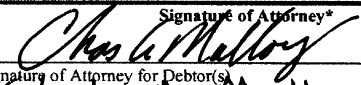
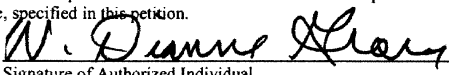


B 1 (Official Form 1) (1/08)

United States Bankruptcy Court		
Name of Debtor (if individual, enter Last, First, Middle): <b>Sayles Place Homes, 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):	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>54-0970837</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>2716 Douglas Place, SE Washington, DC</b>	Street Address of Joint Debtor (No. and Street, City, and State):	
<b>ZIP CODE 20020</b>	<b>ZIP CODE</b>	
County of Residence or of the Principal Place of Business: <b>District of Columbia</b>	County of Residence or of the Principal Place of Business:	
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):	
<b>ZIP CODE</b>	<b>ZIP CODE</b>	
Location of Principal Assets of Business Debtor (if different from street address above):		
<b>ZIP CODE</b>		
<b>Type of Debtor</b> (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.)	<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input checked="" 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 type="checkbox"/> Other  <hr/> <b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input checked="" 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 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  <hr/> <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 household 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 checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.  <hr/> <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.		THIS SPACE IS FOR COURT USE ONLY
<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> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s):	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)			
Location Where Filed: <b>None</b>	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: <b>None</b>	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;"><b>Exhibit A</b></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;"><b>Exhibit B</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 have 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>	
<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>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 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;"><b>Signature of Attorney*</b></p> <p>X                   _____                  Signature of Attorney for Debtor(s)                  Charles A. Malloy                  Printed Name of Attorney for Debtor(s)                  Arnold &amp; Porter LLP                  Firm Name                  555 Twelfth Street, NW                  Address Washington, DC 20004</p> <p>_____ (202) 942-5000; Fax: (202) 942-5999                  Telephone Number                  3/24/2009                  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><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;"><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                   _____                  Signature of Authorized Individual                  Wanda Glover                  Printed Name of Authorized Individual                  President                  Title of Authorized Individual                  3/24/2009                  Date</p>		

Form B4  
11/92

**United States Bankruptcy Court**  
District of District of Columbia

In re Sayles Place Homes, Inc. Case No. \_\_\_\_\_  
Debtor(s) 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 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 present 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; Ref. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Federal Housing Administration 815 Florida Avenue, NW Washington, DC 20001	Anthony Waddell Federal Housing Administration 815 Florida Avenue, NW Washington, DC 20001	Bank Loan		\$137,798.44
Bennett Group 1230 31 <sup>st</sup> Street, NW Washington, DC 20007	Bennett Group 1230 31 <sup>st</sup> Street, NW Washington, DC 20007	Trade Debt		\$84,467.00
Harrison Institute 111 F Street, NW Suite 102 Washington, DC 20001-2075	Michael Diamond 600 New Jersey Avenue N.W. Washington, DC 20001	Trade Debt		\$73,406.75
NorthStar Development & Consulting	NorthStar Development & Consulting	Trade Debt		\$31,956.04

2939 Van Ness Street, NW Suite 1107 Washington, DC 20008	2939 Van Ness Street, NW Suite 1107 Washington, DC 20008			
Laura Hayes 5469 Enberend Terrace Columbia, MD 21045	Laura Hayes 5469 Enberend Terrace Columbia, MD 21045	Trade Debt	Disputed	\$11,245.00
Tolson Electric 5526 Belmont Drive Oxon Hill, MD 20745	Tolson Electric 5526 Belmont Drive Oxon Hill, MD 20745	Trade Debt		\$8,350.00
Kingswell, Inc. 5320 Sunnyside Avenue Beltsville, MD 20705-2329	Kingswell, Inc. 5320 Sunnyside Avenue Beltsville, MD 20705-2329	Trade Debt		\$7,042.96
AJ Ross Service 5406 Riverdale Road Riverdale, MD 20737	AJ Ross Service 5406 Riverdale Road Riverdale, MD 20737	Trade Debt		\$6,775.00
Hope & Associates CPA, LLC P.O. Box 9 Cheltenham, MD 20623	Hope & Associates CPA, LLC P.O. Box 9 Cheltenham, MD 20623	Trade Debt		\$5,600.00
Currie and Associates, LLC 3331 Toledo Terrace Suite 105 Hyattsville, MD 20782	Anthony G. Currie 3331 Toledo Terrace Suite 105 Hyattsville, MD 20782	Trade Debt		\$5,340.00
Raine & Son, Inc. 2925 52 <sup>nd</sup> Avenue Hyattsville, MD 20781	Raine & Son, Inc. 2925 52 <sup>nd</sup> Avenue Hyattsville, MD 20781	Trade Debt		\$5,181.59
T.R. Klein & Company 2809 Boston Street Baltimore, MD 21224	T.R. Klein & Company 2809 Boston Street Baltimore, MD 21224	Trade Debt	Disputed	\$5,000.00
DC Water & Sewer Authority P.O. Box 97200 Washington, DC 20090	DC Water & Sewer Authority P.O. Box 97200 Washington, DC 20090	Utility Bill		\$4,647.39
Hessler & Associates 1313 F Street, NW Third Floor Washington, DC 20004	Hessler & Associates 1313 F Street, NW Third Floor Washington, DC 20004	Trade Debt	Disputed	\$4,330.00
Legend Floors Inc.	Legend Floors Inc.	Trade Debt	Disputed	\$2,470.00
Line Up Contractors Inc. 2001 Peabody Street	Line Up Contractors Inc. 2001 Peabody Street	Trade Debt	Disputed	\$1,975.00

