

United States Bankruptcy Court District of Colorado					Voluntary Petition				
Name of Debtor (if individual, enter Last, First, Middle): <b>ADAMSON BROTHERS &amp; SONS FEEDLOT, INC.</b>					Name of Joint Debtor (Spouse) (Last, First, Middle):				
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>Adamson Bros.</b>					All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):				
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): <b>84-1063616</b>					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):				
Street Address of Debtor (No. and Street, City, and State): <b>34360 COUNTY RD RR LAIRD, CO</b> <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE 80758</div>					Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>				
County of Residence or of the Principal Place of Business: <b>YUMA</b>					County of Residence or of the Principal Place of Business:				
Mailing Address of Debtor (if different from street address): <b>P.O. Box 321 Wray, CO</b> <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE 80758</div>					Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>				
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>									
<b>Type of Debtor</b> (Form of Organization) (Check <b>one</b> 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.)		<b>Nature of Business</b> (Check <b>one</b> 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 <b>Livestock Feedlot and Sales</b>  <b>Tax-Exempt Entity</b> (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).		<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check <b>one</b> 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  <b>Nature of Debts</b> (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 house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.					
<b>Filing Fee</b> (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.					<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <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).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. ----- <b>Check all applicable boxes:</b> <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).				
<b>Statistical/Administrative Information</b>  <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.									<b>THIS SPACE IS FOR COURT USE ONLY</b>
<b>Estimated Number of Creditors</b> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000									
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input 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									
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input 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									

<b>Voluntary Petition</b> (This page must be completed and filed in every case.)		Name of Debtor(s): <b>ADAMSON BROTHERS &amp; SONS FEEDLOT, INC.</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)			
Location Where Filed:		Case Number:	Date Filed:
Location Where Filed:		Case Number:	Date Filed:
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet.)			
Name of Debtor:		Case Number:	Date Filed:
District: <div style="text-align: center;">District of Colorado</div>		Relationship:	Judge:
<div style="text-align: center;"><b>Exhibit A</b></div> (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.)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<div style="text-align: center;"><b>Exhibit B</b></div> (To be completed if debtor is an individual whose debts are primarily consumer debts.)  I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).  <input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b>			
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.			
<b>Exhibit D</b>			
(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.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" 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 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.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (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)).			

B 1 (Official Form) 1 (1/08)		Page 3
<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>ADAMSON BROTHERS &amp; SONS FEEDLOT, INC.</b>
<b>Signatures</b>		
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.          [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.          [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>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 style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only <b>one</b> 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;"><b>Signature of Attorney*</b></p> <p>X <u>/s/ Peter J. Lucas, Esq.</u>          Signature of Attorney for Debtor(s)  <u>Peter J. Lucas</u>          Printed Name of Attorney for Debtor(s)  <u>Appel &amp; Lucas, P.C.</u>          Firm Name  <u>1917 Market St, Suite A</u>          Address <u>Denver, CO 80202</u></p> <p>_____  <u>303-297-9800</u>          Telephone Number  <u>8/26/2009</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;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____          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><i>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.</i></p>	
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Mike Adamson</u>          Signature of Authorized Individual  <u>Mike Adamson</u>          Printed Name of Authorized Individual  <u>Secretary/Manager</u>          Title of Authorized Individual  <u>8/26/2009</u>          Date</p>		

## **RESOLUTION**

The undersigned hereby certifies that at a meeting duly called and held of the managers and directors of ADAMSON BROTHERS & SONS FEEDLOT, INC., the following Resolution was adopted:

The managers and directors of the company are hereby authorized and directed to file a voluntary petition under Chapter 11 of the United States Bankruptcy Code, to hire and engage the law firm of Appel & Lucas, P.C. as bankruptcy counsel and to take such actions in connection with the Chapter 11 case as may be necessary or proper.

Dated: August 25, 2009.

/s/ Mike Adamson  
ADAMSON BROTHERS & SONS FEEDLOT, INC.  
By: Mike Adamson, Secretary/Manager

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF COLORADO**

**IN RE:** )  
 )  
ADAMSON BROTHERS & SONS FEEDLOT, INC. ) CASE NO. 09-\_\_\_\_\_  
 ) CHAPTER: 11  
DEBTOR )

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**LIST OF EQUITY SECURITY HOLDERS  
PURSUANT TO FED.R.BANKR.P. 1007(a)(3)**

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ADAMSON BROTHERS & SONS FEEDLOT, INC., named as the Debtor in this case, for its List of Equity Security Holders, pursuant to Fed.R.Bankr.P. 1007(a)(3), submits as follows:

<u>EQUITY SECURITY HOLDER</u>	<u>PERCENTAGE</u>
Lynn Adamson	25%
Dottie Adamson	25%
Glenn Adamson	25%
Phyllis Adamson	<u>25%</u>
Total	100.00%

Dated this 25<sup>th</sup> day of August, 2009.

