

**United States Bankruptcy Court  
Northern District of Alabama  
Western Division**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>Tuscaloosa ZX1, 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) No./Complete EIN (if more than one, state all): <b>20-4626076</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): <b>2201 Jack Warner Pkwy. Ste. 3 Tuscaloosa, AL</b>	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE <b>35401</b>	ZIP CODE
County of Residence or of the Principal Place of Business: <b>Tuscaloosa</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):	
ZIP CODE	

<b>Type of Debtor (Form of Organization) (Check one box.)</b> <input type="checkbox"/> Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. <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.) _____	<b>Nature of Business (Check one box)</b> <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 <hr/> <b>Tax-Exempt Entity (Check box, if applicable)</b> <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 (Check one box)</b> <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 <hr/> <b>Nature of Debts (Check one box)</b> <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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<b>Filing Fee (Check one box)</b> <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.	<b>Chapter 11 Debtors</b> 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 \$2,190,000. <hr/> 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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<b>Statistical/Administrative Information</b> <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <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. <hr/> <b>Estimated Number of Creditors</b> <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 <hr/> <b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input 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 <hr/> <b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" 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 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>THIS SPACE IS FOR COURT USE ONLY</b>
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<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Document Page 2 of 7 Name of Debtor(s): <b>Tuscaloosa ZX1, LLC</b>
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**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: <b>NONE</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p align="center"><b>Exhibit A</b></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 align="center"><b>Exhibit B</b></p> (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 <u>Not Applicable</u> Signature of Attorney for Debtor(s) Date
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.	

**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.)

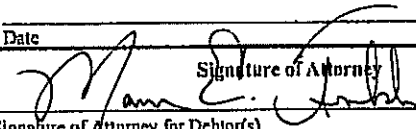
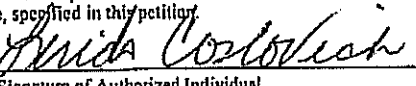
- Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following).  

\_\_\_\_\_  
 (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)).

B 1 (Official Form 1) (1/08)

FORM B1, Page 3

<p><b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Tusaloosa ZX1, LLC</p>
<b>Signatures</b>	
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> <b>Not Applicable</b> Signature of Debtor</p> <p><input checked="" type="checkbox"/> <b>Not Applicable</b> Signature of Joint Debtor</p> <p>Telephone Number (If not represented by attorney)</p> <p>Date</p>	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>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.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p><input checked="" type="checkbox"/> <b>Not Applicable</b> (Signature of Foreign Representative)</p> <p>(Printed Name of Foreign Representative)</p> <p>Date</p>
<p><input checked="" type="checkbox"/>  Signature of Attorney for Debtor(s)</p> <p><b>Marvin E. Franklin Bar No. ASB-8663-F49M</b> Printed Name of Attorney for Debtor(s) / Bar No.</p> <p><b>Najjar Denaburg, P.C.</b> Firm Name</p> <p><b>2125 Morris Avenue Birmingham, Alabama 35203</b> Address</p> <p><b>205-250-8400</b>                      <b>205-326-3837</b> Telephone Number</p> <p>Date</p> <p><small>*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.</small></p>	<p style="text-align: center;"><b>Signature of Non-Attorney Petition Preparer</b></p> <p>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.</p> <p><input checked="" type="checkbox"/> <b>Not Applicable</b> Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>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.)</p> <p>Address</p> <p><input checked="" type="checkbox"/> <b>Not Applicable</b></p> <p>Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>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.</p> <p>If more than one person prepared this document, attach to the appropriate official form for each person.</p> <p><small>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.</small></p>
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>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.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/>  Signature of Authorized Individual</p> <p><b>Linda Costovich</b> Printed Name of Authorized Individual</p> <p><b>Member</b> Title of Authorized Individual</p> <p><b>3-16-09</b> Date</p>	<p><input checked="" type="checkbox"/> <b>Not Applicable</b></p> <p>Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>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.</p> <p>If more than one person prepared this document, attach to the appropriate official form for each person.</p> <p><small>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.</small></p>

**United States Bankruptcy Court  
Northern District of Alabama  
Western Division**

In re **Tuscaloosa ZX1, LLC**

Case No.

Debtor.

Chapter **11**

**STATEMENT OF CORPORATE OWNERSHIP**

Comes now **Tuscaloosa ZX1, LLC** (the "Debtor") and pursuant to Fed. R. Bankr. P. 1007(a) and 7007.1 state as follows:

  **X**   All corporations that directly or indirectly own 10% or more of any class of the corporation's equity interests are listed below:

Owner	% of Shares Owned
<b>Zaxco's, LLC</b> 2201 Jack Warner Parkway Suite 3 Tuscaloosa, AL 35401	<b>100%</b>

OR,

\_\_\_\_\_ There are no entities to report.

