United States Bankruptcy Court
Northern District of Alabama

IN RE: Case No. _____

Cedarhill Operating Co., L.L.C. Chapter **11**

Debtor(s)

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

   For legal services, I have agreed to accept . . . . . $ **225.00/hr**

   Prior to the filing of this statement I have received . . . . . $ **51,039.00**

   Balance Due . . . . . $ _____

2. The source of the compensation paid to me was: ☑ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is: ☑ Debtor ☐ Other (specify):

4. ☑ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

   ☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

   a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
   b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
   c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
   d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
   e. [Other provisions as needed]

   Legal services of Senior Associate: $200/hr
   Legal services of Paralegals/Law clerks: $95/hr

6. By agreement with the debtor(s), the above disclosed fee does not include the following services:

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CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

April 9, 2010
Date

/s/ Herbert Newell

Herbert Newell
Newell and Associates, LLC
2117 Jack Warnker Pkwy Ste 5
Tuscaloosa, AL 35401-1029
(205) 343-0340 Fax: (205) 343-2060
hnewell@newell-law.com

WARNING: Effective December 1, 2009, the 15-day deadline to file schedules and certain other documents under Bankruptcy Rule 1007(c) is shortened to 14 days. For further information, see note at bottom of page 2

UNITED STATES BANKRUPTCY COURT

NOTICE TO CONSUMER DEBTOR(S) UNDER §342(b) OF THE BANKRUPTCY CODE

In accordance with § 342(b) of the Bankruptcy Code, this notice to individuals with primarily consumer debts: (1) Describes briefly the services available from credit counseling services; (2) Describes briefly the purposes, benefits and costs of the four types of bankruptcy proceedings you may commence; and (3) Informs you about bankruptcy crimes and notifies you that the Attorney General may examine all information you supply in connection with a bankruptcy case.

You are cautioned that bankruptcy law is complicated and not easily described. Thus, you may wish to seek the advice of an attorney to learn of your rights and responsibilities should you decide to file a petition. Court employees cannot give you legal advice.

Notices from the bankruptcy court are sent to the mailing address you list on your bankruptcy petition. In order to ensure that you receive information about events concerning your case, Bankruptcy Rule 4002 requires that you notify the court of any changes in your address. If you are filing a joint case (a single bankruptcy case for two individuals married to each other), and each spouse lists the same mailing address on the bankruptcy petition, you and your spouse will generally receive a single copy of each notice mailed from the bankruptcy court in a jointly-addressed envelope, unless you file a statement with the court requesting that each spouse receive a separate copy of all notices.

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1. Services Available from Credit Counseling Agencies

With limited exceptions, § 109(h) of the Bankruptcy Code requires that all individual debtors who file for bankruptcy relief on or after October 17, 2005, receive a briefing that outlines the available opportunities for credit counseling and provides assistance in performing a budget analysis. The briefing must be given within 180 days **before** the bankruptcy filing. The briefing may be provided individually or in a group (including briefings conducted by telephone or on the Internet) and must be provided by a nonprofit budget and credit counseling agency approved by the United States trustee or bankruptcy administrator. The clerk of the bankruptcy court has a list that you may consult of the approved budget and credit counseling agencies. Each debtor in a joint case must complete the briefing.

In addition, after filing a bankruptcy case, an individual debtor generally must complete a financial management instructional course before he or she can receive a discharge. The clerk also has a list of approved financial management instructional courses. Each debtor in a joint case must complete the course.

2. The Four Chapters of the Bankruptcy Code Available to Individual Consumer Debtors

Chapter 7: Liquidation ($245 filing fee, $39 administrative fee, $15 trustee surcharge: Total fee $299)

Chapter 7 is designed for debtors in financial difficulty who do not have the ability to pay their existing debts. Debtors whose debts are primarily consumer debts are subject to a "means test" designed to determine whether the case should be permitted to proceed under chapter 7. If your income is greater than the median income for your state of residence and family size, in some cases, the United States trustee (or bankruptcy administrator), the trustee, or creditors have the right to file a motion requesting that the court dismiss your case under § 707(b) of the Code. It is up to the court to decide whether the case should be dismissed.

Under chapter 7, you may claim certain of your property as exempt under governing law. A trustee may have the right to take possession of and sell the remaining property that is not exempt and use the sale proceeds to pay your creditors.

The purpose of filing a chapter 7 case is to obtain a discharge of your existing debts. If, however, you are found to have committed certain kinds of improper conduct described in the Bankruptcy Code, the court may deny your

discharge and, if it does, the purpose for which you filed the bankruptcy petition will be defeated.

Even if you receive a general discharge, some particular debts are not discharged under the law. Therefore, you may still be responsible for most taxes and student loans; debts incurred to pay nondischargeable taxes; domestic support and property settlement obligations; most fines, penalties, forfeitures, and criminal restitution obligations; certain debts which are not properly listed in your bankruptcy papers; and debts for death or personal injury caused by operating a motor vehicle, vessel, or aircraft while intoxicated from alcohol or drugs. Also, if a creditor can prove that a debt arose from fraud, breach of fiduciary duty, or theft, or from a willful and malicious injury, the bankruptcy court may determine that the debt is not discharged.

Chapter 13: Repayment of All or Part of the Debts of an Individual with Regular Income ($235 filing fee, $39 administrative fee: Total fee $274)

Chapter 13 is designed for individuals with regular income who would like to pay all or part of their debts in installments over a period of time. You are only eligible for chapter 13 if your debts do not exceed certain dollar amounts set forth in the Bankruptcy Code.

Under chapter 13, you must file with the court a plan to repay your creditors all or part of the money that you owe them, using your future earnings. The period allowed by the court to repay your debts may be three years or five years, depending upon your income and other factors. The court must approve your plan before it can take effect.

After completing the payments under your plan, your debts are generally discharged except for domestic support obligations; most student loans; certain taxes; most criminal fines and restitution obligations; certain debts which are not properly listed in your bankruptcy papers; certain debts for acts that caused death or personal injury; and certain long term secured obligations.

Chapter 11: Reorganization ($1000 filing fee, $39 administrative fee: Total fee $1039)

Chapter 11 is designed for the reorganization of a business but is also available to consumer debtors. Its provisions are quite complicated, and any decision by an individual to file a chapter 11 petition should be reviewed with an attorney.

Chapter 12: Family Farmer or Fisherman ($200 filing fee, $39 administrative fee: Total fee $239)

Chapter 12 is designed to permit family farmers and fishermen to repay their debts over a period of time from future earnings and is similar to chapter 13. The eligibility requirements are restrictive, limiting its use to those whose income arises primarily from a family-owned farm or commercial fishing operation.

