

Fill in this information to identify your case:

United States Bankruptcy Court for the:

CENTRAL DISTRICT OF CALIFORNIA

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 Woodcrest Ace Hardware Inc.

2. All other names debtor used in the last 8 years AW Riverside Ace Hardware, Inc. AW Wildomar Ace Hardware, Inc. AW 30733 Temecula Parkway LLC AW 9 Fingers Inc. AW TEMECULA ACE HARDWARE, INC. AW P&P Hardware Inc.

3. Debtor's federal Employer Identification Number (EIN) 73-1656610

4. Debtor's address Principal place of business 18845 Van Buren Blvd., Suite B5 Riverside, CA 92508 Mailing address, if different from principal place of business Location of principal assets, if different from principal place of business 18845 Van Buren Blvd., Suite B5 Riverside, CA 92508

5. Debtor's website (URL)

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

Debtor Woodcrest Ace Hardware Inc.
Name

Case number (if known) _____

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>.

4130

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 _____ |

Debtor Woodcrest Ace Hardware Inc. Case number (if known) _____
 Name

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 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 checked="" 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 checked="" 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 |

Debtor **Woodcrest Ace Hardware Inc.**
Name Case number (if known)

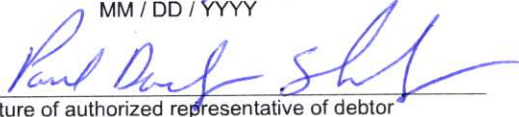
Request for Relief, Declaration, and Signatures

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.

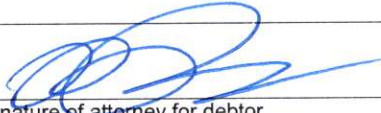
Executed on 4/12/2019
MM / DD / YYYY

X 
Signature of authorized representative of debtor

Paul Douglas Shanabarger
Printed name

Title **President**

18. Signature of attorney

X 
Signature of attorney for debtor

Date 4/12/19
MM / DD / YYYY

Robert B. Rosenstein 90036
Printed name

Rosenstein & Associates
Firm name

**28600 Mercedes Street
Suite 100
Temecula, CA 92590**
Number, Street, City, State & ZIP Code

Contact phone **951-296-3888** Email address **robert@thetemeculalawfirm.com**

90036 CA
Bar number and State

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

In re Woodcrest Ace Hardware Inc.

Debtor(s)

Case No.

Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Paul Douglas Shanabarger**, declare under penalty of perjury that I am the **President** of **Woodcrest Ace Hardware Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 12th day of April, 2019.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

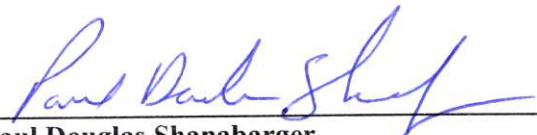
Be It Therefore Resolved, that **Paul Douglas Shanabarger, President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter **11** voluntary bankruptcy case on behalf of the corporation; and,

Be It Further Resolved, that **Paul Douglas Shanabarger, President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and,

Be It Further Resolved, that **Paul Douglas Shanabarger, President** of this Corporation is authorized and directed to employ **Robert B. Rosenstein**, attorney and the law firm of **Rosenstein & Associates** to represent the corporation in such bankruptcy case."

Date April 12, 2019

Signed


Paul Douglas Shanabarger

**Resolution of Board of Directors
of
Woodcrest Ace Hardware Inc.**

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter **11** of Title 11 of the United States Code;

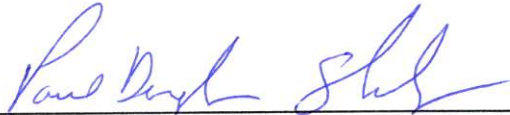
Be It Therefore Resolved, that **Paul Douglas Shanabarger, President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter **11** voluntary bankruptcy case on behalf of the corporation; and,

Be It Further Resolved, that **Paul Douglas Shanabarger, President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and,

Be It Further Resolved, that **Paul Douglas Shanabarger, President** of this Corporation is authorized and directed to employ **Robert B. Rosenstein**, attorney and the law firm of **Rosenstein & Associates** to represent the corporation in such bankruptcy case.

Date April 12, 2019

Signed



Paul Douglas Shanabarger

Date _____

Signed _____

Fill in this information to identify the case:

Debtor name **Woodcrest Ace Hardware Inc.**

United States Bankruptcy Court for the: **CENTRAL DISTRICT OF CALIFORNIA**

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 <small>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.</small> | | |
|---|--|---|--|---|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| American Express c/o Michael & Associates 555 Saint Charles St. #204 Thousand Oaks, CA 91360 | | Credit Card | | | | \$26,747.00 |
| Arco/Gas Pro Plus P.O. Box 70887 Charlotte, NC 28272-0887 | | Credit Card | | | | \$2,590.27 |
| B&G Investment Development LLC 34006 Galleron Street Temecula, CA 92592 | | Ground Lease | | | | \$155,733.84 |
| BMW Financial Services P.O. Box 78103 Phoenix, AZ 85062-8103 | | Car Lease | | | | \$14,916.00 |
| Cal Bank and Trust 1801 Main St. Houston, TX 77002 | | Loan | | | | \$487,026.85 |
| Citibank P.O. Box 183037 Columbus, OH 43218-3037 | | Credit Card | | | | \$36,233.23 |
| Ford Motor Credit PO Box 7172 Pasadena, CA 91109 | | Loan | | | | \$5,704.00 |
| GreatAmerica Leasing P.O. Box 66083 Dallas, TX 75266-0831 | | Lease | | | | \$552.44 |