By: 

**Marvin E. Franklin**  
Signature of Attorney

Counsel for **Tuscaloosa ZX1, LLC**

Bar no.: **ASB-8663-F49M**

Address.: **Najjar Denaburg, P.C.**  
**2125 Morris Avenue**  
**Birmingham, Alabama 35203**

Telephone No.: **205-250-8400**

Fax No.: **205-326-3837**

E-mail address:

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ALABAMA  
WESTERN DIVISION

In re: Tuscaloosa ZX1, LLC  
Debtor

Case No. \_\_\_\_\_  
Chapter 11

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 2 sheet(s) is complete, correct and consistent with the debtor's schedules pursuant to Local Bankruptcy Rules and I/we assume all responsibility for errors and omissions.

Dated: 3/16/09

Signed: *Luigi Costantino*

Signed: *Marvin E. Franklin*

Marvin E. Franklin  
Attorney for Debtor(s)  
Bar no.: ASB-8663-F49M  
Najjar Denaburg, P.C.  
2125 Morris Avenue  
Birmingham, Alabama 35203  
Telephone No.: 205-250-8400  
Fax No.: 205-326-3837  
E-mail address:

TUSCALOOSA ZX1, LLC  
2201 JACK WARNER PKWY.  
STE. 3  
TUSCALOOSA, AL 35401

MARVIN E. FRANKLIN  
NAJJAR DENABURG, P.C.  
2125 MORRIS AVENUE  
BIRMINGHAM, ALABAMA 3520

BANK OF TUSCALOOSA  
2209 9TH STREET  
TUSCALOOSA, AL 35401

CB&S BANK  
P.O. BOX 910  
RUSSELLVILLE, AL 35653

FIRST NATIONAL BANK OF S  
402 S. BROAD ST.  
SCOTTSBORO, AL 35768

TUSCALOOSA CO. TAX COLL  
714 GREENSBORO AVE.  
RM. 124  
TUSCALOOSA, AL 35401

ALABAMA DEPT. OF REVENUE  
P.O. BOX 210737  
TUSCALOOSA, AL 35402

ALABAMA REST. CLEANERS  
P.O. BOX 171  
GRASYVILLE, AL 35073

AT&T  
P.O. BOX 105262  
ATLANTA, GA 30348

BAMA EXTERMINATING CO.,  
2800 9TH ST.  
NORTHPORT, AL 35476

BORREGO SPRINGS BANK  
7777 ALVARADO RD.  
STE. 501  
LA MESA, CA 91941

CINTAS  
P.O. BOX 1670  
TUSCALOOSA, AL 35401

COCA COLA  
P.O. BOX 403390  
ATLANTA, GA 30348-3390

COMCAST  
P.O. BOX 105257  
ATLANTA, GA 30348

DAY MARK  
12830 S. DIXIE HWY.  
BOWLING GREEN, OH 43402

HYPERACTIVE TECH. INC.  
730 HOLIDAY DR.  
8 FOSTER PLZ.  
4TH FL.  
PITTSBURG, PA 15220

IRON-HORSE DEVELOP.  
419 E. CROSSVILLE RD.  
STE. 207  
ROSWELL, GA 30075

J.D. ESCO, INC.  
3107 25TH AVE.  
UNIT A  
TUSCALOOSA, AL 35401

LAMAR COMPANIES  
P.O. BOX 96030  
BATON ROUGE, LA 70896

LEASESOUTH  
300 CLINTON AVE W  
HUNTSVILLE, AL 35801

LECROY, HUNTER & CO  
P.O. BOX 462  
NORTHPORT, AL 35476

MANNING BROTHERS  
210 SANDY CREEK DR.  
ATHENS, GA 30607

MARLIN LEASING  
P.O. BOX 13640  
PHILADELPHIA, PA 19101

NUCO2  
P.O. BOX 9011  
STUART, FL 34995

PINACLE FINANCE  
P.O. BOX 1817  
TACOMA, WA 98401-1817

REFRESH CONSULTING  
3117 WICKS LAKE DR.  
MARIETTA, GA 30062

RESTAURANT DATA  
491 KIVERT ST.  
WARWICK, RI 02886

ST. JOHNS & PARTNERS  
5220 BELFORD RD.  
STE. 400  
JACKSONVILLE, FL 32256

SUPERIOR SUPPLY  
6555 SUGARLOAF PKWY  
STE. 307-141  
DULUTH, GA 30097

TRIMARK FOODCRAFT  
2601 HOPE CHURCH RD.  
WINSTON-SALEM, NC 27103

YELLOW BOOK  
2201 RENAISSANCE BLVD.  
KING OF RUSSIA, PA 19406

ZAXBY'S CONFERENCE FUND  
1040 FOUNDERS BLVD.  
ATHENS, GA 30606