3. Bankruptcy Crimes and Availability of Bankruptcy Papers to Law Enforcement Officials

A person who knowingly and fraudulently conceals assets or makes a false oath or statement under penalty of perjury, either orally or in writing, in connection with a bankruptcy case is subject to a fine, imprisonment, or both. All information supplied by a debtor in connection with a bankruptcy case is subject to examination by the Attorney General acting through the Office of the United States Trustee, the Office of the United States Attorney, and other components and employees of the Department of Justice.

WARNING: Section 521(a)(1) of the Bankruptcy Code requires that you promptly file detailed information regarding your creditors, assets, liabilities, income, expenses and general financial condition. Your bankruptcy case may be dismissed if this information is not filed with the court within the time deadlines set by the Bankruptcy Code, the Bankruptcy Rules, and the local rules of the court. The documents and the deadlines for filing them are listed on Form B200, which is posted at http://www.uscourts.gov/bkforms/bankruptcy_forms.html#procedure.

Many filing deadlines change on December 1, 2009. Of special note, 12 rules that set 15 days to act are amended to require action within 14 days, including Rule 1007(c), filing the initial case papers; Rule 3015(b), filing a chapter 13 plan; Rule 8009(a), filing appellate briefs; and Rules 1019, 1020, 2015, 2015.1, 2016, 4001, 4002, 6004, and 6007.

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B201B (Form 201B) (12/09)

United States Bankruptcy Court
Northern District of Alabama

IN RE: Case No. _____

Cedarhill Operating Co., L.L.C. Chapter **11**
Debtor(s)

CERTIFICATION OF NOTICE TO CONSUMER DEBTOR(S) UNDER § 342(b) OF THE BANKRUPTCY CODE

Certificate of [Non-Attorney] Bankruptcy Petition Preparer

I, the [non-attorney] bankruptcy petition preparer signing the debtor's petition, hereby certify that I delivered to the debtor the attached notice, as required by § 342(b) of the Bankruptcy Code.

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

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.)

X _____
Signature of Bankruptcy Petition Preparer of officer, principal, responsible person, or partner whose Social Security number is provided above.

Certificate of the Debtor

I (We), the debtor(s), affirm that I (we) have received and read the attached notice, as required by § 342(b) of the Bankruptcy Code.

Cedarhill Operating Co., L.L.C. **X /s/** **4/09/2010**
Printed Name(s) of Debtor(s) Signature of Debtor Date

Case No. (if known) _____ **X** _____
Signature of Joint Debtor (if any) Date

Instructions: Attach a copy of Form B 201A, Notice to Consumer Debtor(s) Under § 342(b) of the Bankruptcy Code.

Use this form to certify that the debtor has received the notice required by 11 U.S.C. § 342(b) **only** if the certification has **NOT** been made on the Voluntary Petition, Official Form B1. Exhibit B on page 2 of Form B1 contains a certification by the debtor's attorney that the attorney has given the notice to the debtor. The Declarations made by debtors and bankruptcy petition preparers on page 3 of Form B1 also include this certification.

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B1 (Official Form 1) (4/10)

United States Bankruptcy Court **Northern District of Alabama**	**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): **Cedarhill Operating Co., L.L.C.**	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): **63-1196139**	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, State & Zip Code): **2628 8th Street** **Tuscaloosa, AL** ZIPCODE **35401**	Street Address of Joint Debtor (No. & Street, City, State & Zip Code): ZIPCODE
County of Residence or of the Principal Place of Business: **Tuscaloosa**	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address) **P.O. Box 20064** **Tuscaloosa, AL** ZIPCODE **35402**	Mailing Address of Joint Debtor (if different from street address): ZIPCODE
Location of Principal Assets of Business Debtor (if different from street address above): **2628 8th Street, Tuscaloosa, AL** ZIPCODE **35401**	

Type of Debtor
(Form of Organization)
(Check **one** box.)

- ☐ Individual (includes Joint Debtors)
  See Exhibit D on page 2 of this form.
- ☑ Corporation (includes LLC and LLP)
- ☐ Partnership
- ☐ 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.)

- ☐ Health Care Business
- ☐ Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)
- ☐ Railroad
- ☐ Stockbroker
- ☐ Commodity Broker
- ☐ Clearing Bank
- ☑ Other

Tax-Exempt Entity
(Check box, if applicable.)

- ☐ 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.)

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11
- ☐ Chapter 12
- ☐ Chapter 13
- ☐ Chapter 15 Petition for Recognition of a Foreign Main Proceeding
- ☐ Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Nature of Debts
(Check one box.)

- ☐ 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."
- ☑ Debts are primarily business debts.

Filing Fee (Check one box)

- ☑ Full Filing Fee attached
- ☐ 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.
- ☐ 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:

- ☐ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
- ☑ Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).

Check if:

- ☐ Debtor's aggregate noncontingent liquidated debts owed to non-insiders or affiliates are less than $2,343,300 *(amount subject to adjustment on 4/01/13 and every three years thereafter).*

Check all applicable boxes:

- ☐ A plan is being filed with this petition
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information

- ☑ Debtor estimates that funds will be available for distribution to unsecured creditors.
- ☐ Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

THIS SPACE IS FOR COURT USE ONLY

Estimated Number of Creditors

☑ 1-49	☐ 50-99	☐ 100-199	☐ 200-999	☐ 1,000-5,000	☐ 5,001-10,000	☐ 10,001-25,000	☐ 25,001-50,000	☐ 50,001-100,000	☐ Over 100,000

Estimated Assets

☐ $0 to $50,000	☐ $50,001 to $100,000	☐ $100,001 to $500,000	☐ $500,001 to $1 million	☑ $1,000,001 to $10 million	☐ $10,000,001 to $50 million	☐ $50,000,001 to $100 million	☐ $100,000,001 to $500 million	☐ $500,000,001 to $1 billion	☐ More than $1 billion

Estimated Liabilities

☐ $0 to $50,000	☐ $50,001 to $100,000	☐ $100,001 to $500,000	☐ $500,001 to $1 million	☑ $1,000,001 to $10 million	☐ $10,000,001 to $50 million	☐ $50,000,001 to $100 million	☐ $100,000,001 to $500 million	☐ $500,000,001 to $1 billion	☐ More than $1 billion

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Voluntary Petition *(This page must be completed and filed in every case)*	Name of Debtor(s): **Cedarhill Operating Co., L.L.C.**

Prior Bankruptcy Case 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:

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 delivered to the debtor the notice required by § 342(b) of the Bankruptcy Code.

X _____

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 a 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 or lessor that obtained judgment)

_____

(Address of landlord or lessor)

☐ 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)).

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

Name of Debtor(s):
Cedarhill Operating Co., L.L.C.

