

United States Bankruptcy Court
Middle District of Florida

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):
Virgo Investments, 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):All Other Names used by the Joint Debtor in the last 8 years
(include married, maiden, and trade names):**DBA Econo Lodge Leesburg Conference Center; AKA
Econo Lodge Leesburg; FKA Guesthouse Inn; FKA
Shoney's Inn**Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)**59-3214721**

Street Address of Debtor (No. and Street, City, and State):

**1308 N. 14th Street
Leesburg, FL**ZIP Code
34748

ZIP Code

County of Residence or of the Principal Place of Business:
Lake

County of Residence or of the Principal Place of Business:

Mailing Address of Debtor (if different from street address):

ZIP Code

ZIP Code

Location of Principal Assets of Business Debtor
(if different from street address above):
**1308 N. 14th Street
Leesburg, FL 34748****Type of Debtor**
(Form of Organization)
(Check one box)

Individual (includes Joint Debtors)
See Exhibit D on page 2 of this form.

Corporation (includes LLC and LLP)

Partnership

Other (If debtor is not one of the above entities, check this box and state type of entity below.)

Nature of Business
(Check one box)

Health Care Business

Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)

Railroad

Stockbroker

Commodity Broker

Clearing Bank

Other

**Chapter of Bankruptcy Code Under Which
the Petition is Filed** (Check one box)

Chapter 7

Chapter 9

Chapter 11

Chapter 12

Chapter 13

Chapter 15 Petition for Recognition of a Foreign Main Proceeding

Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Tax-Exempt Entity
(Check box, if applicable)

Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).

Nature of Debts
(Check one box)

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."

 Debts are primarily business debts.**Filing Fee** (Check one box)

Full Filing Fee attached

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.

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:

Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).

Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).

Check if:

Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 *(amount subject to adjustment on 4/01/13 and every three years thereafter)*.

Check all applicable boxes:

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).

Statistical/Administrative Information

Debtor estimates that funds will be available for distribution to unsecured creditors.

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 type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>								
1- 49	50- 99	100- 199	200- 999	1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	OVER 100,000	

Estimated Assets

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

Estimated Liabilities

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

THIS SPACE IS FOR COURT USE ONLY

B1 (Official Form 1)(4/10)

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):
Virgo Investments, 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:
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Location Where Filed:	Case Number:	Date Filed:
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Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
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District:	Relationship:	Judge:
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Exhibit A

(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.)

Exhibit A is attached and made a part of this petition.

Exhibit B

(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 delivered to the debtor the notice required by 11 U.S.C. §342(b).

X

Signature of Attorney for Debtor(s)

(Date)

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?

Yes, and Exhibit C is attached and made a part of this petition.

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.)
If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

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)

- 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.
- There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- 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)

- 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)

- 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
- 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.
- Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

B1 (Official Form 1)(4/10)

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):
Virgo Investments, 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 Attorney***X**

Signature of Attorney for Debtor(s)

Lawrence M. Kosto, Esquire 0765325

Printed Name of Attorney for Debtor(s)

Kosto & Rotella, P.A.

Firm Name

c/o Lawrence M. Kosto, Esquire
619 E. Washington Street
Orlando, FL 32802

Address

Email: Ikosto@kostoandrotella.com

407-425-3456 Fax: 407-423-9002

Telephone Number

June 7, 2010

Date

*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 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

William E. Flynn

Printed Name of Authorized Individual

President

Title of Authorized Individual

June 7, 2010

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

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 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.

United States Bankruptcy Court
Middle District of FloridaIn re Virgo Investments, Inc.

Debtor(s)