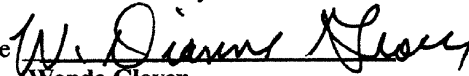
Hyattsville, MD 20782	Hyattsville, MD 20782			
Air Indoor Quality Specialist 3006 Tinker Drive Ft. Washington, MD 20744	Air Indoor Quality Specialist 3006 Tinker Drive Ft. Washington, MD 20744	Trade Debt		\$1,915.00
ServiceMaster of Alex, Wash DC & Ft. Wash 7551 Fordson Road Alexandria, VA 22306	ServiceMaster of Alex, Wash DC & Ft. Wash 7551 Fordson Road Alexandria, VA 22306	Trade Debt		\$1,251.23
Top-Line Contractors, Inc. 2219 Charleston Place Hyattsville, MD 20783	Top-Line Contractors, Inc. 2219 Charleston Place Hyattsville, MD 20783	Trade Debt	Disputed	\$1,225.00
Arnold & Porter LLP 555 Twelfth Street, NW Washington, DC 2004	Blake A. Biles Arnold & Porter LLP 555 Twelfth Street, NW Washington, DC 2004			\$1,039.00

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

I, the President 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: March 24, 2008

Signature



Wanda Glover  
President

*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.*

Official Local Form No. 15

**United States Bankruptcy Court  
for the District of Columbia**

In re **Sayles Place Homes, Inc.**

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

Debtor(s).

**Matrix Cover Sheet**

The attached matrix in the above-referenced case consists of  
5 pages and a total of 37 parties listed.

Date: 3/24/09

Sayles Place Homes, Inc.

Debtor

\_\_\_\_\_  
Joint Debtor

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: March 24, 2009

**Wanda Glover/President**

Name/Title

A & A Communications  
P.O. Box 4699  
Silver Spring, MD 20914-4699

Air  
Indoor Quality Specialist  
3006 Tinker Drive  
Ft. Washington, MD 20744

AJ Ross Service  
5406 Riverdale Road  
Riverdale, MD 20737

AMS Code Consultants  
P.O. Box 762  
Garrisonville, VA 22463-7620

Arnold & Porter LLP  
555 Twelfth Street, NW  
Washington, DC 20004

Bennett Group  
1230 31<sup>st</sup> Street, NW  
Washington, DC 20007

Central Wholesalers, Inc.  
13401 Virginia Manor Road  
Laurel, MD 20707



Currie and Associates, LLC  
3331 Toledo Terrace, Suite 105  
Hyattsville, MD 20782

DC Water and Sewer Authority  
P.O. Box 97200  
Washington, DC 20090

Domin-8 Enterprise Solution  
4660 Duke Drive  
Mason, OH 45040-8462

F&J Maintenance Services  
9345 Guilford Road  
Columbia, MD 21046

Federal Housing Administration  
815 Florida Avenue, NW  
Washington, DC 20001

Gary Green  
3755 Jay Street, NE, #6  
Washington, DC 20019

Harrison Institute for Public Law  
Georgetown University Law Center  
111 F Street, NW, Suite 102  
Washington, DC 20001-2075

Hessler & Associates  
1313 F Street, NW  
Third Floor  
Washington, DC 20004

Home & Garden W/ Eric's Landscape  
221-938 East Swann Creek Road  
Ft. Washington, MD 20744

Home Depot Credit Services  
P.O. Box 6029  
The Lakes, NV 88901-6029

Hope & Associates CPA, LLC  
P.O. Box 9  
Cheltenham, MD 20623

Kingswell, Inc.  
5320 Sunnyside Avenue  
Beltsville, MD 20705-2329

L. Hayes & Associates, Inc.  
5469 Enberend Terrace  
Columbia, MD 21045

Legend Floors Inc.

