

**United States Bankruptcy Court
Middle District of Alabama**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): VF Corporation d/b/a Sports Palace	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./Complete EIN or other Tax ID No. (if more than one, state all) 63-1169111	Last four digits of Soc. Sec./Complete EIN or other Tax ID No. (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 6301 Atlanta Hwy Montgomery, AL ZIP Code 36117	Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code
County of Residence or of the Principal Place of Business: Montgomery	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP Code	Mailing Address of Joint Debtor (if different from street address): ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above): <p align="center">same as address</p>	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <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." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <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. <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.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2 million. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <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).
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Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input 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.									
Estimated Number of Creditors									
1-49	50-99	100-199	200-999	1000-5,000	5001-10,000	10,001-25,000	25,001-50,000	100,001-100,000	OVER 100,000
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Estimated Assets									
<input checked="" type="checkbox"/> \$0 to \$10,000	<input type="checkbox"/> \$10,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$100 million	<input type="checkbox"/> More than \$100 million					
Estimated Liabilities									
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input checked="" type="checkbox"/> \$100,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$100 million	<input type="checkbox"/> More than \$100 million					

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): VF Corporation d/b/a Sports Palace
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	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: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(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.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>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 delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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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.

Statement 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.

Voluntary Petition

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

Name of Debtor(s):

VF Corporation d/b/a Sports Palace

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.

X _____
Signature of Debtor

X _____
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 11 U.S.C. §1515 are attached.

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

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy 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 19B is attached.

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

X _____
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 additional sheets conforming 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 Attorney

X /s/ Richard D. Shinbaum _____
Signature of Attorney for Debtor(s)

Richard D. Shinbaum _____
Printed Name of Attorney for Debtor(s)

Shinbaum, Abell, McLeod & Campbell, P.C. _____
Firm Name

566 South Perry Street
Post Office Box 201
Montgomery, AL 36101-0201

Address

rshinbaum@samvpc.com, vmcleod@samvpc.com
334-269-4440 Fax: 334-263-4096

Telephone Number

March 23, 2007 _____
Date

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

X /s/ Vicki Miller _____
Signature of Authorized Individual

Vicki Miller _____
Printed Name of Authorized Individual

President _____
Title of Authorized Individual

March 23, 2007 _____
Date

**United States Bankruptcy Court
Middle District of Alabama**

In re VF Corporation d/b/a Sports Palace

Debtor(s)

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
ASCAP 2690 CUMBERLNAD PKWY STE 490 Atlanta, GA 30339-3913	ASCAP 2690 CUMBERLNAD PKWY STE 490 Atlanta, GA 30339-3913	BUSINESS DEBT		2,573.00
BIEHL & BIEHL, INC. PO BOX 87410 Carol Stream, IL 60188	BIEHL & BIEHL, INC. PO BOX 87410 Carol Stream, IL 60188	BUSINESS DEBT		1,948.00
BRENNAN & CLARK 721 E. MADISON, STE 200 Villa Park, IL 60181	BRENNAN & CLARK 721 E. MADISON, STE 200 Villa Park, IL 60181	BUSINESS DEBT		400.00
CHRIS ECHOLS, PA PO BOX 1 Montgomery, AL 36101	CHRIS ECHOLS, PA PO BOX 1 Montgomery, AL 36101	BUSINESS DEBT		2,217.00
CITY OF MONTGOMERY REVENUE OFFICE 103 N. PERRY STREET MONTGOMERY, AL 36104	CITY OF MONTGOMERY REVENUE OFFICE 103 N. PERRY STREET MONTGOMERY, AL 36104	TAXES		20,000.00
COOK'S PEST CONTROL PO BOX 3275 Montgomery, AL 36109	COOK'S PEST CONTROL PO BOX 3275 Montgomery, AL 36109	BUSINESS DEBT		660.00
Cumulus Broadcasting, Inc. 1 Commerce St., Ste. 300 Montgomery, AL 36104	Cumulus Broadcasting, Inc. 1 Commerce St., Ste. 300 Montgomery, AL 36104	BUSINESS DEBT		640.00
INTERNAL REVENUE SERVICE SPECIAL PROCEDURES FUNCTION 801 TOM MARTIN DR., ROOM 126 BIRMINGHAM, AL 35211	INTERNAL REVENUE SERVICE SPECIAL PROCEDURES FUNCTION 801 TOM MARTIN DR., ROOM 126 BIRMINGHAM, AL 35211	2001 -2005 TAXES		203,803.00
MONTGOMERY COUNTY 251 SOUTH LAWRENCE STREET Montgomery, AL 36104	MONTGOMERY COUNTY 251 SOUTH LAWRENCE STREET Montgomery, AL 36104	TAXES		5,000.00
R.L. SCHREIBER 1741 N W 33RD STREET Tampa, FL 33604	R.L. SCHREIBER 1741 N W 33RD STREET Tampa, FL 33604	BUSINESS DEBT		1,400.00

