

US Attorneys Office, EDNY  
Bankruptcy Processing  
271 Cadman Plaza East  
Brooklyn, NY 11201-1820

CA Bedford, LLC  
Attn: Mr. Adjmi  
1412 Broadway  
3rd Floor  
New York, NY 10018

Capital One, N.A.  
265 Broadhollow Road  
Melville, NY 11747

David Dukoff, CPA  
58 Newport Drive  
Hewlett, NY 11557

Galster Funding LLC  
156 William Street  
Suite 802  
New York, NY 10038

Goldberg, Weprin, Finkel  
1501 Broadway  
15th Floor  
New York, NY 10036

Internal Revenue Service  
11601 Roosevelt Blvd.  
P.O. Box 21126  
Philadelphia, PA 19114

Maple St., LLC  
c/o Yehuda Backer  
158 North 4th St.  
Brooklyn, NY 11211

Maple St., LLC  
158 North 4th St.  
Brooklyn, NY 11211

New York City Department  
66 John St.  
New York, NY 10038

New York City Water Board  
P.O. Box 410  
Church Street Station  
New York, NY 10008-0410

NYS Dept. of Taxation and  
Bankruptcy Unit  
P.O. Box 5300  
Albany, NY 12205-5300

Pacific Dean Realty, LLC  
158 North 4th St.  
Brooklyn, NY 11211

RSS Realty Assoc., LLC  
c/o Yehuda Backer  
158 North 4th St.  
Brooklyn, NY 11211

S&S Waverly LLC  
c/o Yehuda Backer  
158 North 4th St.  
Brooklyn, NY 11211

Sky Lofts, LLC  
158 North 4th Street  
Brooklyn, NY 11211

The Backer Group  
158 North 4th St.  
Brooklyn, NY 11211

The Backer Group, LLC  
158 North 4th St.  
Brooklyn, NY 11211

Yehuda Backer  
1404 President St.  
Brooklyn, NY 11213

Yehuda Backer  
158 North 4th St.  
Brooklyn, NY 11211

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

\_\_\_\_\_x

In Re:

S & Y Enterprises, LLC

Case No. 10-50623-ess

Chapter 11

Debtor(s)

\_\_\_\_\_x

**VERIFICATION OF CREDITOR MATRIX/LIST OF CREDITORS**

The undersigned debtor(s) or attorney for the debtor(s) hereby verifies that the creditor matrix/list of creditors submitted herein is true and correct to the best of his or her knowledge.

