

United States Bankruptcy Court District of Delaware		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): American Community Newspapers Inc.		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): American Community Newspapers		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 20-2521288		Last four digits of Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 14875 Landmark Boulevard, Suite 1110 Dallas, TX 75254		Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 75254-0000		ZIP CODE
County of Residence or of the Principal Place of Business: Dallas		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):
ZIP CODE		ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above):		
Type of Debtor (Form of Organization) (Check one box.)	Nature of Business (Check one box.)	Chapter of Bankruptcy Code Under Which the Petition is Filed (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.)	<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 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).	<input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 9 <input 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
		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.)		Chapter 11 Debtors
<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.		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 \$2,190,000 <hr/> 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		THIS SPACE IS FOR COURT USE ONLY
<input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" 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.		
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"/> 5001-10,000 <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 checked="" 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 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 Debts		
<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 type="checkbox"/> \$1,000,001 to \$10 million <input checked="" 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		

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): American Community Newspapers Inc.	
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 Attached		Case Number:	Date Filed:
District:	Relationship:	Judge:	
Exhibit A		Exhibit B	
(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.)		(To be completed if debtor is an individual whose debts are primarily consumer debts.)	
<input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.		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).	
		X _____	Date
		Signature of Attorney for Debtor(s)	
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 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.			
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 in 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)).			

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): American Community Newspapers Inc.
---	--

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

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).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
 Signature of Debtor

X _____
 Signature of Joint Debtor

 Telephone Number (If not represented by attorney)

 Date

Signature of a Foreign Representative

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.

(Check only one box.)

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.

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.

X _____
 Signature of Foreign Representative

 Printed Name of Foreign Representative

 Date

X _____
 Signature of Attorney*

 Signature of Attorney for Debtor(s)
William E. Chipman, Jr., Esq.
 Printed Name of Attorney for Debtor(s)

Landis Rath & Cobb LLP
 Firm Name

919 Market Street, Suite 1800
Wilmington, DE 19899
 Address

302-467-4400 Fax:302-467-4450
 Telephone Number

May 27, 2009
 Kenneth A. Rosen, Esq.
 Lowenstein Sandler PC
 65 Livingston Avenue,
 Roseland, NJ 07068
 973-597-2500

*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.

Signature of Non-Attorney Bankruptcy Petition Preparer

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.

 Printed Name and title, if any, of Bankruptcy Petition Preparer

 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.)

 Address

X _____
 Date

Signature of Debtor (Corporation/Partnership)

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.

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

X _____
 Signature of Authorized Individual

David Kosofsky
 Printed Name of Authorized Individual

Chief Financial Officer
 Title of Authorized Individual

May 28 2009

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.

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

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

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.

American Community Newspapers Inc.

List of Affiliated Debtors

<u>Debtor</u>	<u>Case Number</u>
American Community Newspapers LLC	09-11446
Amendment I, Inc.	09-11447
Leesburg Today, Inc.	09-11448
Loudoun Magazine, Inc.	09-11449
Loudoun Business, Inc.	09-11450

EXHIBIT A

Statement Pursuant to Rules 1007(A)(1) and 7007.1 of the Federal Bankruptcy Procedure

American Community Newspaper Inc.

Common Stock Equity Holders

The company has 14,623,445 shares of common stock outstanding. The majority of the shares are held through The Depository Trust Company and, as such, information about the individual holders is not available. Accordingly, the following list only sets forth the ownership of shares of common stock as reported in public filings made with the Securities and Exchange Commission and as recorded on the books of the company's transfer agent, in each case as of the date indicated below. Holders of such shares may have disposed of some or all of the shares subsequent to such dates. Furthermore, pursuant to the Securities Exchange Act of 1934, as amended, and the rules promulgated thereunder, holders may have reported ownership of shares which they had the right to acquire, but did not in fact acquire.

NAME	SHARES	SOURCE
Barry Rubenstein	1,982,764	SEC - 13G (7/12/07)
Brian Taylor	1,012,800	SEC - 13G (7/9/08)
Clinton Group, Inc.	1,000,000	Company's Definitive Proxy Statement (4/8/08)
Wachovia Corporation	1,009,579	Transfer agent's books (4/7/08)
Spire Capital Partners, L.P.	825,633	Transfer agent's books (4/7/08)
Paul J. Solit	482,873	SEC - 13G (9/3/08)
Millenco, L.L.C.	64,000	SEC - 13D (11/7/08)
Richard D. Goldstein	1,651,500	Company's Definitive Proxy Statement (4/8/08)

Bruce M. Greenwald	1,273,500	Company's Definitive Proxy Statement (4/8/08)
Eugene Carr	87,789	Transfer agent's books (4/7/08)
Dennis H. Leibowitz	150,000	Transfer agent's books (4/7/08)
Daniel J. Wilson	61,453	Transfer agent's books (4/7/08)
Peter R. Haje	100,000	Transfer agent's books (4/7/08)
ASH Trust (Attn: Oded Aboodi)	220,000	Transfer agent's books (4/7/08)
Jeffrey Coolman	26,336	Transfer agent's books (4/7/08)
DKA 1999 Trust (Attn: Oded Aboodi)	220,000	Transfer agent's books (4/7/08)
Carl Harnick	75,000	Transfer agent's books (4/7/08)
HMA 1999 Trust (Attn: Oded Aboodi)	220,000	Transfer agent's books (4/7/08)
Gregg Mayer	150,000	Transfer agent's books (4/7/08)
Darren Sardoff	75,000	Transfer agent's books (4/7/08)
Spire Capital Partners Parallel Fund LP	48,157	Transfer agent's books (4/7/08)
Spire Investments LLC	24,735	Transfer agent's books (4/7/08)
Spire ACN Corporation	111,054	Transfer agent's books (4/7/08)

Series A Preferred Stock Equity Holders

The company has 42,193 shares of its Series A Preferred Stock outstanding. As of April 8, 2008, all 42,193 shares of Series A Preferred Stock were held by Alpine Equity Partners LLC, which may have disposed of some or all of the shares subsequent to such date.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

American Community Newspapers Inc.