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 State 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 Attorney*

X ***/s/ Herbert Newell***
Signature of Attorney for Debtor(s)

Herbert Newell
Newell and Associates, LLC
2117 Jack Warnker Pkwy Ste 5
Tuscaloosa, AL 35401-1029
(205) 343-0340 Fax: (205) 343-2060
hnewell@newell-law.com

April 9, 2010
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 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/ Robert Land***
Signature of Authorized Individual

Robert Land
Printed Name of Authorized Individual

Manager
Title of Authorized Individual

April 9, 2010
Date

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); 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.

_____
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 _____
Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.

_____
Date

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.

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B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Northern District of Alabama

IN RE: Case No. _____

Cedarhill Operating Co., L.L.C. Chapter **11**

Debtor(s)

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, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
First United Security Bank P. O. Box 249 Thomasville, AL 36784		**Bank loan**		**2,570,571.22 Collateral: 135,000.00 Unsecured: 2,435,571.22**
Langsdale, LLC PO Box 12444 Jackson, MS 39236-2444		**Trade debt**	**Subject to Setoff**	**1,044,525.82**
Gilbertown Ventures, LLC 13 Northtown Drive Jackson, MS 39211		**Trade debt**	**Disputed Subject to Setoff**	**356,187.54**
A & B Pump Supply P.O. Drawer T Heidelberg, MS 39439		**Trade debt**		**92,787.79**
Sammie Bonner Construction P.O. Box 316 Toxey, AL 36921		**Trade debt**		**69,221.66**
A. W. Greer 13 Northtown Drive, Suite 100 Jackson, MS 39211		**Trade debt**	**Unliquidated Disputed Subject to Setoff**	**69,175.93**
Advanta Business Cards P.O. Box 8088 Philadelphia, PA 19101		**Trade debt**		**37,613.01**
Elite Resources 84 Delancey Robbins Road Columbia, MS 39429		**Trade debt**		**35,728.50**
Halliburton Energy P.O. Box 203143 Houston, TX 77216-3143		**Trade debt**		**26,695.53**
Quality Drilling Fluids, Inc. P.O. Box 128 Ellisville, MS 39437		**Trade debt**		**22,153.14**
Gilbertown Rework, LLC 13 Northtown Drive Jackson, MS 39211		**Trade debt**	**Disputed Subject to Setoff**	**16,956.50**
John W. Mulholland 2810 South Chadwick Drive Mobile, AL 36606	**United States Treasury 1500 Pennsylvania Avenue, NW Washington, DC 20220**	**Trade debt**		**15,093.04**
Spirit Pump Company P.O. Box 9106 Monroe, LA 71211		**Trade debt**		**10,477.73**

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Oil Well Logging Company, Inc. 106 County Home Road Ellisville, MS 39437	**Trade debt**		**10,417.44**
Pruet Oil Company 217 West Capitol Street, Suite 201 Jackson, MS 32901	**Trade debt**	**Subject to Setoff**	**10,209.58**
First Equity P.O. Box 23029 Columbus, GA 31902-3029	**Trade debt**		**9,693.28**
Owens & Millsaps, LLP P.O. Box 2487 Tuscaloosa, AL 35403-2487	**Trade debt**		**6,770.00**
Liberty Mutual P.O. Box 7247-0329 Phildadelphia, PA 19170-0329	**Trade debt**		**6,729.00**
Terry Valentine 1590 Highway 49 Columbiana, AL 35051	**Trade debt**		**5,772.03**
Southern Oilfield Service P.O. Box 129 Sandersville, MS 39477	**Trade debt**		**5,722.02**

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

I, [the president *or* other officer *or* an authorized agent of the corporation][*or* a member *or* an authorized agent of the partnership] 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: **April 9, 2010** Signature: ***/s/ Robert Land***

Robert Land, Manager

(Print Name and Title)

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

United States Bankruptcy Court
Northern District of Alabama

IN RE: Case No. _____

Cedarhill Operating Co., L.L.C. Chapter **11**

Debtor(s)

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)	NUMBER OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	**Yes**	**4**	$ **135,000.00**		
B - Personal Property	**Yes**	**4**	$ **9,835,751.76**		
C - Property Claimed as Exempt	**Yes**	**1**			
D - Creditors Holding Secured Claims	**Yes**	**1**		$ **2,997,953.14**	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	**Yes**	**1**		$ **0.00**	
F - Creditors Holding Unsecured Nonpriority Claims	**Yes**	**6**		$ **2,188,221.20**	
G - Executory Contracts and Unexpired Leases	**Yes**	**1**			
H - Codebtors	**Yes**	**1**			
I - Current Income of Individual Debtor(s)	**No**				$
J - Current Expenditures of Individual Debtor(s)	**No**				$
	TOTAL	**19**	$ **9,970,751.76**	$ **5,186,174.34**	

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B6A (Official Form 6A) (12/07)

IN RE Cedarhill Operating Co., L.L.C. Case No. _____

Debtor(s) (If known)

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
Land in Choctaw County, Alabama (see attached deed)	**Fee Simple**		**135,000.00**	**2,985,877.49**
		TOTAL	**135,000.00**	

(Report also on Summary of Schedules)

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L 1813

WARRANTY DEED

STATE OF ALABAMA

CHOCTAW COUNTY

KNOW ALL MEN BY THESE PRESENTS:

That in consideration of Ten and 00/100 ($10.00) Dollars to the undersigned Grantors, in hand paid by the Grantee, herein, the receipt whereof is acknowledged,

Jane Land Knight and husband, Jerry Knight,
Melissa Land Laird and husband, G. Warren Laird, Jr.,
Charles Robert Land and wife, Margaret S. Land, and
Charles Robert Land, as Executor of the Estate of Ernest H. Land, Deceased,

(herein referred to as Grantors), grant, bargain, sell and convey unto

Cedarhill Operating Co., L.L.C., An Alabama Limited Liability Company,

(herein, referred to as Grantee), the following described real estate, situated in Choctaw County, to-wit:

Township 11 North, Range 5 West, Section 11, Choctaw County, Alabama. Begin at the SWC of SE¼ of SW¼ of Section 11, then N4 chains and 58 links to a point on the North margin of the Melvin and Quitman road; then S 87 degrees E along the North margin of said road 8 chains and 37 links to the POB; then N 6 chains and 53 links; then N 25 degrees W 10 chains and 22 links; then E 7 chains and 87 links; then S 17 chains and 37 links to the North margin of said Melvin-Quitman road; then N 66 degrees W along the North margin of said road 3 chains and 84 links to the POB; said lands containing 7.50 acres, more or less and being in the SE¼ of the SW¼ of Section 11, Township 11 North, Range 5 West.

LESS AND EXCEPT all Oil, Gas, and other Minerals, in, on or under the above described property, said minerals reserved by prior owners, or if not reserved by prior owners, hereby reserved by GRANTORS. AND LESS AND EXCEPT all easements and rights of way of record.

