE JOHN DAYTON, TX 77535-2002	DAVID M KERR 615 WINDSOR GLEN DR KATY, TX 77450-1930				
0000010002	10785,628	0000010140	200	0000010069	6,428	0000010143	800
MADISON DENBORN CAPITAL PARTNERS L.P. ATTN: PAUL R WOOD 3 FIRST NAVL PLAZA SUITE 3800 CHICAGO, IL 60602-5010	RICHARD MCCARTHY BOX 212 PROLL, PA 19301-0212	LINCOLN B MOEHLE & FERRI B MOEHLE JTTEN 25915 HUNTER LANE KATY, TX 77494-5567	BARBARA YOUNG MORRIS 510 B RIDGE RD WILMETTE, IL 60091-2499				
0000010181	2,000	0000010158	200	0000010092	100	0000010056	65,632
ROBERT L NORTH 20707 SUTHERLAND DAM RD RAWONA, CA 92065-5447	KATHY CERIEN-CERVIN & CHRISTOPHER CERVIN JT TEN 21781 VIA DE LA LUZ TRABUCO CANYON, CA 92679-3432	MICHELE M PARSONS CUST KATELYN MARIE PARSONS UNDER THE CA UNIF TRAN MIN ACT 2938 SAN ANTONIO DR WALNUT CREEK, CA 94598-4147	CLAUDIA M PIERDFAN 23 GOLF RIDGE DR DOVE CANYON, CA 92679-3801				
0000010170	100	0000010122	1,000	0000010131	100	0000010133	1,200
DON B RIDDLER JR 1219 EDEN LANE ANNAFOLIS, MD 21403-4201	R RINGO TR JUNE 4 1986 RINGO & STUBER RINGO & STUBER DEFINED BENEFIT PENSION BOX 1108 CORVALLIS, OR 97339-1108	BARRY L SHELVER & LYNN I SHELVER JT TEN 52783 SPORN DR SOUTH BEND, IN 46635-1228	WILLIAM J SIMPSON & CAROLYN B SIMPSON TR SIMPSON FAMILY TRUST 27472 LOST TRAIL DR LAGUNA HILLS, CA 92653-5862				
0000010149	300	0000010086	100	0000010088	100	0000010136	300
PATRICIA MAY SLOAN 18250 CLAIRMONT DR SOUTH BEND, IN 46637-4401	DAVID BRYAN STEINMANN CUST BLAKE CHRISTOPHER STEINMANN UNDER THE TX UNIF GIFT MIN ACT 4804 N WOOD CREEK GRANBURY, TX 76049-7781	DAVID BRYAN STEINMANN CUST CARSON DAVID STEINMANN UNDER THE TX UNIF GIFT MIN ACT 4804 N WOOD CREEK GRANBURY, TX 76049-7781	EDWIN SUMMERS CUST DANIEL C SUMMERS UNDER THE CA UNIF TRAN MIN ACT 2865 CAMPO RASO SAN CLEMENTE, CA 92673-3550				

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HINES HORTICULTURE INC

0000010137	300	0000010186	2,000	0000010130	100	0000010111	10
EDWIN G SUMMERS CUST		SUSAN L SWANSON		JUDITH E TAEIWMAN &		ROBERT L TERRY JR	
KATHRYN G SUMMERS		830 BUCK COURT		MARK A TAEIWMAN		9650 SW HARDEBECK RD	
UNDER THE CA UNIF TRAN MIN ACT		VACAVILLE, CA 95688-3515		JT TEN		GASTON, OR 97119-9017	
2865 CAMBO RASO				18900 CEDAR MILL COURT			
SAN CLEMENTE, CA 92673-3550				SOUTH BEND, IN 46637-4000			
0000010147	200	0000010159	200	0000010185	200	0000010142	500
MIKE TREBING CUST		STEVEN WATSON		PATRICK J WATTS		ROBERT H WEITZEL &	
JESSICA D TREBING		1461 Sycamore Pl		6146 VINEYARD AVE		MARY A WEITZEL	
UNDER THE CA UNIF TRAN MIN ACT		MANDDEVILLE, LA 70448-1077		ALTA LOMA, CA 91701-3358		JT TEN	
31892 VIA MONTORA						PO BOX 410	
SAN JUAN CAPISTRANO, CA 92675-3361						EAGLES NERE, PA 17731	
0000010134	400						
CYNTHIA WILLIAMS							
10981 ARROYO							
SANTA ANA, CA 92705-2460							

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COMPANY: 02930

HINES HORTICULTURE INC

TOTAL NUMBER OF SHARES SELECTED : 22,072,549.000

TOTAL NUMBER OF ACCOUNTS SELECTED: 69