

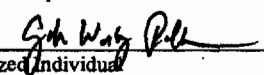
B1 (Official Form 1)(04/13)

| | | |
|--|--|---|
| United States Bankruptcy Court Central District of California | | Voluntary Petition |
| Name of Debtor (if individual, enter Last, First, Middle): Shilo Inn, Boise Airport, LLC | | Name of Joint Debtor (Spouse) (Last, First, Middle): |
| All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): | | All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): |
| Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 93-0970406 | | 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. and Street, City, and State): 4111 Broadway Avenue Boise, ID <div style="text-align: right;">ZIP Code 83705</div> | | Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div> |
| County of Residence or of the Principal Place of Business: Ada | | County of Residence or of the Principal Place of Business: |
| Mailing Address of Debtor (if different from street address): 11600 SW Shilo Lane Portland, OR <div style="text-align: right;">ZIP Code 97225</div> | | Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div> |
| Location of Principal Assets of Business Debtor (if different from street address above): | | |
| Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) | Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other | Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding |
| Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending: | Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code). | Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts. |
| Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. | | Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). |
| Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. | | THIS SPACE IS FOR COURT USE ONLY |
| Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000 | | |
| Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion | | |
| Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion | | |

B1 (Official Form 1)(04/13)

Page 2

| | | | |
|---|--|--|--|
| Voluntary Petition <i>(This page must be completed and filed in every case)</i> | | Name of Debtor(s): Shilo Inn, Boise Airport, LLC | |
| All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet) | | | |
| Location Where Filed: - None - | Case Number: | Date Filed: | |
| Location Where Filed: | Case Number: | Date Filed: | |
| Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet) | | | |
| Name of Debtor: See Attachment | Case Number: | Date Filed: | |
| District: | Relationship: | Judge: | |
| <p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p> | <p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p> | | |
| 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? | | | |
| <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> 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.) | | | |
| <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. | | | |
| If this is a joint petition: | | | |
| <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition. | | | |
| Information Regarding the Debtor - Venue | | | |
| (Check any applicable box) | | | |
| <input type="checkbox"/> 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. | | | |
| <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. | | | |
| <input type="checkbox"/> 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) | | | |
| <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) | | | |
| _____ | | | |
| (Name of landlord that obtained judgment) | | | |
| _____ | | | |
| (Address of landlord) | | | |
| <input type="checkbox"/> 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 | | | |
| <input type="checkbox"/> Debtor has included with 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. | | | |
| <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)). | | | |

| | |
|--|---|
| <p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p> <p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p> | <p>Name of Debtor(s): Shilo Inn, Boise Airport, LLC</p> <p style="text-align: center;">Signatures</p> <p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p> |
| <p style="text-align: center;">Signature of Attorney*</p> <p>X <u>/s/ David B. Golubchik</u> Signature of Attorney for Debtor(s)</p> <p><u>David B. Golubchik 185520</u> Printed Name of Attorney for Debtor(s)</p> <p><u>Levene, Neale, Bender, Yoo & Brill LLP</u> Firm Name</p> <p><u>10250 Constellation Blvd.</u> <u>Suite 1700</u> <u>Los Angeles, CA 90067</u> Address</p> <p><u>(310) 229-1234</u> Telephone Number</p> <p><u>May 1, 2013</u> <u>185520</u> Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p> | <p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:</p> <p>_____ If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.</small></p> |
| <p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Wes Raborn</u>  Signature of Authorized Individual</p> <p><u>Wes Raborn</u> Printed Name of Authorized Individual</p> <p><u>General Counsel, Authorized Agent</u> Title of Authorized Individual</p> <p><u>May 1, 2013</u> Date</p> | |

In re Shilo Inn, Boise Airport, LLC

Case No. _____

Debtor

Form 1. Voluntary Petition
Pending Bankruptcy Cases Filed Attachment

| <u>Name of Debtor / District</u> | <u>Case No. / Relationship</u> | <u>Date Filed / Judge</u> |
|---|--------------------------------|-------------------------------------|
| JDCK, LLC Central District of California | 2:12-bk-26468-VZ Affiliate | 05/09/13 Hon. Vincent P. Zurzolo |
| LSSR, LLC Central District of California | 2:12-bk-24557-VZ Affiliate | 04/25/12 Hon. Vincent P. Zurzolo |
| Troy Lodge, LLC Central District of California | 2:12-bk-26469-VZ Affiliate | 05/09/13 Hon. Vincent P. Zurzolo |

SHILO INN, BOISE AIRPORT, LLC

WRITTEN CONSENT OF MEMBERS AND MANAGER

Pursuant to ORS 63.130(5), which authorizes the taking of action by members or managers by unanimous written consent without a meeting, the undersigned, being all of the members and the manager of Shilo Inn, Boise Airport, an Oregon limited liability company, authorized to do business in Idaho (the "Company"), hereby adopt the following resolutions:

WHEREAS, the Company owns real property and improvements known as the Shilo Inn Hotel located as 4111 Broadway Avenue, Boise, Idaho (the "Hotel"); and

WHEREAS, based upon the current financial condition of the Company and the actions of the Company's lender, California Bank and Trust, in its attempt to take possession of the Hotel, the Members and Manager hereby authorize the filing of a voluntary petition for Chapter 11 Bankruptcy.