Dated: 3/2/2011

**s/ Yehuda Backer**

\_\_\_\_\_x  
**Yehuda Backer**

Debtor

**s/ David Carlebach, Esq.**

\_\_\_\_\_x  
**David Carlebach**

Attorney for Debtor

| <b>United States Bankruptcy Court<br/>Eastern District of New York</b>  |  |  |  |  |  | <b>Voluntary Petition</b>  |  |  |  |   |  |  |
|---|--|--|--|--|--|--|--|--|--|---|--|--|
| Name of Debtor (if individual, enter Last, First, Middle):<br><b>S &amp; Y Enterprises, LLC</b>   |  |  | Name of Joint Debtor (Spouse) (Last, First, Middle):   |  |  |  |  |  |  |   |  |  |
| All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):  |  |  | All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):   |  |  |  |  |  |  |   |  |  |
| Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):<br><b>11-2947587</b>  |  |  | Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):  |  |  |  |  |  |  |   |  |  |
| Street Address of Debtor (No. & Street, City, and State):<br><b>158 North 4th Street<br/>Brooklyn, NY</b>   |  |  | Street Address of Joint Debtor (No. & Street, City, and State):  |  |  |  |  |  |  |   |  |  |
| ZIP CODE <b>11211</b>   |  |  | ZIP CODE   |  |  |  |  |  |  |   |  |  |
| County of Residence or of the Principal Place of Business:<br><b>Kings</b>  |  |  | County of Residence or of the Principal Place of Business:   |  |  |  |  |  |  |   |  |  |
| Mailing Address of Debtor (if different from street address):   |  |  | Mailing Address of Joint Debtor (if different from street address):  |  |  |  |  |  |  |   |  |  |
| ZIP CODE  |  |  | ZIP CODE   |  |  |  |  |  |  |   |  |  |
| Location of Principal Assets of Business Debtor (if different from street address above):<br><b>130 North 4th Street (a/k/a 193 Berry Street, a/k/a 240 Bedford Ave.), Brooklyn, New York</b>   |  |  |  |  |  |  |  |  |  |   |  |  |
| ZIP CODE <b>11211</b>   |  |  |  |  |  |  |  |  |  |   |  |  |
| <b>Type of Debtor</b><br>(Form of Organization)<br>(Check one box.)<br><br><input type="checkbox"/> Individual (includes Joint Debtors)<br><i>See Exhibit D on page 2 of this form.</i><br><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)<br><input type="checkbox"/> Partnership<br><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)<br>_____   |  |  | <b>Nature of Business</b><br>(Check one box)<br><br><input type="checkbox"/> Health Care Business<br><input checked="" type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)<br><input type="checkbox"/> Railroad<br><input type="checkbox"/> Stockbroker<br><input type="checkbox"/> Commodity Broker<br><input type="checkbox"/> Clearing Bank<br><input type="checkbox"/> Other<br><br><hr/> <b>Tax-Exempt Entity</b><br>(Check box, if applicable)<br><br><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.) |  |  | <b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)<br><br><input type="checkbox"/> Chapter 7<br><input type="checkbox"/> Chapter 9<br><input checked="" type="checkbox"/> Chapter 11<br><input type="checkbox"/> Chapter 12<br><input type="checkbox"/> Chapter 13<br><br><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding<br><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding |  |  |  | <b>Nature of Debts</b><br>(Check one box)<br><br><input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."<br><input checked="" type="checkbox"/> Debts are primarily business debts. |  |  |
| <b>Filing Fee</b> (Check one box)<br><br><input checked="" type="checkbox"/> Full Filing Fee attached<br><br><input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b) See Official Form 3A.<br><br><input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. |  |  |  |  | <b>Chapter 11 Debtors</b><br><br><b>Check one box:</b><br><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).<br><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).<br><br><b>Check if:</b><br><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).<br><b>Check all applicable boxes</b><br><input type="checkbox"/> A plan is being filed with this petition<br><input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). |  |  |  |  |   |  |  |
| <b>Statistical/Administrative Information</b><br><input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.<br><input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.  |  |  |  |  |  |  |  |  |  | <b>THIS SPACE IS FOR COURT USE ONLY</b>   |  |  |
| <b>Estimated Number of Creditors</b><br><input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000  |  |  |  |  |  |  |  |  |  |   |  |  |
| <b>Estimated Assets</b><br><input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion                    |  |  |  |  |  |  |  |  |  |   |  |  |
| <b>Estimated Liabilities</b><br><input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion               |  |  |  |  |  |  |  |  |  |   |  |  |

|   |   |
|---|---|
| <b>Voluntary Petition</b><br><i>(This page must be completed and filed in every case)</i> | Name of Debtor(s):<br><b>S &amp; Y Enterprises, LLC</b> |
|---|---|

**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet.)

|                                   |              |             |
|-----------------------------------|--------------|-------------|
| Location Where Filed: <b>NONE</b> | Case Number: | Date Filed: |
|-----------------------------------|--------------|-------------|

|                       |              |             |
|-----------------------|--------------|-------------|
| Location Where Filed: | Case Number: | Date Filed: |
|-----------------------|--------------|-------------|

**Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor** (If more than one, attach additional sheet)

|                                |              |             |
|--------------------------------|--------------|-------------|
| Name of Debtor:<br><b>NONE</b> | Case Number: | Date Filed: |
|--------------------------------|--------------|-------------|

|           |               |        |
|-----------|---------------|--------|
| District: | Relationship: | Judge: |
|-----------|---------------|--------|

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

Exhibit A is attached and made a part of this petition.

**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).

**X Not Applicable**

|                                     |      |
|-------------------------------------|------|
| Signature of Attorney for Debtor(s) | Date |
|-------------------------------------|------|

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**  
 (Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**  
 (Check all applicable boxes.)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following).

\_\_\_\_\_

(Name of landlord that obtained judgment)

\_\_\_\_\_

(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition**  
*(This page must be completed and filed in every case)*

Name of Debtor(s):  
**S & Y Enterprises, LLC**

**Signatures**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**Not Applicable**

Signature of Debtor

**Not Applicable**

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only **one** box.)