TO HAVE AND TO HOLD Unto the said Grantee, its successors and assigns forever; And we do for ourselves and for our heirs, executors and administrators covenant with the said Grantee, its successors and assigns, that we are lawfully seized in fee simple of said premises; that it is free from all encumbrances, unless otherwise noted above; that we have a good right to sell and convey the same aforesaid; that we will and our heirs, executors and administrators shall warrant and defend the same tot he said Grantee, its successors and assigns forever against the lawful claim of all persons.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this the 20th day of August, 1998.

Jane Land Knight
Jane Land Knight

Jerry Knight
Jerry Knight

3M 229

Melissa Land Laird

Melissa Land Laird

G. Warren Laird, Jr.

Charles Robert Land

Charles Robert Land

Margaret S. Land

Margaret S. Land

Charles Robert Land

Charles Robert Land, As Executor of the
Estate of Ernest H. Land, Deceased

STATE OF ALABAMA
COUNTY OF CHOCTAW

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Jane Land Knight and husband, Jerry Knight, whose names are signed to the foregoing conveyance, and who are known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, they executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 1st day of September, 1998.

Notary Public
My Commission Expires: 2-17-2001

STATE OF ALABAMA
COUNTY OF WALKER

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Melissa Land Laird and husband, G. Warren Laird, Jr., whose names are signed to the foregoing conveyance, and who are known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, they executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 24th day of August, 1998.

Judy K. Williams
Notary Public
My Commission Expires: 06-09-2000

STATE OF ALABAMA
COUNTY OF TUSCALOOSA

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Charles Robert Land and wife, Margaret S. Land, whose names are signed to the foregoing conveyance, and who are known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, they executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 20th day of August, 1998.

Connie Strider
Notary Public
My Commission Expires: 10-21-98

STATE OF ALABAMA
COUNTY OF TUSCALOOSA

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Charles Robert Land , whose name is signed as Executor of the Estate of Ernest H. Land, Deceased, to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, he executed the same voluntarily on the day the same bears date, in his capacity as Executor of the Estate of Ernest H. Land, Deceased.

Given under my hand and official seal this 20th day of August, 1998.

Connie Strider
Notary Public
My Commission Expires: 10-21-98

FILED
CIRCUIT
COUNTY
98 SEP -4 PM 2:50
JUDGE OF PROBATE

SEND TAX NOTICE TO:
Robert Land, Manager
Cedarhill Operating Co., LLC
P. O. Box 020064
Tuscaloosa, AL 35402-0064

This Instrument was prepared by:

Robert Land
2628 8th Street
P.O. Box 020064
Tuscaloosa, AL 35402-0064
(205)345-8730

09/04/98 1:36PM 001#3499 A02
/BETTYE

DEED TAX	$150.00
MINERAL TAX	$1.20
FEES	$10.50
XXXTOTAL	$161.70
CHECK	$161.70
CHANGE	$0.00

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

IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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.		**Cash on hand**		**1,029.11**
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.	X			
3. Security deposits with public utilities, telephone companies, landlords, and others.		**East Mississippi Electric Power Association: Central Tank Battery**		**2,800.00**
		East Mississippi Electric Power Association: Longbell B-1		**750.00**
		East Mississippi Electric Power Association: Longbell C-3		**750.00**
		East Mississippi Electric Power Association: Longbell C-6		**500.00**
4. Household goods and furnishings, include audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interest in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issue.	X			
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).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			

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IN RE **Cedarhill Operating Co., L.L.C.** Case No. _____
Debtor(s) (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
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		**12.5% Interest in Gilbertown Rework, LLC**		**unknown**
		33.33% Interest in Gilbertown Ventures, LLC		**unknown**
		45% Membership Interest in Meerkat Mississippi, LLC		**6,000,000.00**
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.		**Accounts receivable (See attached list)**		**3,669,476.33**
		Reimbursement from Meerkat Mississippi, LLC for bill from Multi-Chem Group, LLC to Cedarhill for field services rendered to Meerkat Mississippi, LLC		**956.32**
17. Alimony, maintenance, support, and property settlements in which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		**Promissory note from Pete's Pumping Service**		**50,000.00**
19. Equitable or future interest, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
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.		**Breach of contract claim (against Tecton Energy Operating, LLC, et al.: Choctaw County Circuit Court CV-2008-900069)**		**74,000.00**
		Breach of fiduciary duty and oppression damages (against A.W. Greer, et al.: Choctaw County Circuit Court CV-2008-900041)		**unknown**
		Settlement agreement with Gilbertown Ventures, et al (United States Dist. Ct. for Southern Dist. of Alabama 05-672)		**unknown**
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
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.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		**1956 Hobbs Trailer**		**unknown**
		1991Tag A Long Trailer		**1,000.00**
		2003 Chevrolet Silverado		**7,175.00**

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IN RE **Cedarhill Operating Co., L.L.C.** Case No. _____
Debtor(s) (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
		2007 Chevrolet Silverado		**12,315.00**
		Mack R60 Dump Truck		**unknown**
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		**31-P Dozer**		**5,000.00**
		Kubota tractor		**10,000.00**
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			
			TOTAL	**9,835,751.76**

1 continuation sheets attached

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

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Cedarhill Operating Company, LLC
A/R Aging Summary
As of March 15, 2010