NOW THEREFORE, BE IT HEREBY RESOLVED, the Company has decided to file a voluntary petition for Chapter 11 Bankruptcy in the United States Bankruptcy Court in the Central District of California in Los Angeles County (the "Bankruptcy");

RESOLVED, the Company will retain the firm of Levene, Neale, Bender, Yoo & Brill L.L.P. (the "Firm") to file the pleadings and represent the Company in the above referenced Bankruptcy;

RESOLVED, the Company authorizes the Firm to represent it with Shilo Inn, Moses Lake, Inc., Shilo Inn, Nampa Blvd, LLC, Shilo Inn, Newberg, LLC, Shilo Inn, Rose Garden, LLC, Shilo Inn, Seaside East, LLC and Shilo Inn, Twin Falls, LLC ("Other Parties") in the Bankruptcy and the Company hereby waives any and all conflicts of interests as to Other Parties related to the same;

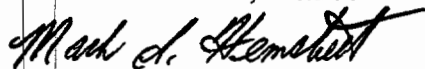
AND RESOLVED, that the acts of the Manager in negotiating, preparing, executing and delivering the documents in connection with the voluntary petition for the Bankruptcy and any and all related documents in the name and on behalf of the Company are hereby ratified and approved and that John W. Raborn is authorized to execute all documents necessary and proper to commence the Bankruptcy and to make all decisions and execute all documents during the pendency of the Bankruptcy.

DATED effective this 25th day of April, 2013.

MEMBERS:



Shannon M. Hemstreet, Member



Mark S. Hemstreet, Member

MANAGER:

Shilo Management Corp, Manager

By: 

Mark S. Hemstreet, Secretary

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Central District of California**

In re Shilo Inn, Boise Airport, LLC

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

| (1) | (2) | (3) | (4) | (5) |
|---|--|---|--|---|
| <i>Name of creditor and complete mailing address including zip code</i> | <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i> | <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i> | <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i> | <i>Amount of claim [if secured, also state value of security]</i> |
| IDAHO POWER INC PO Box 34966 A/R Seattle, WA 98124 | IDAHO POWER INC PO Box 34966 A/R Seattle, WA 98124 800-488-6151 | | | 5,770.78 |
| FIRE PROTECTION SERVICES 5573 SW Arctic Drive Dave Phipps Beaverton, OR 97005 | Dave Phipps FIRE PROTECTION SERVICES 5573 SW Arctic Drive Dave Phipps Beaverton, OR 97005 503-590-3732 | | | 5,522.77 |
| CENTURYLINK PO Box 52187 A/R Phoenix, AZ 85072 | CENTURYLINK PO Box 52187 A/R Phoenix, AZ 85072 800-860-1020 | | | 1,843.41 |
| TASKAR KIBBEE & ASSOCIATES PC 4900 SW Griffith Drive STE 269 A/R Beaverton, OR 97005 | TASKAR KIBBEE & ASSOCIATES PC 4900 SW Griffith Drive STE 269 A/R Beaverton, OR 97005 503-644-7933 | | | 1,600.00 |
| UNITED WATER IDAHO 8248 West Victory Road A/R Boise, ID 83709 | UNITED WATER IDAHO 8248 West Victory Road A/R Boise, ID 83709 208-362-7304 | | | 1,461.48 |
| PARADIGM TAX GROUP 3030 North Central Avenue A/R Phoenix, AZ 85012 | PARADIGM TAX GROUP 3030 North Central Avenue A/R Phoenix, AZ 85012 | | | 1,311.00 |
| BOISE CITY TAXI INC PO Box 44101 A/R Boise, ID 83711 | BOISE CITY TAXI INC PO Box 44101 A/R Boise, ID 83711 208-377-3333 | | | 1,173.10 |

B4 (Official Form 4) (12/07) - Cont.

In re Shilo Inn, Boise Airport, LLC

Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

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

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

Date May 1, 2013

Signature /s/ Wes Raborn

Wes Raborn

General Counsel, Authorized Agent

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.