Case No.
Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <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>
Ardith Lock Estate 400 Webber Road Spartanburg, SC 29307	Ardith Lock Estate 400 Webber Road Spartanburg, SC 29307	Unrecorded 1st Mtg and Accrued Interest payable 5/31/10		84,476.92
Claudia Jill Allen Exempt Trust attn Janis M McFall as Trust 36 Charlou Circle Englewood, CO 80111	Claudia Jill Allen Exempt Trust attn Janis M McFall as Trust Englewood, CO 80111	Unrecorded 1st Mtg and Accrued Interest payable 5/31/10		736,196.77
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	Unrecorded 1st Mtg and Accrued Interest payable		1,892,835.10
William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	Stock Subscription of Related Accrued Interest 10% Interest Noe Convertible in Stock		33,753.45
Premium Financing Specialist Corp P.O. Box 15089 Worcester, MA 01615	Premium Financing Specialist Corp P.O. Box 15089 Worcester, MA 01615	Monthly Payment Ins Premium Financing Note Balance		18,761.09
John C. Grubb Estate 326 Valera Court Winter Park, FL 32789	John C. Grubb Estate 326 Valera Court Winter Park, FL 32789	Unrecorded 1st Mtg and Accrued Interest		15,952.11
Guesthouse International LLC Bomerang Hotels 130 Maple Drive N. Leesburg, FL 34748	Guesthouse International LLC Bomerang Hotels 130 Maple Drive N. Leesburg, FL 34748	Franchise Fees thru 12/31/08		15,894.89
Home Depot Credit Serv P.O. Box 6029 The Lakes, NV 88901	Home Depot Credit Serv P.O. Box 6029 The Lakes, NV 88901			15,200.52

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
 (Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Claudia Jill Allen Exempt Trust attn Janis McFall as Trustee 36 Charlou Circle Englewood, CO 80111	Claudia Jill Allen Exempt Trust attn Janis McFall as Trustee 36 Charlou Circle Englewood, CO 80111	10/27/06 5 year interest only Promissory Note		14,270.89
Janis M McFall Exempt Trust attn Janis McFall as Trustee 36 Charlou Circle Englewood, CO 80111	Janis M McFall Exempt Trust attn Janis McFall as Trustee 36 Charlou Circle Englewood, CO 801	10/27/06 5 year interest only Promissory Note		14,270.89
Guesthouse Int's Franchise 130 Maple Drive N. Leesburg, FL 34748	Guesthouse Int's Franchise 130 Maple Drive N. Leesburg, FL 34748	Prior Year Franchise Fees		11,809.00
Curtis Meeks Trust Trust attn Janis M McFall Trustee 36 Charlou Circle Englewood, CO 80111	Curtis Meeks Trust Trust attn Janis M McFall Trustee Englewood, CO 80111	Stock Subscription and Related Accrued Interest Curtis Meeks Exempt Trust 10% Interest Note Convertible in Stock		105,967.46
Internal Revenue Service Dept of Treasury Philadelphia, PA 19114	Internal Revenue Service Dept of Treasury Philadelphia, PA 19114	Payroll Taxes Soc Sec Medicare Withholding 59-3214721 3rd Quarter 2009 4555.56 4th Quarter 209 11448.18 1st Quarter 2010 10073.47 2nd Quarter 201		36,489.92
Janis M. McFall Exempt Trust attn Janis M. McFall Trustee 36 Charlou Circle Englewood, CO 80111	Janis M. McFall Exempt Trust attn Janis M. McFall Trustee Englewood, CO 80111	Unrecorded 1st Mtg and Accrued Interest payable 5/31/10		736,196.77
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778	Lake County Tax Collector P.O. Box 327 Tavares, FL 32778	2007 Real Estate Taxes		39,451.30
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778	Lake County Tax Collector P.O. Box 327 Tavares, FL 32778	2009 Real Estate Taxes		38,524.57
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778	Lake County Tax Collector P.O. Box 327 Tavares, FL 32778	2008 Real Estate Taxes		34,891.25
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778	Lake County Tax Collector P.O. Box 327 Tavares, FL 32778	2006 Real Estate Taxes		53,511.53

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

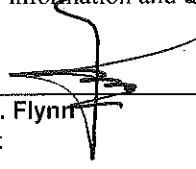
(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Pauline Davies 5011 Greenbriar Trail Mount Dora, FL 32757	Pauline Davies 5011 Greenbriar Trail Mount Dora, FL 32757	2006 Ms Pauline Davis 6/6/06 5 Year Interest Only Promissory Note		112,499.95
Suzanne Warren Flynn 1013 Lake Louisa Road Clermont, FL 34711	Suzanne Warren Flynn 1013 Lake Louisa Road Clermont, FL 34711	Unrecorded 1st Mtg and Accrued Interest payable 5/31/10		54,511.37

**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 June 7, 2010

Signature


William E. Flynn
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.

In re Virgo Investments, Inc.