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL
AW GREER	0.00	0.00	0.00	0.00	489,277.47	489,277.47
BEN DIAMOND	0.00	0.00	0.00	0.00	23,533.04	23,533.04
BOBBY GREER	0.00	0.00	0.00	0.00	353.70	353.70
ED LEIGH MCMILLAN, II	0.00	0.00	0.00	0.00	0.00	0.00
FIELD MANAGEMENT, LLC	0.00	0.00	0.00	0.00	137.34	137.34
GILBERTOWN REWORK	0.00	0.00	0.00	0.00	495.00	495.00
GILBERTOWN VENTURES ADVANCE	0.00	0.00	0.00	0.00	15,421.55	15,421.55
GILBERTOWN VENTURES, LLC	0.00	0.00	0.00	0.00	647,565.48	647,565.48
GRINER ENERGY	0.00	0.00	0.00	0.00	2,297.44	2,297.44
H. VAUGHN WATKINS, JR.	0.00	0.00	0.00	0.00	238.99	238.99
HARRY HANEY	0.00	0.00	0.00	0.00	0.00	0.00
HENSOIL, INC.	0.00	0.00	0.00	0.00	21,847.60	21,847.60
HIGHLINE EXPLORATION, INC.	0.00	0.00	0.00	0.00	15,834.82	15,834.82
J. PRICE MCGIFFERT	0.00	0.00	0.00	0.00	1,206.20	1,206.20
KELLEY INDUSTRIES	0.00	0.00	0.00	0.00	0.00	0.00
LANGSDALE	0.00	0.00	0.00	0.00	2,254,795.77	2,254,795.77
MEERKAT MISSISSIPPI, LLC	0.00	0.00	0.00	0.00	178,874.71	178,874.71
MR. TERRY VALENTINE	0.00	0.00	0.00	0.00	0.00	0.00
PAR-CO DRILLING	0.00	0.00	0.00	0.00	0.00	0.00
PRUET OIL COMPANY, LLC	0.00	0.00	0.00	0.00	427.64	427.64
RANGE RESOURCES	0.00	0.00	0.00	0.00	9,896.84	9,896.84
SHANKS PROPERTIES	0.00	0.00	0.00	0.00	6.29	6.29
SHORE ENERGY, L.L.C.	0.00	0.00	0.00	0.00	67.86	67.86
SOUTH LEAKESVILLE OPERTING ENTITY	0.00	0.00	0.00	0.00	6,500.00	6,500.00
STANLEY L. GRAVES	0.00	0.00	0.00	0.00	1,676.09	1,676.09
WALTER P. TYNES	0.00	0.00	0.00	0.00	0.00	0.00
WEST BARRYTOWN SERVICES	0.00	0.00	0.00	0.00	0.00	0.00
WEST NEW HOPE ENERGY, LLC	0.00	0.00	0.00	0.00	-977.50	-977.50
TOTAL	**0.00**	**0.00**	**0.00**	**0.00**	**3,669,476.33**	**3,669,476.33**

B6C (Official Form 6C) (04/10)

IN RE **Cedarhill Operating Co., L.L.C.** Case No. _____
Debtor(s) (If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor elects the exemptions to which debtor is entitled under:
(Check one box)

☐ 11 U.S.C. § 522(b)(2)
☐ 11 U.S.C. § 522(b)(3)

☐ Check if debtor claims a homestead exemption that exceeds $146,450. *

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTIONS
Not Applicable			

** Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

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B6D (Official Form 6D) (12/07)

IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H – Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. *(See Instructions Above.)*	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. **Alfa Financial Corporation P.O. Box 11000 Montgomery, AL 36191**			**03/24/2008 - Money loaned - Secured by 2007 Chevrolet Silverado** VALUE $ **12,315.00**				**12,075.65**	
ACCOUNT NO. **First United Security Bank P. O. Box 249 Thomasville, AL 36784**	**X**		**12/31/2007; Mortgage** VALUE $ **135,000.00**				**2,570,571.22**	**2,435,571.22**
ACCOUNT NO. **New Pate, LLC P.O. Box 20828 Tuscaloosa, AL 35402**	**X**		**12/31/2007; Security Agreement; All of Debtor's properties, assets and rights** VALUE $ **9,950,261.76**				**415,306.27**	
ACCOUNT NO.			VALUE $					
0 continuation sheets attached			Subtotal (Total of this page)				$ **2,997,953.14**	$ **2,435,571.22**
			Total (Use only on last page)				$ **2,997,953.14** (Report also on Summary of Schedules.)	$ **2,435,571.22** (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

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B6E (Official Form 6E) (04/10)

IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled “Total” on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled “Totals” on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled “Subtotals” on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled “Totals” on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

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

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

☐ **Domestic Support Obligations**
Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**
Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**
Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to $11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**
Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**
Claims of certain farmers and fishermen, up to $5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**
Claims of individuals up to $2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☐ **Taxes and Certain Other Debts Owed to Governmental Units**
Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**
Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**
Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

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

0 continuation sheets attached

B6F (Official Form 6F) (12/07)

IN RE **Cedarhill Operating Co., L.L.C.** Case No. _____
Debtor(s) (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. *(See Instructions Above.)*	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. **A & B Pump Supply** **P.O. Drawer T** **Heidelberg, MS 39439**			**06/11/2007 - Provided pumps for oil operations**				**92,787.79**
ACCOUNT NO. **A. W. Greer** **13 Northtown Drive, Suite 100** **Jackson, MS 39211**			**Pending breach of contract counterclaim; Choctaw County Circuit Court CV-2008-900041 Subject to Setoff**		**X**	**X**	**69,175.93**
ACCOUNT NO. **Advanta Business Cards** **P.O. Box 8088** **Philadelphia, PA 19101**			**06/23/2009 - Credit extended**				**37,613.01**
ACCOUNT NO. **Alfa Insurance** **P.O. Box 11000** **Montgomery, AL 36191**			**03/07/2010 - Insurance provided**				**328.56**

5 continuation sheets attached

Subtotal (Total of this page) $ **199,905.29**

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

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IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. *(See Instructions Above.)*	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. **American Express 200 Vesey St New York, NY 10285**			**02/02/2010 - Credit extended**				**1,380.49**
ACCOUNT NO. **251771-38122680597** **AT&T P.O. Box 105262 Atlanta, GA 30348**			**02/16/2010 - Phone and internet services provided**				**791.25**
ACCOUNT NO. **AT&T Advertising P.O. Box 105024 Atlanta, GA 30348-5024**			**02/11/2010 - Advertisement in the Yellow Pages**				**100.90**
ACCOUNT NO. **Bobby Ray Greer 84 Delancey Robbins Road Columbia, MS 39429**			**10/19/2007 - Contract labor/fluid testing on wells Subject to Setoff**				**237.80**
ACCOUNT NO. **Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402**			**01/26/2010 - Money loaned**				**319,022.91**
ACCOUNT NO. **Choctaw County, AL Tax Assessor David Sparrow 117 South Mulberry Suite 13 Butler, AL 36904**			**10/02/2007 - Property taxes**				**552.19**
ACCOUNT NO. **Clanton Pest Control 121 A Mississippi Drive Waynesboro, MS 39367**			**01/06/2010 - Pest control services provided**				**78.41**

Sheet no. **1** of **5** continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal (Total of this page) $ **322,163.95**

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

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IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. *(See Instructions Above.)*	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. **Clarke County, MS Tax Assessor Hope Arrington P.O. Box 69 Quitman Quitman, MS 39355**			**12/07/2009 - Property taxes**				**34.36**
ACCOUNT NO. **David Turnipseed & Company 5945 Knight Avenue Tuscaloosa, AL 35405**			**12/10/2009 - Accounting services rendered**				**5,661.25**
ACCOUNT NO. **Elite Resources 84 Delancey Robbins Road Columbia, MS 39429**			**12/06/2004 - Fluid testing on wells**				**35,728.50**
ACCOUNT NO. **4988-8200-0387-7130** **First Equity P.O. Box 23029 Columbus, GA 31902-3029**			**02/04/2010 - Credit extended**				**9,693.28**
ACCOUNT NO. **Gilbertown Rework, LLC 13 Northtown Drive Jackson, MS 39211**			**12/12/2007 - Expenses of Gilbterown Rework, LLC Subject to Setoff**			**X**	**16,956.50**
ACCOUNT NO. **Gilbertown Ventures, LLC 13 Northtown Drive Jackson, MS 39211**			**12/12/2007 - Expenses of Gilbertown Ventures, LLC Subject to Setoff**			**X**	**356,187.54**
ACCOUNT NO. **Halliburton Energy P.O. Box 203143 Houston, TX 77216-3143**			**04/02/2008 - Services related to well drilling**				**26,695.53**