Debtor Woodcrest Ace Hardware Inc.
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 |
| Magellan HCM 199 North 290 West, #200 Lindon, UT 84042 | | Service Provider | | | | \$285.45 |
| Wells Fargo P.O. Box 29482 Phoenix, AZ 85038-9482 | | Credit Card (485620037017800 9) | | | | \$7,471.79 |
| Wells Fargo P.O. Box 29482 Phoenix, AZ 85038-9482 | | Credit Card (485620036103070 6) | | | | \$2,950.29 |
| Wells Fargo P.O. Box 29482 Phoenix, AZ 85038-9482 | | Credit Card (485620036103074 8) | | | | \$289.67 |

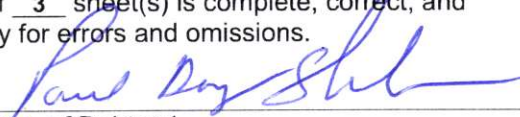
| | |
|--|--------------------|
| Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address Robert B. Rosenstein 90036 28600 Mercedes Street Suite 100 Temecula, CA 92590 951-296-3888 Fax: 951-296-3889 California State Bar Number: 90036 CA robert@thetemeculalawfirm.com | FOR COURT USE ONLY |
| <input type="checkbox"/> Debtor(s) appearing without an attorney <input checked="" type="checkbox"/> Attorney for Debtor | |

**UNITED STATES BANKRUPTCY COURT
 CENTRAL DISTRICT OF CALIFORNIA**

| | |
|---|---|
| In re: <p style="text-align: center;">Woodcrest Ace Hardware Inc.</p> | CASE NO.: CHAPTER: 11 |
| Debtor(s). | <p>VERIFICATION OF MASTER MAILING LIST OF CREDITORS</p> <p>[LBR 1007-1(a)]</p> |

Pursuant to LBR 1007-1(a), the Debtor, or the Debtor's attorney if applicable, certifies under penalty of perjury that the master mailing list of creditors filed in this bankruptcy case, consisting of 3 sheet(s) is complete, correct, and consistent with the Debtor's schedules and I/we assume all responsibility for errors and omissions.

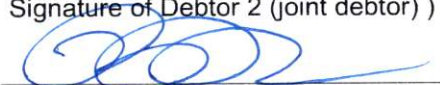
Date: 4-12-2019


 Signature of Debtor 1

Date: _____

Signature of Debtor 2 (joint debtor) (if applicable)

Date: 4-12-19


 Signature of Attorney for Debtor (if applicable)

Woodcrest Ace Hardware Inc.
18845 Van Buren Blvd., Suite B5
Riverside, CA 92508

Robert B. Rosenstein
Rosenstein & Associates
28600 Mercedes Street
Suite 100
Temecula, CA 92590

American Express
c/o Michael & Associates
555 Saint Charles St. #204
Thousand Oaks, CA 91360

Arco/Gas Pro Plus
P.O. Box 70887
Charlotte, NC 28272-0887

B&G Investment Development LLC
34006 Galleron Street
Temecula, CA 92592

BMW Financial Services
P.O. Box 78103
Phoenix, AZ 85062-8103

Board of Equalization
P.O. Box 942879
Sacramento, CA 94279-6087

Cal Bank and Trust
1801 Main St.
Houston, TX 77002

Citibank
P.O. Box 183037
Columbus, OH 43218-3037

Employment Development Department
Bankruptcy Group MIC 92E
P.O. Box 826880
Sacramento, CA 94280-0001

Ford Motor Credit
PO Box 7172
Pasadena, CA 91109

Franchise Tax Board
P.O. Box 942857
Sacramento, CA 94257

GreatAmerica Leasing
P.O. Box 66083
Dallas, TX 75266-0831

Internal Revenue Services
P.O. Box 80110
Cincinnati, OH 45280-0010

Magellan HCM
199 North 290 West, #200
Lindon, UT 84042

National Cooperative Bank
250 Park Ave, Ste 900
New York, NY 10177

Pamela Shanabarger
14529 Innovation Drive, Suite B
Riverside, CA 92518

Paul Douglas Shanabarger
14529 Innovation Drive, Suite B
Riverside, CA 92518

Skaja, Daniels, Lister &
Permito, LLP
960 Canterbury Pl #110
Escondido, CA 92025

Wells Fargo
P.O. Box 29482
Phoenix, AZ 85038-9482