/s/ Mike Adamson  
Adamson Brothers & Sons Feedlot, Inc.  
By: Mike Adamson, Secretary/Manager

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF COLORADO**

<b>IN RE:</b>	)	
	)	
ADAMSON BROTHERS & SONS FEEDLOT, INC.	)	CASE NO. 09-_____
	)	CHAPTER: 11
DEBTOR	)	

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**VERIFICATION OF CREDITOR MATRIX**

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I, Mike Adamson, Secretary and Manager of Adamson Brothers & Sons Feedlot, Inc., named as the Debtor in this case hereby verifies that the attached matrix list of creditors is true and correct to the best of my knowledge.

Dated this 25<sup>th</sup> day of August, 2009.

/s/ Mike Adamson  
Adamson Brothers & Sons Feedlot, Inc.  
By: Mike Adamson, Secretary/Manager

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF COLORADO

In Re: ADAMSON BROS & SONS FEEDLOT, INC.  
Debtor.

Case Number: 09-\_\_\_\_\_  
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 and Fed. R. Bankr. P. 1007(m).

CREDITOR NAME	TELEPHONE NO.	NATURE OF CLAIM	CONTINGENT UNLIQUIDATED DISPUTED	CLAIM AMOUNT
Wells Fargo P.O. Box 348750 Sacramento CA 95834	800-225-5935	Credit Card		\$ 70,906.82
Bar H K Farms 20488 Co Rd 28 Wray, CO 80758	970-332-5696	Corn & Cattle		\$ 50,000.00
Frenchman Valley P.O. Box 578 Imperial, NE 69033	308-882-3212	Corn		\$ 10,901.62
Furst-McNess Company 120 E. Clark St Freeport IL 61032		Distillers Grain		\$ 10,000.00
Farm Plan PO Box 5328 Madison, WI 53705-0328	800-356-9033	Parts		\$ 9,343.38
Frenchman Valley COOP P.O. Box 578 Imperial, NE 69033	308-882-3212	Fuel		\$ 7,500.00

Performance Plus 1120 s Front St Sterling, CO 80751	970-522-9052	Liquid Protein		\$ 5,696.15
Brophy Electric 34344 US Highway 385 Wray CO 80758	970-332-5633	Electrician		\$ 5,534.35
Walco P.O. Box 911423 Dallas, TX 75391-1423	806-622-8618	Medicine for cattle		\$ 2,588.35
Y W electric Box Y Akron, CO 80720	970-345-2291	Utilities		\$ 1,998.69
Wray Auto 125 West 3rd Wray, CO 80758	970-332-4865	Parts		\$ 1,556.27
Kunafin P.O. Box 190 Quemado, TX 78877-0190	800-832-1113	Insect control		\$ 1,552.00
Visa-first pioneer national P.O. Box 30131 Tampa, FL 33630 - 3131		Credit Card		\$ 1,377.43
Farm Power & Equipment 37525 Hwy 59 Yuma CO 80759	970-848-5922	Net Wrap		\$ 723.08
CenturyTel P.O. Box 4300 Carol Stream, IL 60197	800-201-4102	Telephone		\$ 694.65
Twiss & Wilson 36611 US Highway 385 Wray CO 80758	970-332-5834	water wells repairs		\$ 536.60
Agland Hwys 34 & 61 Benkelman, NE, 69021	308-423-2452	Tire's		\$ 369.55
Ace Farm & Ranch 700 E 8th Ave Wray, CO 80759	970-848-5552	Parts		\$ 258.83



Culligan 9399 West Higgins Road Rosemont, IL 60018	866-775-0260	water		\$ 201.30
IMI Global Inc 221 Wilcox street , Suite A Castle Rock .CO 80104	866-395-5883	source id		\$ 200.00

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

I, Mike Adamson, Secretary and Manager of Adamson Brothers & Sons Feedlot, Inc., named as the Debtor in this case, declare under penalty of perjury that I have read the foregoing list of creditors holding the 20 largest unsecured claims and that it is true and correct to the best of my information and belief.

Dated this 26th day of August, 2009.

/s/ Mike Adamson  
Adamson Brothers & Sons Feedlot, Inc.  
By: Mike Adamson, Secretary/Manager