Sheet no. **2** of **5** continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal (Total of this page) $ **450,956.96**

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

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IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. *(See Instructions Above.)*	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. **John W. Mulholland** **2810 South Chadwick Drive** **Mobile, AL 36606**			**09/04/2007 - Lease collection**				**15,093.04**
ACCOUNT NO. **United States Treasury** **1500 Pennsylvania Avenue, NW** **Washington, DC 20220**			**Assignee or other notification for:** **John W. Mulholland**				
ACCOUNT NO. **Langsdale, LLC** **PO Box 12444** **Jackson, MS 39236-2444**			**08/16/2007 - Expenses of Langsdale, LLC** **Subject to Setoff**				**1,044,525.82**
ACCOUNT NO. **Liberty Mutual** **P.O. Box 7247-0329** **Phildadelphia, PA 19170-0329**			**08/31/2009 - Insurance provided**				**6,729.00**
ACCOUNT NO. **Melvin Store** **P.O. Box 61** **Melvin, AL 36913**			**11/11/2009 - Open account for fuel provided**				**723.21**
ACCOUNT NO. **2586-00** **Multi-Chem Group, LLC** **P.O. Box 974320** **Dallas, TX 75397-4320**			**08/31/2009 - Field services rendered**				**956.32**
ACCOUNT NO. **Oil Well Logging Company, Inc.** **106 County Home Road** **Ellisville, MS 39437**			**09/08/2005 - Field services provided**				**10,417.44**

Sheet no. **3** of **5** continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal (Total of this page) $ **1,078,444.83**

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

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IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. *(See Instructions Above.)*	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. **Owens & Millsaps, LLP P.O. Box 2487 Tuscaloosa, AL 35403-2487**			**09/08/2009 - Legal services rendered**				**6,770.00**
ACCOUNT NO. **Pruet Oil Company 217 West Capitol Street, Suite 201 Jackson, MS 32901**			**01/15/2007 - Membership interest in joint venture/completion of oil well Subject to Setoff**				**10,209.58**
ACCOUNT NO. **Quality Drilling Fluids, Inc. P.O. Box 128 Ellisville, MS 39437**			**01/20/2006 - Drilling and engineering services provided**				**22,153.14**
ACCOUNT NO. **Sammie Bonner Construction P.O. Box 316 Toxey, AL 36921**			**10/01/2008 - Judgment**				**69,221.66**
ACCOUNT NO. **9001035060** **Southern Linc P.O. Box 740531 Atlanta, GA 30374**			**02/10/2010- Phone services provided**				**641.54**
ACCOUNT NO. **Southern Oilfield Service P.O. Box 129 Sandersville, MS 39477**			**10/26/2006 - Field services provided**				**5,722.02**
ACCOUNT NO. **Spirit Pump Company P.O. Box 9106 Monroe, LA 71211**			**01/19/2007 - Field services provided**				**10,477.73**

Sheet no. **4** of **5** continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal (Total of this page) $ **125,195.67**

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

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IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. *(See Instructions Above.)*	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. **T & T Welding P.O. Box 279 Ellisville, MS 39437**			**06/11/2007 - Field services provided**				**3,575.00**
ACCOUNT NO. **Terry Valentine 1590 Highway 49 Columbiana, AL 35051**			**04/13/2009 - Engineering services provided**				**5,772.03**
ACCOUNT NO. **Tuscaloosa Blueprinting 1926 University Boulevard Tuscaloosa, AL 35401**			**09/30/2009 - Creation of maps**				**254.61**
ACCOUNT NO. **Wells Fargo Insurance Services Of AL P.O. Box 1350 Tuscaloosa, AL 35403**			**08/20/2009 - Insurance services provided**				**1,952.86**
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							

Sheet no. **5** of **5** continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal (Total of this page) $ **11,554.50**

Total (Use only on last page of the completed Schedule F. Report also on the Summary of Schedules, and if applicable, on the Statistical Summary of Certain Liabilities and Related Data.) $ **2,188,221.20**

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B6G (Official Form 6G) (12/07)

IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☑ 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.

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B6H (Official Form 6H) (12/07)

IN RE Cedarhill Operating Co., L.L.C. Case No. _____
Debtor(s) (If known)

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. 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 the eight-year period 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, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Robert Land **54 Guildswood** **Tuscaloosa, AL 35401**	**New Pate, LLC** **P.O. Box 20828** **Tuscaloosa, AL 35402** **First United Security Bank** **P. O. Box 249** **Thomasville, AL 36784**

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

IN RE **Cedarhill Operating Co., L.L.C.** Case No. _____
Debtor(s) (If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: _____ Signature: _____
Debtor

Date: _____ Signature: _____
(Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

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 by that section.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer

Social Security No. (Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs the document.

Address

Signature of Bankruptcy Petition Preparer

Date

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 signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provision 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.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Manager** (the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership) of the **Cedarhill Operating Co., L.L.C.** (corporation or partnership) named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **20** sheets (*total shown on summary page plus 1*), and that they are true and correct to the best of my knowledge, information, and belief.

Date: **April 9, 2010** Signature: ***/s/ Robert Land***

Robert Land
(Print or type name of individual signing on behalf of debtor)

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

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.

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United States Bankruptcy Court
Northern District of Alabama

IN RE: Case No. _____

Cedarhill Operating Co., L.L.C. Chapter **11**

Debtor(s)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be “in business” for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor’s primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

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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
7,235.68	**Operation of business 2010**
264,376.11	**Operation of business 2009**
1,773,573.70	**Operation of business 2008**

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.)

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.)

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.)

