

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF ARIZONA

Case number (if known) \_\_\_\_\_ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name 117 S. San Francisco Group, LLC

2. All other names debtor used in the last 8 years DBA Southside Tavern  
Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 47-1546992

4. Debtor's address Principal place of business 117 S. San Francisco St. Flagstaff, AZ 86001  
Number, Street, City, State & ZIP Code  
Coconino  
County  
Mailing address, if different from principal place of business  
P.O. Box, Number, Street, City, State & ZIP Code  
Location of principal assets, if different from principal place of business  
Number, Street, City, State & ZIP Code

5. Debtor's website (URL) southsidetavernaz.com

6. Type of debtor  Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
 Partnership (excluding LLP)  
 Other. Specify: \_\_\_\_\_

**7. Describe debtor's business**

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

\_\_\_\_\_

**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- 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).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor _____	Relationship _____
District _____	When _____ Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, 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.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
What is the hazard? \_\_\_\_\_

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other \_\_\_\_\_

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99           | <input type="checkbox"/> 5001-10,000   | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199         | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999         |  |  |

15. Estimated Assets

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million    | <input type="checkbox"/> \$500,000,001 - \$1 billion     |
| <input type="checkbox"/> \$50,001 - \$100,000      | <input type="checkbox"/> \$10,000,001 - \$50 million   | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
| <input type="checkbox"/> \$100,001 - \$500,000     | <input type="checkbox"/> \$50,000,001 - \$100 million  | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million   | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion          |

16. Estimated liabilities

- |   |  |  |
|---|--|--|
| <input type="checkbox"/> \$0 - \$50,000                     | <input type="checkbox"/> \$1,000,001 - \$10 million    | <input type="checkbox"/> \$500,000,001 - \$1 billion     |
| <input type="checkbox"/> \$50,001 - \$100,000               | <input type="checkbox"/> \$10,000,001 - \$50 million   | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
| <input type="checkbox"/> \$100,001 - \$500,000              | <input type="checkbox"/> \$50,000,001 - \$100 million  | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input checked="" type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion          |

Debtor 117 S. San Francisco Group, LLC  
Name

Case number (if known) \_\_\_\_\_

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

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

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 29, 2016  
MM / DD / YYYY

**/s/ Michael Palmer**  
Signature of authorized representative of debtor  
  
Title Managing Member

**Michael Palmer**  
Printed name

**18. Signature of attorney**

**/s/ Pernell W. McGuire**  
Signature of attorney for debtor

Date August 29, 2016  
MM / DD / YYYY

**Pernell W. McGuire**  
Printed name

**Davis Miles McGuire Gardner, PLLC**  
Firm name

**40 E. Rio Salado Parkway, Suite 425  
Tempe, AZ 85281**  
Number, Street, City, State & ZIP Code

Contact phone (480) 733-6800 Email address azbankruptcy@davismiles.com

**015909**  
Bar number and State

**Fill in this information to identify the case:**

Debtor name 117 S. San Francisco Group, LLC

United States Bankruptcy Court for the: DISTRICT OF ARIZONA

Case number (if known) \_\_\_\_\_

Check if this is an amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**



**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule*
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 29, 2016

**X /s/ Michael Palmer**

\_\_\_\_\_  
Signature of individual signing on behalf of debtor

**Michael Palmer**

\_\_\_\_\_  
Printed name

**Managing Member**

\_\_\_\_\_  
Position or relationship to debtor

**Fill in this information to identify the case:**

Debtor name 117 S. San Francisco Group, LLC  
 United States Bankruptcy Court for the: DISTRICT OF ARIZONA  
 Case number (if known): \_\_\_\_\_

Check if this is an amended filing

**Official Form 204**

**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders** 12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Arizona Department of Revenue c/o Tax, Bankruptcy and Collection Sec. 1275 W. Washington Avenue Phoenix, AZ 85007		Sales tax				\$32,408.02
Capital Premium Financing 12235 S. 800 E Draper, UT 84020		Unsecured loan				\$4,901.24
City of Flagstaff Attn: Robin Mosness 211 W. Aspen Flagstaff, AZ 86001		City sales tax				\$18,961.27
DNSPWR2, LLC c/o Don Hulen 113A S. San Francisco Flagstaff, AZ 86001		unsecured loan				\$10,000.00
Flagstaff Map Company 2700 Woodlands Blvd. Flagstaff, AZ 86001		Goods and services				\$2,246.76
Flagstaff Medical Center Bankruptcy/Recovery Department 1200 North Beaver Street Flagstaff, AZ 86001		Medical Expenses				\$1,456.81
Jentone, LLC Attn: Evelyn DiMieri 3223 W. Mountain Dr. Flagstaff, AZ 86001		Rent	Disputed			\$37,000.00