Case No. _____

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
Location: 1308 N. 14th Street, Leesburg FL 34748 See Exhibit A for legal description	Equitable interest	-	1,200,000.00	0.00

Sub-Total > **1,200,000.00** (Total of this page)
Total > **1,200,000.00**

0 continuation sheets attached to the Schedule of Real Property

(Report also on Summary of Schedules)

EXHIBIT "A"

Begin at a point on the North boundary of Griffin Road that is 233 feet East and 30 feet North of the SW corner of Section 14, Township 19 South, Range 24 East, Lake County, Florida, run thence North $00^{\circ}17'$ East parallel to the West line of said Section 203 feet; thence North $89^{\circ}40'10"$ West parallel to the South line of said Section 183 feet, more or less, to the new right of way of State Road 441; thence North $00^{\circ}17'$ East along said right of way 187 feet; thence South $89^{\circ}40'10"$ East 387 feet; thence South $00^{\circ}17'$ West 293 feet, more or less, to the North right of way line of Griffin Road; thence Southwesterly along said right of way line to the Point of Beginning. SUBJECT to an easement for driveway purposes over the following: Begin at a point 50 feet East and 233 feet North of the Southwest corner of said Section on the East right of way of State Road 441 and run thence North $00^{\circ}17'$ East along said right of way 28.33 feet; thence Southeasterly 43.51 feet to a point 33 feet South $89^{\circ}40'10"$ East from the beginning; thence North $89^{\circ}40'10"$ West 33 feet to the Point of Beginning. ALSO: The North 210 feet of the South 630 feet of the East 120 feet of the West 420 feet of the SW 1/4 of the SW 1/4 of Section 14, Township 19 South, Range 24 East, in Lake County, Florida. AND ALSO: The East 20 feet of the West 440 feet of the North 240 feet of the S 1/2 of the SW 1/4 of the SW 1/4 of Section 14, Township 19 South, Range 24 East, in the City of Leesburg, Florida. LESS AND EXCEPT therefrom that part lying within the following described tract: From the SW corner of said Section 14, run South $89^{\circ}40'10"$ East along the South line of the said Section 14 a distance of 437 feet; thence run North $00^{\circ}17'$ East 377 feet for a Point of Beginning; from said Point of Beginning run thence North $00^{\circ}17'$ East 60 feet; thence run South $89^{\circ}40'10"$ East 50 feet, thence run South $00^{\circ}17'$ West 60 feet; thence run North $89^{\circ}40'10"$ West 50 feet to the Point of Beginning, all of the above lying and being in Lake County, Florida.

ALSO DESCRIBED AS:

Commence at the SW corner of Section 14, Township 19 South, Range 24 East, in Lake County Florida and run S $89^{\circ}40'10"$ East along the South line of the SW 1/4 of said Section 14 a distance of 233.00 feet; thence N $00^{\circ}17'00"$ East, parallel with the West line of SW 1/4 of said Section 14 a distance of 30.00 feet to the North right-of-way of Griffin Road and the Point of Beginning of this description; from said P.O.B. continue N $00^{\circ}17'00"$ East, parallel with the West line of the SW 1/4 of said Section 14 a distance of 203.00 feet; thence N $89^{\circ}40'10"$ West, parallel with the South line of the SW 1/4 of said Section 14 a distance of 180.00 feet to the Easterly right-of-way of State Road 441; thence N $01^{\circ}51'34"$ West, along the Easterly right-of-way of State Road 441 a distance of 67.11 feet; thence N $00^{\circ}37'17"$ East, along said Easterly right-of-way 87.77 feet to the beginning of a curve concave Westerly and