Line Up Contractors Inc.  
2001 Peabody Street  
Hyattsville, MD 20782

Lowe's  
Lowe's Business Account  
P.O. Box 530970  
Atlanta, GA 30353-0970

MRJ Gilbert & Co.  
812 Jefferson Street, NW  
Washington, DC 20011

NorthStar Development & Consulting  
2939 Van Ness Street, NW  
Suite 1107  
Washington, DC 20008

Pepco  
Customer Service  
701 Ninth Street, NW  
Washington, DC 20068

Pitney Bowes Global Financial Services LLC  
P.O. Box 856460  
Louisville, KY 40285-6460

Raine & Son, Inc.  
2925 52<sup>nd</sup> Avenue  
Hyattsville, MD 20781

ServiceMaster of Alex, Wash DC & Ft. Wash  
7551 Fordson Road  
Alexandria, VA 22306

Spectrum Design  
6502 Walker Mill Road  
Capitol Heights, MD 20743

Staples, Inc.  
Department 51-7880716039  
Staples Credit Plan  
P.O. Box 689020  
Des Moines, IA 50368-9020

Top-Line Contractors, Inc.  
2219 Charleston Place  
Hyattsville, MD 20783

Tolson Electric  
5526 Belmont Drive  
Oxon Hill, MD 20745

T.R. Klein & Company  
2809 Boston Street  
Baltimore, MD 21224

Urban Service Systems Corporation  
212 Van Buren Street, NW  
Washington, DC 20012

Vision Realty Management, LLC  
6325 Woodside Court, Suite 230  
Columbia, MD 21046

Washington Gas  
6801 Industrial Road  
Springfield, VA 22151

B 203  
(12/94)

# United States Bankruptcy Court District of District of Columbia

In re Sayles Place Homes, Inc.  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

## DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

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

For legal services, I have agreed to accept ..... \$ 0.00  
Prior to the filing of this statement I have received ..... \$ 0.00  
Balance Due ..... \$ 0.00

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

Debtor  Other (specify)

3. The source of compensation to be paid to me is:

Debtor  Other (specify)

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

I have agreed to share the above-disclosed compensation with a other 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, statements 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.

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

While Arnold & Porter LLP has agreed to represent the debtor pro-bono, Arnold & Porter LLP will seek reimbursement for costs associated with this representation.

### 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 proceedings.

March 24, 2009

Date



Signature of Attorney

Arnold & Porter LLP

Name of law firm

**United States Bankruptcy Court  
District of District of Columbia**

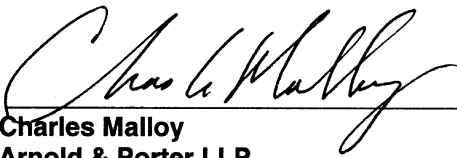
In re **Sayles Place Homes, Inc.**  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter **11**

**CORPORATE OWNERSHIP STATEMENT (RULE 1007(a)(1))**

Pursuant to Federal Rule of Bankruptcy Procedure 1007(a)(1), the undersigned counsel for Sayles Place Homes, Inc., debtor in the above-captioned action, certifies that no entity directly or indirectly owns 10% or more of any class of the corporation's equity interests.

**March 24, 2009**  
Date

  
\_\_\_\_\_  
**Charles Malloy**  
**Arnold & Porter LLP**  
**555 Twelfth Street, NW**  
**Washington, D.C. 20004**  
**(202) 942-5000; Fax (202) 942-5999**

**RESOLUTION OF THE BOARD OF DIRECTORS**  
**OF SAYLES PLACE HOMES, INC.**

A meeting of the Board of Directors of Sayles Place Homes, Inc. (the "Cooperative") having been conducted, it is

RESOLVED that, in judgment of the Board of Directors of the Cooperative, it is desirable and in the best interests of the Cooperative, its creditors, equity security holders and other interested parties that a petition be filed by the Cooperative seeking relief under the provisions of Chapter 11 of title 11, United States Code (the "Bankruptcy Code"); and it is further

RESOLVED that the President of the Cooperative (the "President") is hereby authorized and directed on behalf of the Cooperative to execute and verify a petition in the name of the Cooperative under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the appropriate United States Bankruptcy Court in such form and at such time as the President shall determine; and it is further

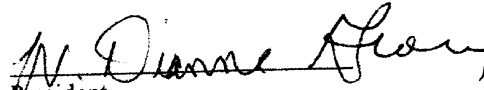
RESOLVED that the President is authorized and directed, in the name of the Cooperative, to seek such orders from the Bankruptcy Court, including but not limited to orders regarding the operations and financing of the businesses of the Cooperative, and to execute and file (or direct others to do so on behalf of the Cooperative as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other papers, and to employ and retain all assistance by legal counsel, accountants, financial advisors or other professionals and to take any and all action which they deem necessary and proper in connection with the Chapter 11 case; and it is further

RESOLVED that the retention of the law firm of Arnold & Porter LLP is approved by the Cooperative and hereby is employed under a general retainer as attorneys for the Cooperative in the Chapter 11 case; and it is further

RESOLVED that all acts lawfully done or actions lawfully taken by the President to seek relief under Chapter 11 of the Bankruptcy Code or in connection with the Chapter 11 case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Cooperative; and it is further

RESOLVED that the President hereby is authorized, in the name and on behalf of the Cooperative, to take or cause to be taken any and all such further actions and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificates and undertakings, and to incur all such fees and expenses as in the President's judgment shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions.

Dated: March 23, 2009

  
President