Debtor 117 S. San Francisco Group, LLC  
Name

Case number (if known) \_\_\_\_\_

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Joey Hernandez 3219 Monte Vista Drive, Apt B Flagstaff, AZ 86004						\$1,318.50
Rob T Construction 2030 S. Ash Lane Flagstaff, AZ 86004		Goods and services				\$21,080.19
Robert Palmer		unsecured loans				\$350,000.00
Shamrock Foods PO BOX 52408 Phoenix, AZ 85072		Goods				\$4,705.15
Student Media Center Northern Arizona University PO Box 86011 Flagstaff, AZ 86011		Services				\$1,522.00
The Business Backer, LLC 10101 Alliance Rd, Suite 140 Cincinnati, OH 45242		Unsecured loan				\$32,025.96
The Noise PO Box 1637 Flagstaff, AZ 86002		Goods and services				\$2,103.50
The Print Raven 1300 S. Milton Rd., Suite 117 Flagstaff, AZ 86001		Services				\$1,495.65
The Village Baker 1237 S. Plaza Way Flagstaff, AZ 86001		Goods				\$1,452.00
Time Payment Corporation 1600 District Ave., Suite 200 Burlington, MA 01803		Restaurant Equipment		\$18,000.00	\$0.00	\$18,000.00
Wells Fargo PO Box 29482 Phoenix, AZ 85038		Business line of credit				\$29,663.20
Wells Fargo Business Card PO Box 29482 Phoenix, AZ 85038		Business credit card				\$5,361.41
Wildflower Breach Company 7755 East Gray Rd. Scottsdale, AZ 85260		Goods				\$2,802.90

**United States Bankruptcy Court  
District of Arizona**

In re 117 S. San Francisco Group, LLC

Debtor(s)

Case No.

Chapter 11

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

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 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 .....	\$	<b>Hourly Rates:</b>
		<b>\$380 for partner atty.</b>
		<b>\$240/hr for associate atty.</b>
		<b>\$125/hr for paralegal</b>
Prior to the filing of this statement I have received .....	\$	<b>11,200.00 retainer</b>
Balance Due .....	\$	<b>0.00</b>

2. The source of the compensation paid to me was:

Debtor       Other (specify): **Don Hulén**

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. Representation of the debtor in connection with any other matters that arise throughout this Chapter 11 proceeding.
- f. [Other provisions as needed]

**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.

August 29, 2016

*Date*

/s/ Pernell W. McGuire

**Pernell W. McGuire 015909**

*Signature of Attorney*

**Davis Miles McGuire Gardner, PLLC**

**40 E. Rio Salado Parkway, Suite 425**

**Tempe, AZ 85281**

**(480) 733-6800 Fax: (480) 733-3748**

**azbankruptcy@davismiles.com**

*Name of law firm*



**United States Bankruptcy Court  
District of Arizona**

In re 117 S. San Francisco Group, LLC

Debtor(s)

Case No.

Chapter 11

**DECLARATION**

I, the Managing Member of the corporation named as the debtor in this case, do hereby certify, under penalty of perjury, that the Master Mailing List, consisting of 5 sheet(s), is complete, correct and consistent with the debtor(s)' schedules.

Date: August 29, 2016

/s/ Michael Palmer

**Michael Palmer/Managing Member**  
Signer/Title

Date: August 29, 2016

/s/ Pernell W. McGuire

Signature of Attorney  
**Pernell W. McGuire 015909**  
**Davis Miles McGuire Gardner, PLLC**  
**40 E. Rio Salado Parkway, Suite 425**  
**Tempe, AZ 85281**  
**(480) 733-6800 Fax: (480) 733-3748**