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
ROTO ROOTER PO BOX 11685 Montgomery, AL 36111	ROTO ROOTER PO BOX 11685 Montgomery, AL 36111	BUSINESS DEBT		325.00
SOUTHERN DUST CONTROL 213 CEDAR STREET Greenville, AL 36037	SOUTHERN DUST CONTROL 213 CEDAR STREET Greenville, AL 36037	BUSINESS DEBT		1,000.00
STATE OF ALABAMA DEPARTMENT OF REVENUE P.O. BOX 320001 MONTGOMERY, AL 36132	STATE OF ALABAMA DEPARTMENT OF REVENUE P.O. BOX 320001 MONTGOMERY, AL 36132	TAXES		11,000.00
THE MERCHANTS COMPANY P.O. BOX 1351 Hattiesburg, MS 39403	THE MERCHANTS COMPANY P.O. BOX 1351 Hattiesburg, MS 39403	JUDGMENT CV 04-2128		43,397.04
WOOD FRUITTUCHER PO BOX 2153 Birmingham, AL 35287	WOOD FRUITTUCHER PO BOX 2153 Birmingham, AL 35287	BUSINESS DEBT		9,000.00

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date March 23, 2007Signature /s/ Vicki Miller
Vicki Miller
President

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

VF Corporation d/b/a Sports Palace
6301 Atlanta Hwy
Montgomery, AL 36117

ASCAP
2690 CUMBERLNAD PKWY
STE 490
Atlanta, GA 30339-3913

BIEHL & BIEHL, INC.
PO BOX 87410
Carol Stream, IL 60188

BRENNAN & CLARK
721 E. MADISON, STE 200
Villa Park, IL 60181

CHRIS ECHOLS, PA
PO BOX 1
Montgomery, AL 36101

CITY OF MONTGOMERY
REVENUE OFFICE
103 N. PERRY STREET
MONTGOMERY, AL 36104

COOK'S PEST CONTROL
PO BOX 3275
Montgomery, AL 36109

Cumulus Broadcasting, Inc.
1 Commerce St., Ste. 300
Montgomery, AL 36104

HON. PATRICIA CONOVER
ASSISTANT UNITED STATES ATTY.
P.O. BOX 197
MONTGOMERY, AL 36101

ICE MAN
9217 HWY 31 S
Hope Hull, AL 36043

INTERNAL REVENUE SERVICE
SPECIAL PROCEDURES FUNCTION
801 TOM MARTIN DR., ROOM 126
BIRMINGHAM, AL 35211

INTERNAL REVENUE SERVICE
P O BOX 21126
Philadelphia, PA 19114

JIM ALLEN/SEASTAR INC.
55 EMERALD MOUNTAIN EXPRESSWAY
Wetumpka, AL 36093

JOHNSON DIVERSITY
317 SNOW DR
Birmingham, AL 35209

MONTGOMERY COUNTY
251 SOUTH LAWRENCE STREET
Montgomery, AL 36104

R.L. SCHREIBER
1741 N W 33RD STREET
Tampa, FL 33604

ROTO ROOTER
PO BOX 11685
Montgomery, AL 36111

SOUTHERN DUST CONTROL
213 CEDAR STREET
Greenville, AL 36037

STATE OF ALABAMA
DEPARTMENT OF REVENUE
P.O. BOX 320001
MONTGOMERY, AL 36132

THE MERCHANTS COMPANY
P.O. BOX 1351
Hattiesburg, MS 39403

WOOD FRUITTUCHER
PO BOX 2153
Birmingham, AL 35287

ZACK M. AZAR, ESQ.
2740 ZELDA ROAD 4TH FLOOR
P.O. BOS 2028
Montgomery, AL 36102-2028