I request relief in accordance with chapter 15 of Title 11, United States Code. Certified Copies of the documents required by § 1515 of title 11 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the Chapter of title 11 specified in the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**Not Applicable**

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

**Signature of Attorney**

**s/ David Carlebach, Esq.**

Signature of Attorney for Debtor(s)

**David Carlebach Bar No. DC-7350**

Printed Name of Attorney for Debtor(s) / Bar No.

**Law Offices of David Carlebach**

Firm Name

**40 Exchange Place New York, NY 10005**

Address

**(212) 785 - 3041**

**(212) 785 - 3618**

Telephone Number

**3/2/2011**

Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Non-Attorney Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

**Not Applicable**

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

**Not Applicable**

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.*

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**s/ Yehuda Backer**

Signature of Authorized Individual

**Yehuda Backer**

Printed Name of Authorized Individual

**Managing Member**

Title of Authorized Individual

**3/2/2011**

Date

B6B (Official Form 6B) (12/07)

In re S & Y Enterprises, LLC,  
Debtor

Case No. 10-50623-ess  
(If known)

## SCHEDULE B - PERSONAL PROPERTY

| TYPE OF PROPERTY  | NONE                                | DESCRIPTION AND LOCATION OF PROPERTY      | HUSBAND, WIFE, JOINT OR COMMUNITY | CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION |
|---|-------------------------------------|---|-----------------------------------|--|
| 1. Cash on hand   | <input checked="" type="checkbox"/> |   |                                   |  |
| 2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.                      |                                     | <b>Capital One Bank (Account xx-9361)</b> |                                   | <b>95.49</b>   |
| 3. Security deposits with public utilities, telephone companies, landlords, and others.   | <input checked="" type="checkbox"/> |   |                                   |  |
| 4. Household goods and furnishings, including audio, video, and computer equipment.   | <input checked="" type="checkbox"/> |   |                                   |  |
| 5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.   | <input checked="" type="checkbox"/> |   |                                   |  |
| 6. Wearing apparel.   | <input checked="" type="checkbox"/> |   |                                   |  |
| 7. Furs and jewelry.  | <input checked="" type="checkbox"/> |   |                                   |  |
| 8. Firearms and sports, photographic, and other hobby equipment.  | <input checked="" type="checkbox"/> |   |                                   |  |
| 9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.  | <input checked="" type="checkbox"/> |   |                                   |  |
| 10. Annuities. Itemize and name each issuer.  | <input checked="" type="checkbox"/> |   |                                   |  |
| 11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).) | <input checked="" type="checkbox"/> |   |                                   |  |
| 12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.   | <input checked="" type="checkbox"/> |   |                                   |  |
| 13. Stock and interests in incorporated and unincorporated businesses. Itemize.   | <input checked="" type="checkbox"/> |   |                                   |  |
| 14. Interests in partnerships or joint ventures. Itemize.   | <input checked="" type="checkbox"/> |   |                                   |  |
| 15. Government and corporate bonds and other negotiable and nonnegotiable instruments.  | <input checked="" type="checkbox"/> |   |                                   |  |
| 16. Accounts receivable.  |                                     | <b>Loan to Sky Lofts, LLC (unsecured)</b> |                                   | <b>200,000.00</b>  |
| 17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.  | <input checked="" type="checkbox"/> |   |                                   |  |
|   |                                     |   |                                   |  |



In re S & Y Enterprises, LLC

Case No. 10-50623-ess

Debtor

(If known)