** 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.*

NAME AND ADDRESS OF CREDITOR	DATE OF PAYMENTS/TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
R.E. Lee 3723 Greenwich St. Jackson, MS 39216 Paid monthly	**01/14/2010**	**600.00**	**1.00**
Alfa Insurance P.O. Box 11000 Montgomery, AL 36191 Revolving	**01/14/2010**	**166.49**	**328.56**
Alfa Financial Corporation P.O. Box 11000 Montgomery, AL 36191	**01/14/10**	**409.02**	**12,465.20**
Williams & Williams 2628 8th Street Tuscaloosa, AL 35401 Paid monthly		**350.00**	**1.00**
AT&T P.O. Box 105262 Atlanta, GA 30348 Revolving	**01/14/2010**	**161.78**	**228.28**
West Coast Insurance P.O. Box 12687 Birmingham, AL 35202	**08/20/2009**	**1,976.90**	**1.00**
Protective Life Insurance P.O. Box 11266 Birmingham, AL 35202	**09/10/2009**	**1,228.50**	**1.00**
Melvin Store P.O. Box 61 Melvin, AL 36913	**09/18/2009**	**327.42**	**723.21**

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
Charles Robert Land 54 Guildswood Tuscaloosa, AL 35401 Manager	**03/27/2009**	**2,000.00**	**338,047.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**04/02/2009**	**1,500.00**	**336,547.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**04/26/2009**	**2,000.00**	**335,547.23**
Charles Robert Land 2628 8th Street	**06/05/2009**	**1,500.00**	**334,047.23**

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Tuscaloosa, AL 35402 Manager			
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**06/05/2009**	**180.00**	**333,867.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**06/05/2009**	**1,500.00**	**332,367.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**06/05/2009**	**120.00**	**332,247.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**06/11/2009**	**100.00**	**332,147.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**06/11/2009**	**100.00**	**332,047.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**06/15/2009**	**1,000.00**	**331,047.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**07/15/2009**	**1,200.00**	**332,407.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**07/20/2009**	**110.00**	**332,297.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**07/29/2009**	**7,000.00**	**325,297.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**07/30/2009**	**1,000.00**	**324,297.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**07/30/2009**	**15,000.00**	**309,297.23**
Charles Robert Land 2628 8th Street Tuscaloosa, AL 35402 Manager	**10/12/2009**	**1,200.00**	**319,022.91**

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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 LOCATION	STATUS OR DISPOSITION
First United Security Bank v. Cedarhill Operating Company,	**Reformation of Deed of Trust**	**Chancery Court of Clark County, Mississippi**	**Active**

LLC, et. al. 09-0385(m)			
First United Security Bank v. Charles Robert Land, et. al. CV-2009-900056	**Reformation of mortgage**	**Circuit Court of Choctaw County, Alabama**	**Active**
Charlotte Stewart, et. al v. Cedarhill Operating Company, LLC CV-2006-129	**Damages-Real Property**	**Circuit Court of Choctaw County, Alabama**	**Dismissed with prejudice**
Cedarhill Operating Company LLC V. Richard B. Schwartz et. al. CV-2008-900042	**Property Interest Dispute**	**Circuit Court of Choctaw County, Alabama**	**Dismissed with prejudice**
Cedarhill Operating Company LLC V. Field Management LLC CV-2008-900041		**Circuit Court of Choctaw County, Alabama**	**Active**
Cedarhill Operating Company LLC v. Tecton Energy Operating LLC, et. al. CV-2008-900069	**Failure to pay**	**Circuit Court of Choctaw County, Alabama**	**Active**

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.)

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.)

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 joint petition is not filed.)

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.)

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.)

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 AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
Ford F350 stolen - $9,000	**Insurance paid in full to lien holder**	**04/01/09**

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 bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Cedarhill Operating Co., L.L.C. 2628 8th Street Tuscaloosa, AL 35402	**10/09/2009**	**10,000.00**
Cedarhill Operating Co., L.L.C.	**1/19/2009**	**1,039.00**

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2628 8th Street Tuscaloosa, AL 35402		
Cedarhill Operating Co., L.L.C. 2628 8th Street Tuscaloosa, AL 35402	**04/08/2010**	**40,000.00**

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.)

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.

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.)

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.)

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.)

14. Property held for another person

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

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.

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.

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.

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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.

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.

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.

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 **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 **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 **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 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 **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
Meerkat Mississippi, LLC		**2201 Jack Warner Pkwy STE 2 Tuscaloosa, AL 35401**	**Invest/Explore/Drill Oil/Gas/Other Minerals**	**12/31/2007 - N/A**
Gilbertown Rework, LLC		**P O Box 12248 Jackson, MS 39236**	**Oil and Gas Development**	**07/26/1999 - N/A**
Gilbertown Ventures, LLC		**PO BOX 12248 Jackson, MS 39236**	**Oil and Gas Development**	**09/10/1996 - N/A**

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.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

None ☐ a. List all bookkeepers and accountants who within the **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
Turnipseed & Company 5945 Knight Avenue Tuscaloosa, AL 35405	**01/18/2007-12/20/2009**

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None ☐ b. List all firms or individuals who within the **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 AND ADDRESS	DATES SERVICES RENDERED
Turnipseed & Company **5945 Knight Avenue** **Tuscaloosa, AL 35405**	**01/18/2007-12/20/2009**

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 AND ADDRESS
Turnipseed & Company
5945 Knight Avenue
Tuscaloosa, AL 35405

None ☐ d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the **two years** immediately preceding the commencement of the case by the debtor.

NAME AND ADDRESS	DATE ISSUED
First United Security Bank **8710 Highway 69 South** **Tuscaloosa, AL 35405**	

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.

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

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
Robert Land **54 Guildswood** **Tuscaloosa, AL 35401**	**Membership Interest**	**90.000000**
Michael Ursic **11 College Park** **Tuscaloosa, AL 35401**	**Membership Interest**	**10.000000**

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.

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.

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.

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.

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.

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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.

[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: **April 9, 2010** Signature: ***/s/ Robert Land***

Robert Land, Manager

Print Name and Title

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

0 continuation pages attached

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

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United States Bankruptcy Court
Northern District of Alabama

IN RE: Case No. _____

Cedarhill Operating Co., L.L.C. Chapter **11**

Debtor(s)

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s) hereby verify(ies) that the attached matrix listing creditors is true to the best of my(our) knowledge.