having a radius of 1960.08 feet; thence along said curve through a central angle of $00^{\circ}56'27''$ an arc length of 32.19 feet to the North line of the South 420.00 feet of the SW 1/4 of the SW 1/4 of said Section 14, thence $S89^{\circ}40'10''$ East, parallel with the South line of the SW 1/4 of said Section 14 a distance of 249.00 feet to the West line of the East 120.00 feet of the West 420.00 feet of the SW 1/4 of the SW 1/4; thence $N00^{\circ}17'00''$ East, parallel with the West line of the SW 1/4 of said Section 14 a distance of 210.00 feet to the North line of the North 210.00 feet of the South 630.00 feet of the SW 1/4 of the SW 1/4; thence $S89^{\circ}40'10''$ East, parallel with the South line of the SW 1/4 of said Section 14 a distance of 120.00 feet to the West line of the East 20.00 feet of the West 440.00 feet of the SW 1/4 of the SW 1/4; thence $N00^{\circ}17'00''$ East, along the West line of the East 20.00 feet of the West 440.00 feet of the SW 1/4 of the SW 1/4 a distance of 30.00 feet to the North line of the East 20.00 feet of the North 240.00 feet of the South 1/2 of the SW 1/4; thence $S89^{\circ}40'10''$ East, parallel with the South line of the SW 1/4 a distance of 20.00 feet to the East line of the West 440.00 feet of the North 240.00 feet of the South 1/2 of the SW 1/4 of the SW 1/4; thence $S00^{\circ}17'00''$ West, parallel with the West line of the SW 1/4 a distance of 223.00 feet; thence $N89^{\circ}40'10''$ West, parallel with the South line of the SW 1/4 a distance of 3.00 feet to the East line of the West 437.00 feet of the SW 1/4 of said Section 14; thence $S00^{\circ}17'00''$ West, parallel with the West line of the SW 1/4 a distance of 292.84 feet to the Northerly right-of-way of Griffin Road; said point being on a curve concaved Southerly and having a radial bearing of $N23^{\circ}54'45''$ West and a radius of 254.18 feet; thence Southwesterly along said curve and Northerly right-of-way through a central angle of $17^{\circ}56'51''$, an arc length of 79.62 feet to the end of said curve and the beginning of a curve concaved Northerly and having a radius of 204.18 feet; thence along said curve and Northerly right-of-way through a central angle of $42^{\circ}25'20''$ an arc length of 151.18 feet to the Point of Beginning.

Subject to an easement for driveway purposes over the following: Begin at a point 50.00 feet East and 233.00 feet North of the SW corner of said Section 14 on the East right-of-way of State Road 441 and run thence $N01^{\circ}51'34''$ West, along said East right-of-way 28.33 feet; thence Southeasterly 44.31 feet to a point 33.00 feet, $S89^{\circ}40'10''$ East, from the Point of Beginning; thence $N89^{\circ}40'10''$ West, 33.00 feet to the Point of Beginning.

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, 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). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL		UNSECURED PORTION, IF ANY
				CONTINGENT	UNLIQUIDATED DISPUTED	
Account No.			Final Judgment fixing attorney fees and costs dated April 7, 2008			
Smallwood Sign Company, Inc. 706 Burleigh Blvd. P.O. Box 1082 Tavares, FL 32778	-		Value \$ 3,282.50		3,282.50	0.00
Account No.			Final Judgment after default dated February 21, 2008			
Smallwood Sign Company, Inc. 706 Burleigh Blvd. P.O. Box 1082 Tavares, FL 32778	-		Value \$ 8,822.57		8,822.57	0.00
Account No.			Value \$			
Account No.			Value \$			
0 continuation sheets attached			Subtotal (Total of this page)		12,105.07	0.00
			Total (Report on Summary of Schedules)		12,105.07	0.00

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets) **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

 Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

 Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

 Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

 Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

 Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

 Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

 Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

 Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODE DEBTOR H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM				AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	AMOUNT ENTITLED TO PRIORITY
			CONTINGENT	UNLIQUIDATED	DISPUTED			
Account No. 1162		Lake County Tourist Tax				0.00		
Bob McKee Lake County Lake County Tourist Develop P.O. Box 327 Tavares, FL 32778	-					1,725.00	1,725.00	
Account No.		Sales Tax				0.00		
Florida Department of Revenue Leesburg Revenue Ctr 1415 S. 14th St. Ste 130 Leesburg, FL 34748	-					3,350.00	3,350.00	
Account No. xx-xx-xxxx04-39		Unemployment Tax				0.00		
Florida Dept of Revenue P.O. Box 5250 Tallahassee, FL 32314	-					1,592.94	1,592.94	
Account No.		Payroll Taxes Soc Sec Medicare Withholding 59-3214721 3rd Quarter 2009 4555.56 4th Quarter 209 11448.18 1st Quarter 2010 10073.47 2nd Quarter 2010 10066.38 2nd Quarter Unemployment 346.33				36,489.92	36,489.92	0.00
Internal Revenue Service Dept of Treasury Philadelphia, PA 19114	-							
Account No. xxxxxxxxxxxx-xxx-x2701		2006 Real Estate Taxes				0.00		
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778	-					53,511.53	53,511.53	
Sheet <u>1</u> of <u>3</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Priority Claims			Subtotal (Total of this page)			36,489.92	96,669.39	60,179.47