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

| TYPE OF PROPERTY  | NONE     | DESCRIPTION AND LOCATION OF PROPERTY | HUSBAND, WIFE, JOINT OR COMMUNITY | CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION |
|---|----------|--------------------------------------|-----------------------------------|--|
| 18. Other liquidated debts owed to debtor including tax refunds. Give particulars.  | <b>X</b> |                                      |                                   |  |
| 19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.  | <b>X</b> |                                      |                                   |  |
| 20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.  | <b>X</b> |                                      |                                   |  |
| 21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.  | <b>X</b> |                                      |                                   |  |
| 22. Patents, copyrights, and other intellectual property. Give particulars.   | <b>X</b> |                                      |                                   |  |
| 23. Licenses, franchises, and other general intangibles. Give particulars.  | <b>X</b> |                                      |                                   |  |
| 24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes. | <b>X</b> |                                      |                                   |  |
| 25. Automobiles, trucks, trailers, and other vehicles and accessories.  | <b>X</b> |                                      |                                   |  |
| 26. Boats, motors, and accessories.   | <b>X</b> |                                      |                                   |  |
| 27. Aircraft and accessories.   | <b>X</b> |                                      |                                   |  |
| 28. Office equipment, furnishings, and supplies.  | <b>X</b> |                                      |                                   |  |
| 29. Machinery, fixtures, equipment and supplies used in business.   | <b>X</b> |                                      |                                   |  |
| 30. Inventory.  | <b>X</b> |                                      |                                   |  |
| 31. Animals.  | <b>X</b> |                                      |                                   |  |
| 32. Crops - growing or harvested. Give particulars.   | <b>X</b> |                                      |                                   |  |
| 33. Farming equipment and implements.   | <b>X</b> |                                      |                                   |  |
| 34. Farm supplies, chemicals, and feed.   | <b>X</b> |                                      |                                   |  |
| 35. Other personal property of any kind not already listed. Itemize.  | <b>X</b> |                                      |                                   |  |
| <u>1</u> continuation sheets attached   |          |                                      | Total >                           | <b>\$ 200,095.49</b>   |

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

In re S & Y Enterprises, LLC  
Debtor

Case No. 10-50623-ess  
(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

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

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br><i>(See instructions above.)</i> | CODEBTOR<br>HUSBAND, WIFE, JOINT<br>OR COMMUNITY | DATE CLAIM WAS<br>INCURRED AND<br>CONSIDERATION FOR<br>CLAIM.<br>IF CLAIM IS SUBJECT TO<br>SETOFF, SO STATE | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM |
|--|--|---|------------|--------------|----------|--------------------|
| ACCOUNT NO.<br><br><b>David Dukoff, CPA<br/>58 Newport Drive<br/>Hewlett, NY 11557</b>                               |  |   |            |              |          | <b>33,000.00</b>   |
| ACCOUNT NO.<br><br><b>Goldberg, Weprin, Finkel<br/>1501 Broadway<br/>15th Floor<br/>New York, NY 10036</b>           |  |   |            |              |          | <b>6,605.91</b>    |
| ACCOUNT NO.<br><br><b>Maple St., LLC<br/>158 North 4th St.<br/>Brooklyn, NY 11211</b>                                |  |   |            |              |          | <b>840,000.00</b>  |
| ACCOUNT NO.<br><br><b>New York City Department<br/>66 John St.<br/>New York, NY 10038</b>                            |  |   |            |              |          | <b>48,206.10</b>   |

1 Continuation sheets attached

|            |                      |
|------------|----------------------|
| Subtotal > | \$ <b>927,812.01</b> |
| Total >    | \$                   |

(Use only on last page of the completed Schedule F.)  
(Report also on Summary of Schedules and, if applicable on the Statistical  
Summary of Certain Liabilities and Related Data.)

In re S & Y Enterprises, LLC  
 Debtor

Case No. 10-50623-ess  
 (If known)

## SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br><i>(See instructions above.)</i> | CODEBTOR | HUSBAND, WIFE, JOINT<br>OR COMMUNITY | DATE CLAIM WAS<br>INCURRED AND<br>CONSIDERATION FOR<br>CLAIM.<br>IF CLAIM IS SUBJECT TO<br>SETOFF, SO STATE | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF<br>CLAIM  |
|--|----------|--------------------------------------|---|------------|--------------|----------|---------------------|
| ACCOUNT NO.  |          |                                      |   |            |              |          | <b>77.00</b>        |
| <b>New York City Water Board<br/>P.O. Box 410<br/>Church Street Station<br/>New York, NY 10008-0410</b>              |          |                                      |   |            |              |          |                     |
| ACCOUNT NO.  |          |                                      |   |            |              |          | <b>340,000.00</b>   |
| <b>Pacific Dean Realty, LLC<br/>158 North 4th St.<br/>Brooklyn, NY 11211</b>   |          |                                      |   |            |              |          |                     |
| ACCOUNT NO.  |          |                                      |   |            |              |          | <b>1,089,000.00</b> |
| <b>The Backer Group, LLC<br/>158 North 4th St.<br/>Brooklyn, NY 11211</b>  |          |                                      |   |            |              |          |                     |
| ACCOUNT NO.  |          |                                      |   |            |              |          | <b>Unknown</b>      |
| <b>Yehuda Backer<br/>158 North 4th St.<br/>Brooklyn, NY 11211</b>  |          |                                      |   |            |              |          |                     |