MML-5

117 S. San Francisco Group, LLC -

24-7 HOSPITALITY  
1770 S. RANDALL RD.  
GENEVA IL 60134-4603

93.9 THE MOUNTAIN  
GREAT CIRCLE MEDIA  
1117 W. RTE 66  
FLAGSTAFF AZ 86001

AEGIS SECURITY COMPANY  
2532 N. FOURTH STREET, PMB 11  
FLAGSTAFF AZ 86004

ALRGAS  
201 RIVER RUN RD.  
FLAGSTAFF AZ 86001

ANOTHER PLUMBING COMPANY, INC.  
PO BOX 22245  
FLAGSTAFF AZ 86002

ARIZONA DEPARTMENT OF REVENUE  
C/O TAX, BANKRUPTCY AND COLLECTION SEC.  
1275 W. WASHINGTON AVENUE  
PHOENIX AZ 85007

ARIZONA LIQUOR CONSULTANT  
PO BOX 2502  
CHANDLER AZ 85244

CAPITAL PREMIUM FINANCING  
12235 S. 800 E  
DRAPER UT 84020

CCBM  
9524 CAMELBACK RD., STE C-130-156  
GLENDALE AZ 85305

CITY OF FLAGSTAFF  
ATTN: ROBIN MOSNESS  
211 W. ASPEN  
FLAGSTAFF AZ 86001

117 S. San Francisco Group, LLC -

CONN PEST CONTROL  
PO BOX 3858  
FLAGSTAFF AZ 86003

DNSPWR2, LLC  
C/O DON HULEN  
113A S. SAN FRANCISCO  
FLAGSTAFF AZ 86001

DNSPWR2, LLC  
C/O REGISTERED AGENTS INC.  
1846 E. INNOVATION PARK DR., SUITE 100  
ORO VALLEY AZ 85755

FLAGSTAFF CONVENTION VISITORS BUREAU  
211 W. ASPEN  
FLAGSTAFF AZ 86001

FLAGSTAFF IT  
4 S. SAN FRANCISCO ST.  
FLAGSTAFF AZ 86001

FLAGSTAFF MAP COMPANY  
2700 WOODLANDS BLVD.  
FLAGSTAFF AZ 86001

FLAGSTAFF MEDICAL CENTER  
BANKRUPTCY/RECOVERY DEPARTMENT  
1200 NORTH BEAVER STREET  
FLAGSTAFF AZ 86001

GLASSFIXER, INC.  
3125 E. MOUNT ELDEN DR.  
FLAGSTAFF AZ 86004

GREATER FLAGSTAFF CHAMBER OF COMMERCE  
101 W. RTE 66  
FLAGSTAFF AZ 86001

GREENER DAY RECYCLING  
PO BOX 3838  
CAMP VERDE AZ 86322

117 S. San Francisco Group, LLC -

INTERNAL REVENUE SERVICE  
BANKRUPTCY AND COLLECTION ENFORCEMENT  
P.O. BOX 7346  
PHILADELPHIA PA 19101-7346

JENTONE, LLC  
ATTN: EVELYN DIMIERI  
3223 W. MOUNTAIN DR.  
FLAGSTAFF AZ 86001

JOEY HERNANDEZ  
3219 MONTE VISTA DRIVE, APT B  
FLAGSTAFF AZ 86004

MATTHEW MANSFIELD  
111 E. ASPEN AVE SUITE 15  
FLAGSTAFF AZ 86001

MISSION LINEN & UNIFORM SERVICE  
2450 E. HUNTINGTON DR.  
FLAGSTAFF AZ 86004

MOUNTAIN PLUMBING  
PO BOX 31145  
6993 N. COLUMBINE BLVD.  
FLAGSTAFF AZ 86003

NOAZ  
1214 W. KAIBAB LANE  
FLAGSTAFF AZ 86001

Q-TECH  
6060 DEER RD.  
FLAGSTAFF AZ 86004

QC OFFICE  
3920 E. HUNTINGTON DRIVE  
FLAGSTAFF AZ 86004

QUILL  
PO BOX 37600  
PHILADELPHIA PA 19101

117 S. San Francisco Group, LLC -

ROB T CONSTRUCTION  
2030 S. ASH LANE  
FLAGSTAFF AZ 86004

ROBERT PALMER

SHAMROCK FOODS  
PO BOX 52408  
PHOENIX AZ 85072

SOURTHERN WINE AND SPIRITS  
2375 S. 45TH AVE.  
PHOENIX AZ 85043

STUDENT MEDIA CENTER  
NORTHERN ARIZONA UNIVERSITY  
PO BOX 86011  
FLAGSTAFF AZ 86011

SUDDENLINK  
1800 SSW LOOP 323  
TYLER TX 75701

SWISHER  
PO BOX 100512  
PASADENA CA 91189

THE BUSINESS BACKER, LLC  
10101 ALLIANCE RD, SUITE 140  
CINCINNATI OH 45242

THE NOISE  
PO BOX 1637  
FLAGSTAFF AZ 86002

THE PRINT RAVEN  
1300 S. MILTON RD., SUITE 117  
FLAGSTAFF AZ 86001

THE VILLAGE BAKER  
1237 S. PLAZA WAY  
FLAGSTAFF AZ 86001

117 S. San Francisco Group, LLC -

TIME PAYMENT CORPORATION  
1600 DISTRICT AVE., SUITE 200  
BURLINGTON MA 01803

UNISOURCE ENERGY SERVICES  
UNS GAS INC.  
PO BOX 80078  
PRESCOTT AZ 86304

WELLS FARGO  
PO BOX 29482  
PHOENIX AZ 85038

WELLS FARGO BUSINESS CARD  
PO BOX 29482  
PHOENIX AZ 85038

WILDFLOWER BREACH COMPANY  
7755 EAST GRAY RD.  
SCOTTSDALE AZ 85260

ZEE MEDICAL SUPPLIES  
3716 N. EAGLE MOUNTAIN DRIVE  
FLAGSTAFF AZ 86001

**United States Bankruptcy Court  
District of Arizona**

In re 117 S. San Francisco Group, LLC

Debtor(s)

Case No. \_\_\_\_\_

Chapter 11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for 117 S. San Francisco Group, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

**August 29, 2016**

Date

**/s/ Pernell W. McGuire**

**Pernell W. McGuire 015909**

Signature of Attorney or Litigant

Counsel for 117 S. San Francisco Group, LLC

**Davis Miles McGuire Gardner, PLLC**

**40 E. Rio Salado Parkway, Suite 425**

**Tempe, AZ 85281**

**(480) 733-6800 Fax:(480) 733-3748**

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