**United States Bankruptcy Court
Central District of California**

In re Shilo Inn, Boise Airport, LLC
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---|------------------------------------|-------------------------|---------------------|
| Mark Hemstreet 11600 SW Shilo Lane Portland, OR 97225 | 40% membership | | |
| Shannon Hemstreet 11600 SW Shilo Lane Portland, OR 97225 | 50% membership interest | | |
| Staci A. McDonald 11600 SW Shilo Lane Portland, OR 97225 | 10% membership interest | | |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the General Counsel, Authorized Agent of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date May 1, 2013

Signature /s/ Wes Raborn
Wes Raborn
General Counsel, Authorized Agent

*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.*

0 continuation sheets attached to List of Equity Security Holders

**STATEMENT OF RELATED CASES
INFORMATION REQUIRED BY LBR 1015-2
UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA**

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

All of the following cases were filed as Chapter 11 cases in the Central District of California before the Hon. Vincent P. Zurzolo with the dates of filing shown in parenthesis behind the case: Shilo Inn, Diamond Bar, LLC, 2:10-bk-60884-VZ (11/29/2010); Shilo Inn, Killeen, LLC, 2:10-bk-62057-VZ (12/6/2010); Shilo Inn, Palm Springs, LLC, 2:11-bk-26501-VZ (4/13/2011); Shilo Inn, Pomona Hilltop, LLC, 2:11-bk-26270-VZ (4/14/2011); Shilo Inn, Seaside Oceanfront, LLC 2:11-bk-34669-VZ (6/7/2011); LSSR, LLC, 2:12-bk-24557-VZ (4/25/2012); JDCK, LLC, 2:12-bk-26468-VZ (5/9/2012); Troy Lodge, LLC, 2:12-bk-26469-VZ (5/9/2012). The cases of LSSR, JDCK, and Troy Lodge are pending in chapter 11. The other cases were successfully resolved by stipulation of the parties and dismissed with creditors paid in full. Shilo Inn, Casper, LLC, 11-20720 was filed on 6/29/2011, in the District of Wyoming, before the Hon. Peter McNiff, a chapter 11 plan was confirmed on 6/1/2012, and the case closed on 10/24/2012.

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

See Item # 1 above.

4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

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

Executed at Portland, Oregon, California.

/s/ Wes Raborn

Date: May 1, 2013

Wes Raborn
Signature of Debtor

Signature of Joint Debtor

Verification of Creditor Mailing List - (Rev. 10/05)

2005 USBC, Central District of California

**MASTER MAILING LIST
Verification Pursuant to Local Bankruptcy Rule 1007-2(d)**

Name David B. Golubchik 185520

Address 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067

Telephone (310) 229-1234

- Attorney for Debtor(s)
- Debtor in Pro Per

| | |
|---|-------------------------------------|
| UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA | |
| List all names including trade names used by Debtor(s) within last 8 years: Shilo Inn, Boise Airport, LLC | Case No.: Chapter: 11 |
| | |

VERIFICATION OF CREDITOR MAILING LIST

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 3 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: May 1, 2013

/s/ Wes Raborn
Wes Raborn/General Counsel, Authorized Agent
Signer/Title

Date: May 1, 2013

/s/ David B. Golubchik
Signature of Attorney
David B. Golubchik 185520
Levene, Neale, Bender, Yoo & Brill LLP
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067
(310) 229-1234

Shilo Inn, Boise Airport, LLC
11600 SW Shilo Lane
Portland, OR 97225

David B. Golubchik
Levene, Neale, Bender, Yoo & Brill LLP
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067

U.S. Trustee
Ernst & Young Plaza
725 S. Figueroa Street, 26th Floor
Los Angeles, CA 90017

ADA COUNTY TREASURER
PO Box 2868
A/R
Boise, ID 83701

BOISE CITY TAXI INC
PO Box 44101
A/R
Boise, ID 83711

California Bank & Trust
c/o Ren R Hayhurst, Bryan Cave LLP
3161 Michelson Drive, Suite 1500
Irvine, CA 92612-4414

CENTURYLINK
PO Box 29040
A/R
Phoenix, AZ 85038

CENTURYLINK
PO Box 52187
A/R
Phoenix, AZ 85072

FIRE PROTECTION SERVICES
5573 SW Arctic Drive
Dave Phipps
Beaverton, OR 97005

IDAHO POWER INC
PO Box 34966
A/R
Seattle, WA 98124

Intermountain Gas
PO Box 64
A/R
Boise, ID 83732

LODGENET ENTERTAINMENT CORP
3900 West Innovation Street
A/R
Sioux Falls, SD 57107