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

|            |    |                     |
|------------|----|---------------------|
| Subtotal > | \$ | <b>1,429,077.00</b> |
| Total >    | \$ | <b>2,356,889.01</b> |

(Use only on last page of the completed Schedule F.)  
 (Report also on Summary of Schedules and, if applicable on the Statistical  
 Summary of Certain Liabilities and Related Data.)

In re: S & Y Enterprises, LLC  
 Debtor

Case No. 10-50623-ess  
 (If known)

## SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Check this box if debtor has no executory contracts or unexpired leases.

| NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.   | DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT. |
|--|--|
| CA Bedford, LLC<br>Attn: Mr. Adjmi<br>1412 Broadway<br>3rd Floor<br>New York, NY 10018 |  |

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court  
Eastern District of New York**

In re **S & Y Enterprises, LLC**  
Debtor

Case No. **10-50623-ess**

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 of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

| NAME OF SCHEDULE  | ATTACHED (YES/NO) | NO. OF SHEETS | ASSETS           | LIABILITIES     | OTHER |
|---|-------------------|---------------|------------------|-----------------|-------|
| A - Real Property   | YES               | 1             | \$ 20,000,000.00 |                 |       |
| B - Personal Property   | YES               | 2             | \$ 200,095.49    |                 |       |
| C - Property Claimed as Exempt  | NO                |               |                  |                 |       |
| D - Creditors Holding Secured Claims  | YES               | 1             |                  | \$ 6,350,000.00 |       |
| E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E) | YES               | 3             |                  | \$ 616.64       |       |
| F - Creditors Holding Unsecured Nonpriority Claims                              | YES               | 2             |                  | \$ 2,356,889.01 |       |
| G - Executory Contracts and Unexpired Leases                                    | YES               | 1             |                  |                 |       |
| H - Codebtors   | YES               | 1             |                  |                 |       |
| I - Current Income of Individual Debtor(s)                                      | NO                | 0             |                  |                 | \$    |
| J - Current Expenditures of Individual Debtor(s)                                | NO                | 0             |                  |                 | \$    |
| <b>TOTAL</b>  |                   | 11            | \$ 20,200,095.49 | \$ 8,707,505.65 |       |

**UNITED STATES BANKRUPTCY COURT  
Eastern District of New York**

In re: **S & Y Enterprises, LLC**,  
Debtor

Case No. **10-50623-ess**  
(If known)

**STATEMENT OF FINANCIAL AFFAIRS**

**1. Income from employment or operation of business**

None  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 | SOURCE              | FISCAL YEAR PERIOD |
|--------|---------------------|--------------------|
| 0.00   | Business Operations | 2008               |
| 0.00   | Business Operations | 2009               |
| 0.00   | Business Operations | 2010               |

**2. Income other than from employment or operation of business**

None  State the amount of income received by the debtor other than from employment, trade, profession, 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 | SOURCE | FISCAL YEAR PERIOD |
|--------|--------|--------------------|
|--------|--------|--------------------|

**3. Payments to creditors**

*Complete a. or b., as appropriate, and c.*

None  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 unless the aggregate value of all property that constitutes or is affected by such transfer is 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 credit 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.)

| NAME AND ADDRESS OF CREDITOR | DATES OF PAYMENTS | AMOUNT PAID | AMOUNT STILL OWING |
|------------------------------|-------------------|-------------|--------------------|
|------------------------------|-------------------|-------------|--------------------|

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 \$5,850\*. 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 credit 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.)