Date: **April 9, 2010** Signature: ***/s/ Robert Land***

Robert Land, Manager

Debtor

Date: _____ Signature: _____

Joint Debtor, if any

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Cedarhill Operating Co., L.L.C.
P.O. Box 20064
Tuscaloosa, AL 35402

Newell and Associates, LLC
2117 Jack Warnker Pkwy Ste 5
Tuscaloosa, AL 35401-1029

A & B Pump Supply
P.O. Drawer T
Heidelberg, MS 39439

A. W. Greer
13 Northtown Drive, Suite 100
Jackson, MS 39211

Advanta Business Cards
P.O. Box 8088
Philadelphia, PA 19101

Alfa Financial Corporation
P.O. Box 11000
Montgomery, AL 36191

Alfa Insurance
P.O. Box 11000
Montgomery, AL 36191

American Express
200 Vesey St
New York, NY 10285

AT&T
P.O. Box 105262
Atlanta, GA 30348

AT&T Advertising
P.O. Box 105024
Atlanta, GA 30348-5024

Bobby Ray Greer
84 Delancey Robbins Road
Columbia, MS 39429

Charles Robert Land
2628 8th Street
Tuscaloosa, AL 35402

Choctaw County, AL Tax Assessor
David Sparrow
117 South Mulberry Suite 13
Butler, AL 36904

Clanton Pest Control
121 A Mississippi Drive
Waynesboro, MS 39367

Clarke County, MS Tax Assessor
Hope Arrington
P.O. Box 69 Quitman
Quitman, MS 39355

David Turnipseed & Company
5945 Knight Avenue
Tuscaloosa, AL 35405

Elite Resources
84 Delancey Robbins Road
Columbia, MS 39429

First Equity
P.O. Box 23029
Columbus, GA 31902-3029

First United Security Bank
P. O. Box 249
Thomasville, AL 36784

Gilbertown Rework, LLC
13 Northtown Drive
Jackson, MS 39211

Gilbertown Ventures, LLC
13 Northtown Drive
Jackson, MS 39211

Halliburton Energy
P.O. Box 203143
Houston, TX 77216-3143

John W. Mulholland
2810 South Chadwick Drive
Mobile, AL 36606

Langsdale, LLC
PO Box 12444
Jackson, MS 39236-2444

Liberty Mutual
P.O. Box 7247-0329
Phildadelphia, PA 19170-0329

Melvin Store
P.O. Box 61
Melvin, AL 36913

Multi-Chem Group, LLC
P.O. Box 974320
Dallas, TX 75397-4320

New Pate, LLC
P.O. Box 20828
Tuscaloosa, AL 35402

Oil Well Logging Company, Inc.
106 County Home Road
Ellisville, MS 39437

Owens & Millsaps, LLP
P.O. Box 2487
Tuscaloosa, AL 35403-2487

Pruet Oil Company
217 West Capitol Street, Suite 201
Jackson, MS 32901

Wells Fargo Insurance Services Of AL
P.O. Box 1350
Tuscaloosa, AL 35403

Quality Drilling Fluids, Inc.
P.O. Box 128
Ellisville, MS 39437

Sammie Bonner Construction
P.O. Box 316
Toxey, AL 36921

Southern Linc
P.O. Box 740531
Atlanta, GA 30374

Southern Oilfield Service
P.O. Box 129
Sandersville, MS 39477

Spirit Pump Company
P.O. Box 9106
Monroe, LA 71211

T & T Welding
P.O. Box 279
Ellisville, MS 39437

Terry Valentine
1590 Highway 49
Columbiana, AL 35051

Tuscaloosa Blueprinting
1926 University Boulevard
Tuscaloosa, AL 35401

United States Treasury
1500 Pennsylvania Avenue, NW
Washington, DC 20220

AGREEMENT OF THE MEMBERS OF
CEDARHILL OPERATING CO., L.L.C.

Authorization to File for Chapter 11 Bankruptcy Protection

Agreement in lieu of a special meeting of the Members of Cedarhill Operating Co., L.L.C., an Alabama limited liability company (the "Company"), made effective February 1, 2010.

Robert Land and Michael Ursic are the only Members of the Company.

Therefore, the Members hereby consent to the following actions in lieu of a special meeting of the Members:

1. Notice of the actions consented to herein in lieu of a special meeting of the Members of the Company called for this purpose is waived.

2. The following resolution authorizing the Company to file for relief under Chapter 11 of the Bankruptcy Codes approved:

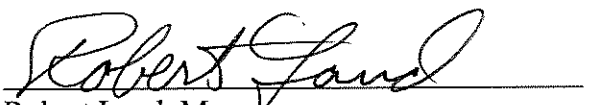
> RESOLVED, that for the best interests of the Company, its creditors, Members, Manager, and other parties with interest in the Company, a petition shall be filed by the Company in the United States Bankruptcy Court for the Northern District of Alabama, Western Division, for reorganization or liquidation under Chapter 11 of the Bankruptcy Code.
>
> BE AT FURTHER RESOLVED, that the Manager of the Company be, and he is hereby authorized and directed, on behalf of and in the name of the Company to execute, verify, and file the petition and schedules required by the Bankruptcy Code, and such other instruments and documents as may be necessary, proper, or helpful in such proceedings, and to take any and all actions necessary or proper thereon, and to retain the firm of NEWELL & ASSOCIATES, LLC, as legal counsel for the filing of the petition and representation during the proceedings, and to pay the attorney's compensation for their services rendered thereon.

3. This authorization may be terminated at any time, but it shall remain in full force and effect, and it may be relied on as to any act of such person or persons as may from time to time be certified to the Bankruptcy Court or the Bankruptcy Administrator by the Manager, until written notice expressly terminating this

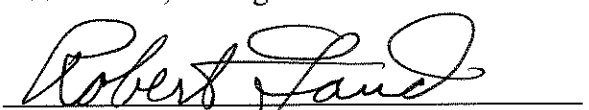
authorization shall have actually been received by the Bankruptcy Court or the Bankruptcy Administrator.

4. The Manager is authorized to certify to the Bankruptcy Court or the Bankruptcy Administrator the persons now serving as the duly appointed and authorized Manager or Managers and any changes hereafter in the persons appointed and authorized by the Company to fill that position, together with specimens of the signatures of such present and future Manager.

Dated effective February 1, 2010.



Robert Land, Manager



Robert Land, Member

Michael Ursic, Member

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
WESTERN DIVISION

In Re:	§	Chapter 11
	§	
Cedarhill Operating Co., L.L.C.	§	
	§	
Debtor.	§	Case No. 10-_____-CMS-11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I declare under penalty of perjury that Robert Land is the duly appointed Manager of Cedarhill Operating Co., L.L.C. ("Company"), a limited liability company, and that on February 1, 2010 the following resolution was adopted by the majority of the Members of the Company:

> RESOLVED, that for the best interests of the Company, its creditors, Members, Manager, and other parties with interest in the Company, a petition shall be filed by the Company in the United States Bankruptcy Court for the Northern District of Alabama, Western Division, for reorganization or liquidation under Chapter 11 of the Bankruptcy Code.
>
> BE AT FURTHER RESOLVED, that the Manager of the Company be, and he is hereby authorized and directed, on behalf of and in the name of the Company to execute, verify, and file the petition and schedules required by the Bankruptcy Code, and such other instruments and documents as may be necessary, proper, or helpful in such proceedings, and to take any and all actions necessary or proper thereon, and to retain the firm of NEWELL & ASSOCIATES, LLC, as legal counsel for the filing of the petition and representation during the proceedings, and to pay the attorney's compensation for their services rendered thereon.

/s/Robert Land
Robert Land
Manager