Debtor.

Chapter 11

Case No. 09-_____ ()

(Joint Administration Requested)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, or disputed, or subject to setoff	Amount of claim (if secured, also state value of security)
Ares Capital Corporation 280 Park Avenue New York, NY 10017	Ares Capital Corporation 280 Park Avenue New York, NY 10017 Attn: Mitchell S. Goldstein (212) 750-7300 (Telephone) (212) 750-1777 (Facsimile)	Credit Agreement		\$39,963,522
Continental Stock Transfer & Trust Company 17 Battery Place New York, New York 10004	Continental Stock Transfer & Trust Company 17 Battery Place New York, New York 10004 Attn: Bruce Jacoby (212) 509-4000			\$5,290.67
Newspaper Association of America 4401 Wilson Boulevard Suite 900 Arlington, VA 22203	Newspaper Association of America 4401 Wilson Boulevard Suite 900 Arlington, VA 22203 (571) 366-1019 (Telephone) (571) 366-1219 (Facsimile)			\$750.00
Thompson Financial 195 Broadway New York, NY 10007	Thompson Financial 195 Broadway New York, NY 10007 (888) 831-2455 (Telephone) (646) 82202220 (Facsimile)			\$7,992.91

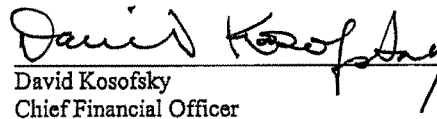
The Debtor reserves its right to dispute the claims on this schedule on any basis.

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

I, **David Kosofsky**, Chief Financial Officer of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing and that it is true and correct to the best of my information and belief.

Date May 28, 2009

Signature


David Kosofsky
Chief Financial Officer

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.

AMERICAN COMMUNITY NEWSPAPERS INC.

CERTIFICATE OF RESOLUTIONS

I, Lorraine Jackson, the Secretary of American Community Newspapers Inc., a Delaware corporation (the "Company"), do hereby certify that (a) I am the duly elected, qualified and acting Secretary of Company, (b) the following resolutions were duly adopted by the Board of Directors of the Company ("Board") on May 27, 2009, in accordance with the requirements of applicable law, and (c) said resolutions have not been amended, modified or rescinded, and are in full force and effect as of the date hereof:

WHEREAS, the Board has reviewed and considered the financial condition of the Company, including the assets of the Company and the current and long-term liabilities of the Company;

WHEREAS, the Board has received, reviewed and considered the recommendations of the senior management of the Company and the Company's legal, financial and other advisors as to the relative risks and benefits of pursuing a bankruptcy proceeding under the provisions of Chapter 11 of Title 11 of the United States Code:

NOW, THEREFORE, IT IS:

RESOLVED that, in the judgment of the Board, it is desirable and in the best interests of the Company and its creditors and other interested parties, that a voluntary petition be filed by the Company under the provisions of Chapter 11 of Title of the United States Code;

RESOLVED FURTHER that Gene Carr, Chief Executive Officer and David Kosofsky, Chief Financial Officer (each, an "Officer" and collectively, the "Officers") of the Company be, and they hereby are, authorized and directed to act on behalf of the Company;

RESOLVED FURTHER that the law firm of Lowenstein Sandler PC be employed as general bankruptcy counsel to the Company to represent and assist the Company in carrying out the Company's duties under Title 11 of the United States Code, and to take any and all actions to advance the Company's rights, including the preparation of pleadings and filings in the Chapter 11 proceeding;

RESOLVED FURTHER that Carl Marks & Co. Inc. be retained as financial advisors to the Company;

RESOLVED FURTHER that Graubard Miller be retained as special corporate counsel to the Company;

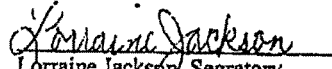
RESOLVED FURTHER that the Officers of the Company be, and they hereby are, authorized and directed to employ any other individual and/or firm as professionals or consultants to the Company as are deemed necessary to represent and assist the Company in carrying out the Company's duties under Title 11 of the United States Code, and in connection therewith, the Officers of the Company are hereby authorized and directed to execute appropriate retention agreements, and to cause to be filed an appropriate application for authority to retain the services of such firms;

RESOLVED FURTHER that the Officers of the Company be, and they hereby are, authorized and empowered for, in the name of, and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such instruments as each, in his or her discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions;

RESOLVED FURTHER that all of the acts and transactions relating to matters contemplated by the foregoing resolutions of management and members of the Board of the Company, in the name and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to the execution of these resolutions, are hereby in all respect confirmed, approved and ratified;

RESOLVED FURTHER that the foregoing powers and authorizations shall continue in full force and effect until revoked in writing by the Board.

IN WITNESS WHEREOF, the undersigned has executed this certificate on May 28, 2009.


Lorraine Jackson, Secretary