| NAME AND ADDRESS OF CREDITOR  | DATES OF PAYMENTS/<br>TRANSFERS                         | AMOUNT PAID OR<br>VALUE OF<br>TRANSFERS | AMOUNT<br>STILL<br>OWING |
|---|---|---|--------------------------|
| <b>Internal Revenue Service<br/>11601 Roosevelt Blvd.<br/>P.O. Box 21126<br/>Philadelphia, PA 19114</b> | <b>See attached detail.</b>                             | <b>23,776.92</b>                        | <b>143.13</b>            |
| <b>Levy Dahan<br/>72 Clove Road<br/>Brooklyn, NY 11225</b>  | <b>Weekly Salary Payments (see<br/>attached detail)</b> | <b>8,333.92</b>                         | <b>0.00</b>              |
| <b>NYS Dept. of Tax &amp; Fin.<br/>Bankruptcy Unit<br/>P.O. Box 5300<br/>Albany, NY 12205-5300</b>      | <b>See attached detail.</b>                             | <b>5,953.76</b>                         | <b>473.64</b>            |
| <b>Patrick Amble<br/>56 Sedgewick St.<br/>Bridgeport, CT 06606</b>                                      | <b>Weekly Salary Payments (see<br/>attached detail)</b> | <b>6,371.94</b>                         | <b>0.00</b>              |
| <b>Peter Baptiste<br/>240 Winthrop St. D6<br/>Brooklyn, NY 11225</b>                                    | <b>Weekly Salary Payments (see<br/>attached detail)</b> | <b>8,063.09</b>                         |                          |
| <b>Ranee McGarry<br/>1754 Crescent Valley Rd.<br/>Bovina Center, NY 13740</b>                           | <b>Weekly Salary Payments (see<br/>attached detail)</b> | <b>5,283.31</b>                         | <b>0.00</b>              |
| <b>Samuel Backer<br/>1292 Carroll St.<br/>Brooklyn, NY 11213</b>  | <b>Weekly Salary Payments (see<br/>attached detail)</b> | <b>5,716.87</b>                         | <b>0.00</b>              |
| <b>Simon Backer<br/>1404 President St.<br/>Brooklyn, NY 11213</b>                                       | <b>Weekly Salary Payments (see<br/>attached detail)</b> | <b>5,290.45</b>                         | <b>0.00</b>              |
| <b>Troy Williams<br/>210 Herzl St.<br/>Brooklyn, NY 11212</b>   | <b>Weekly Salary Payments (see<br/>attached detail)</b> | <b>5,906.42</b>                         | <b>0.00</b>              |
| <b>Yehuda Backer<br/>1404 President St.<br/>Brooklyn, NY 11213</b>                                      | <b>Weekly Salary Payments (see<br/>attached detail)</b> | <b>18,599.10</b>                        |                          |

\*Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

- 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.)

| NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR                             | DATE OF PAYMENT                                      | AMOUNT PAID      | AMOUNT STILL OWING |
|---|--|------------------|--------------------|
| <b>Samuel Backer</b><br>1292 Carroll St.<br>Brooklyn, NY 11213<br>Son of Members    | <b>Weekly Salary Payments</b><br>(11/11/09-11/11/10) | <b>21,249.18</b> |                    |
| <b>Simon Backer</b><br>1404 President St.<br>Brooklyn, NY 11213<br>Son of Members   | <b>Weekly Salary Payments</b><br>(11/11/09-11/11/10) | <b>20,769.94</b> |                    |
| <b>Yehuda Backer</b><br>1404 President St.<br>Brooklyn, NY 11213<br>Managing Member | <b>Weekly Salary Payments</b><br>(11/11/09-11/11/10) | <b>72,990.90</b> |                    |

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

- None  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 LOCATIO | STATUS OR DISPOSITION |
|---------------------------------|----------------------|-----------------------------|-----------------------|
|---------------------------------|----------------------|-----------------------------|-----------------------|

- 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.)

| NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED | DATE OF SEIZURE | DESCRIPTION AND VALUE OF PROPERTY |
|--|-----------------|-----------------------------------|
|--|-----------------|-----------------------------------|

#### 5. Repossessions, foreclosures and returns

- None  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.)

| NAME AND ADDRESS OF CREDITOR OR SELLER | DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN | DESCRIPTION AND VALUE OF PROPERTY |
|--|--|-----------------------------------|
|--|--|-----------------------------------|



## 6. Assignments and receiverships

- None  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.)

| NAME AND ADDRESS<br>OF ASSIGNEE | DATE OF<br>ASSIGNMENT | TERMS OF<br>ASSIGNMENT<br>OR SETTLEMENT |
|---------------------------------|-----------------------|---|
|---------------------------------|-----------------------|---|

- 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.)