PARADIGM TAX GROUP
3030 North Central Avenue
A/R
Phoenix, AZ 85012

SHILO FRANCHISE INTERNATIONAL LLC
11600 SW Shilo Lane
A/R
Portland, OR 97225

SHILO INN NAMPA BLVD
11600 SW Shilo Lane
Portland, OR 97225

SHILO INN NAMPA SUITES
11600 SW Shilo Lane
PORTLAND, OR 97225

SHILO MANAGEMENT CORP
11600 SW Shilo Lane
A/R
Portland, OR 97225

SHILO MANAGEMENT TRAVEL AGENT ACCT
11660 SW Shilo Lane
A/R
Portland, OR 97225

TASKAR KIBBEE & ASSOCIATES PC
4900 SW Griffith Drive STE 269
A/R
Beaverton, OR 97005

UNITED WATER IDAHO
8248 West Victory Road
A/R
Boise, ID 83709


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|--|--|
| Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number David B. Golubchik Levene, Neale, Bender, Yoo & Brill LLP 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067 (310) 229-1234 185520 <input type="checkbox"/> Attorney for: Shilo Inn, Boise Airport, LLC | FOR COURT USE ONLY |
| UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA | |
| In re: Shilo Inn, Boise Airport, LLC Debtor(s). | CASE NO.: CHAPTER: 11 ADV. NO.: |

**ELECTRONIC FILING DECLARATION
(CORPORATION/PARTNERSHIP)**

| | | |
|-------------------------------------|--|-----------------------------|
| <input checked="" type="checkbox"/> | Petition, statement of affairs, schedules or lists | Date Filed: <u>5/1/2013</u> |
| <input type="checkbox"/> | Amendments to the petition, statement of affairs, schedules or lists | Date Filed: _____ |
| <input type="checkbox"/> | Other: _____ | Date Filed: _____ |

PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEBTOR OR OTHER PARTY

I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature lines; (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California.

/s/ Wes Raborn 
 Signature of Authorized Signatory of Filing Party

May 1, 2013
 Date

Wes Raborn
 Printed Name of Authorized Signatory of Filing Party

General Counsel, Authorized Agent
 Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

I, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the Declaration of Authorized Signatory of Debtor or Other Party before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document available for review upon request of the Court or other parties.

/s/ David B. Golubchik
 Signature of Attorney for Filing Party

May 1, 2013
 Date

David B. Golubchik 185520
 Printed Name of Attorney for Filing Party

| | |
|--|--|
| Party Name, Address and Telephone Number (CA State Bar No. If Applicable) David B. Golubchik 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067 (310) 229-1234 CA State Bar Number: 185520 | FOR COURT USE ONLY |
| UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA | |
| In re: Shilo Inn, Boise Airport, LLC Debtor. | CHAPTER 11 CASE NUMBER (No Hearing Required) |

VENUE DISCLOSURE FORM
FOR CORPORATIONS FILING CHAPTER 11
(Required by General Order 97-02)

Attach additional sheets as necessary and indicate so in each section

1. Specify the address of the principal office of the Debtor currently on file with the California Secretary of State (from Form S0100, S0200, or S0300): Not Applicable
2. Specify the address of the principal office of the Debtor listed on the Debtor's most recent federal tax return:
11600 SW Shilo Lane, Portland, OR 97225
3. Disclose the current business address(es) for all corporate officers:
11600 SW Shilo Lane, Portland, OR 97225
4. Disclose the current business address(es) where the Debtor's books and records are located:
11600 SW Shilo Lane, Portland, OR 97225
5. List the address(es) where the majority of the Debtor's assets are located based on a book value determination as set forth on the Debtor's most recent balance sheet:
4111 Broadway Avenue, Boise, Idaho
6. Disclose any different address(es) to those listed above within six months prior to the filing of this petition and state the reasons for the change in address(es):
None.
7. State the name and address of the officer signing this Statement and the relationship of such person to the Debtor (specify): Wes Raborn, General Counsel and Authorized Agent, 11600 SW Shilo Lane, Portland, OR 97225
8. Total number of attached pages of supporting documentation: 0

Venue Disclosure Form for Corporations Filing Chapter 11 - Page 2

VEN-C

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|---|-------------|
| In re Shilo Inn, Boise Airport, LLC | CHAPTER 11 |
| Debtor. | CASE NUMBER |

9. I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct.

Executed on May 1, 2013, at Portland, Oregon.

Wes Raborn

Type Name of Officer

/s/ Wes Raborn

Signature of Declarant

General Counsel, Authorized Agent

Position or Title of Officer

VEN-C