| NAME AND ADDRESS<br>OF CUSTODIAN | NAME AND ADDRESS<br>OF COURT<br>CASE TITLE & NUMBER | DATE OF<br>ORDER | DESCRIPTION<br>AND VALUE OF<br>PROPERTY |
|----------------------------------|---|------------------|---|
|----------------------------------|---|------------------|---|

## 7. Gifts

- None  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.)

| NAME AND ADDRESS<br>OF PERSON<br>OR ORGANIZATION | RELATIONSHIP<br>TO DEBTOR,<br>IF ANY | DATE<br>OF GIFT | DESCRIPTION<br>AND VALUE OF<br>GIFT |
|--|--------------------------------------|-----------------|-------------------------------------|
|--|--------------------------------------|-----------------|-------------------------------------|

## 8. Losses

- None  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.)

| DESCRIPTION<br>AND VALUE OF<br>PROPERTY | DESCRIPTION OF CIRCUMSTANCES AND, IF<br>LOSS WAS COVERED IN WHOLE OR IN PART<br>BY INSURANCE, GIVE PARTICULARS | DATE OF<br>LOSS |
|---|--|-----------------|
|---|--|-----------------|

## 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.

| NAME AND ADDRESS<br>OF PAYEE                                       | DATE OF PAYMENT,<br>NAME OF PAYOR IF<br>OTHER THAN DEBTOR | AMOUNT OF MONEY OR<br>DESCRIPTION AND VALUE<br>OF PROPERTY |
|--|---|--|
| L.O. of David Carlebach<br>40 Exchange Place<br>New York, NY 10005 | November 11, 2010, The<br>Backer Group                    | 20,000.00  |

**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.)

| NAME AND ADDRESS OF TRANSFEREE,<br>RELATIONSHIP TO DEBTOR | DATE | DESCRIBE PROPERTY<br>TRANSFERRED<br>AND VALUE RECEIVED |
|---|------|--|
|---|------|--|

- 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.

| NAME OF TRUST OR OTHER<br>DEVICE | DATE(S) OF<br>TRANSFER(S) | AMOUNT OF MONEY OR DESCRIPTION<br>AND VALUE OF PROPERTY OR DEBTOR<br>INTEREST IN PROPERTY |
|----------------------------------|---------------------------|---|
|----------------------------------|---------------------------|---|

**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.)

| NAME AND ADDRESS<br>OF INSTITUTION | TYPE OF ACCOUNT, LAST FOUR<br>DIGITS OF ACCOUNT NUMBER,<br>AND AMOUNT OF FINAL BALANCE | AMOUNT AND<br>DATE OF SALE<br>OR CLOSING |
|------------------------------------|--|--|
|------------------------------------|--|--|

**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.)

| NAME AND ADDRESS<br>OF BANK OR<br>OTHER DEPOSITORY | NAMES AND ADDRESSES<br>OF THOSE WITH ACCESS<br>TO BOX OR DEPOSITOR | DESCRIPTION<br>OF<br>CONTENTS | DATE OF TRANSFER<br>OR SURRENDER,<br>IF ANY |
|--|--|-------------------------------|---|
|--|--|-------------------------------|---|

**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.)

| NAME AND ADDRESS OF CREDITOR | DATE OF<br>SETOFF | AMOUNT OF<br>SETOFF |
|------------------------------|-------------------|---------------------|
|------------------------------|-------------------|---------------------|

**14. Property held for another person**

None  List all property owned by another person that the debtor holds or controls.

| <input checked="" type="checkbox"/> NAME AND ADDRESS OF OWNER | DESCRIPTION AND VALUE OF PROPERTY | LOCATION OF PROPERTY |
|---|-----------------------------------|----------------------|
|---|-----------------------------------|----------------------|

**15. Prior address of debtor**

None  If 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.

| ADDRESS | NAME USED | DATES OF OCCUPANCY |
|---------|-----------|--------------------|
|---------|-----------|--------------------|

**16. Spouses and Former Spouses**

None  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.

NAME

**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.

| SITE NAME AND ADDRESS | NAME AND ADDRESS OF GOVERNMENTAL UNIT | DATE OF NOTICE | 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.

| SITE NAME AND ADDRESS | NAME AND ADDRESS OF GOVERNMENTAL UNIT | DATE OF NOTICE | ENVIRONMENTAL LAW |
|-----------------------|---------------------------------------|----------------|-------------------|
|-----------------------|---------------------------------------|----------------|-------------------|

- 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.

| NAME AND ADDRESS OF GOVERNMENTAL UNIT | DOCKET NUMBER | STATUS OR DISPOSITION |
|---------------------------------------|---------------|-----------------------|
|---------------------------------------|---------------|-----------------------|

### 18. Nature, location and name of business

- None  a. *If the debtor is an individual*, list the names, 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 the **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 the **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 the **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 business, 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 the **six years** immediately preceding the commencement of this case.

| NAME | LAST FOUR DIGITS OF SOCIAL SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN | ADDRESS | NATURE OF BUSINESS | BEGINNING AND ENDING DATES |
|------|--|---------|--------------------|----------------------------|
|------|--|---------|--------------------|----------------------------|

- 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.

| NAME | ADDRESS |
|------|---------|
|------|---------|

### 19. Books, records and financial statements

- None  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 |
|--|-------------------------|
| David Dukoff, CPA<br>58 Newport Dr.<br>Hewlett, NY 11557 | 2008 to present         |
| Ranee McGarry<br>158 North 4th St.<br>Brooklyn, NY 11211 | 1994 to 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 | ADDRESS | DATES SERVICES RENDERED |
|------|---------|-------------------------|
|------|---------|-------------------------|

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                 | ADDRESS  |
|----------------------|--|
| David Dukoff, CPA    | 58 Newport Dr.<br>Hewlett, NY 11557                                  |
| S&Y Enterprises, LLC | c/o The Backer Group, LLC<br>158 North 4th St.<br>Brooklyn, NY 11211 |

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 | DATE ISSUED |
|------------------|-------------|
|------------------|-------------|

## 20. Inventories

None  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.

| DATE OF INVENTORY | INVENTORY SUPERVISOR | DOLLAR AMOUNT OF INVENTORY<br>(Specify cost, market or other basis) |
|-------------------|----------------------|---|
|-------------------|----------------------|---|

None  b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

| DATE OF INVENTORY | NAME AND ADDRESSES OF CUSTODIAN<br>OF INVENTORY RECORDS |
|-------------------|---|
|-------------------|---|

## 21. Current Partners, Officers, Directors and Shareholders

None  a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

| NAME AND ADDRESS | NATURE OF INTEREST | PERCENTAGE OF INTEREST |
|------------------|--------------------|------------------------|
|------------------|--------------------|------------------------|

None  b. If the debtor is a corporation, list all 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 AND ADDRESS   | TITLE           | NATURE AND PERCENTAGE<br>OF STOCK OWNERSHIP |
|--|-----------------|---|
| Ruthie Backer<br>158 North 4th St.<br>Brooklyn, NY 11211 | Member          | 1%  |
| Yehuda Backer<br>158 North 4th St.<br>Brooklyn, NY 11211 | Managing Member | 99%   |

## 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.

| NAME | ADDRESS | DATE OF WITHDRAWAL |
|------|---------|--------------------|
|------|---------|--------------------|

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 AND ADDRESS | TITLE | DATE OF TERMINATION |
|------------------|-------|---------------------|
|------------------|-------|---------------------|

### 23. Withdrawals from a partnership or distributions by a corporation

None  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.

| NAME & ADDRESS<br>OF RECIPIENT,<br>RELATIONSHIP TO DEBTOR | DATE AND PURPOSE<br>OF WITHDRAWAL | AMOUNT OF MONEY<br>OR DESCRIPTION<br>AND VALUE OF PROPERTY |
|---|-----------------------------------|--|
|---|-----------------------------------|--|

### 24. Tax Consolidation Group.

None  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 | TAXPAYER IDENTIFICATION NUMBER (EIN) |
|----------------------------|--------------------------------------|
|----------------------------|--------------------------------------|

### 25. Pension Funds.

None  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.

| NAME OF PENSION FUND | TAXPAYER IDENTIFICATION NUMBER (EIN) |
|----------------------|--------------------------------------|
|----------------------|--------------------------------------|

\* \* \* \* \*

*[If completed on behalf of a partnership or corporation]*

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 3/2/2011

Signature s/ Yehuda Backer

Yehuda Backer, Managing Member

Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

\_\_\_\_\_ continuation sheets attached