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**
TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B B T O R H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	TYPE OF PRIORITY				
				C O N T I N G E N T	U N L I Q U I D A T E D	P I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Account No. xxxxxxxxxxxx-xxx-x2000			2006 Real Estate Taxes				0.00	
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778		-					33,279.01	33,279.01
Account No. xxxxxxxxxxxx-xxx-x2701			2007 Real Estate Taxes				0.00	
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778		-					39,451.30	39,451.30
Account No. xxxxxxxxxxxx-xxx-x2000			2007 Real Estate Taxes				0.00	
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778		-					19,805.33	19,805.33
Account No. xxxxxxxxxxxx-xxx-x2701			2008 Real Estate Taxes				0.00	
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778		-					34,891.25	34,891.25
Account No. xxxxxxxxxxxx-xxx-x2000			2008 Real Estate Taxes				0.00	
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778		-					17,207.39	17,207.39

Sheet 2 of 3 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Total of this page) **144,634.28** **144,634.28**

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units****TYPE OF PRIORITY**

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	TYPE OF PRIORITY				AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	AMOUNT ENTITLED TO PRIORITY
				C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM		
Account No. XXXXXXXXXX-XXX-x2701			2009 Real Estate Taxes					0.00	
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778		-						38,524.57	38,524.57
Account No. XXXXXXXXXX-XXX-x2000			2009 Real Estate Taxes					0.00	
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778		-						19,012.57	19,012.57
Account No. XXXXXXXXXXXXXX-XXX-x7253			2009 tangible Tax					0.00	
Lake County Tax Collector P.O. Box 327 Tavares, FL 32778		-						2,925.20	2,925.20
Account No.									
Account No.									
Sheet <u>3</u> of <u>3</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Priority Claims							Subtotal (Total of this page)	<u>0.00</u>	
								<u>60,462.34</u>	<u>60,462.34</u>
							Total (Report on Summary of Schedules)	<u>36,489.92</u>	
								<u>301,766.01</u>	<u>265,276.09</u>

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOUR	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
				C	U	D	
Account No.			Unrecorded 1st Mtg and Accrued Interest payable 5/31/10				
Ardith Lock Estate 400 Webber Road Spartanburg, SC 29307		-					84,476.92
Account No.			Attorneys Fees thru 9/09				
Campions & Hackney PA 2750 Dora Avenue Tavares, FL 32778		-					6,537.80
Account No. xxxxx2335			Monthly Long Dist Charges				
Century Link P.O. Box 219008 Kansas City, MO 64121		-					Unknown
Account No. xxxxx2335			Monthly Local Charge and Internet				
Century Link P.O. Box 96064 Charlotte, NC 28296		-					Unknown
Subtotal (Total of this page)							91,014.72

11 continuation sheets attached

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B E T O R H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. xxxxx/xLB 32			March 30 -2010 - May 19, 2010 Franchise Fees PMS System Report Inv Fr 690516 \$2923.31 Inv FR 698843\$4228.71 Estimatey May Franchise Fees \$2906.56 Travel Agent Commissions \$951.27				
Choice Hotels International P.O. Box 99992 Chicago, IL 60696	X -						11,009.85
Account No. xxxxxx-xx0730			3/9 - 4/7/10 Utility Bills				
City of Leesburg P.O. Box 491286 Leesburg, FL 34749	-						2,704.09
Account No. xxxxxx-xx0750			3/9 - 4/7/10 Utility Bill				
City of Leesburg P.O. Box 491286 Leesburg, FL 34749	-						4,495.47
Account No. xxxxxx-xx0770			3/9 - 4/7/10 Utility Bill				
City of Leesburg P.O. Box 491286 Leesburg, FL 34749	-						1,690.11
Account No. xxxxxx-xx0790			3/9 - 4/7/10 Utility Bill				
City of Leesburg P.O. Box 491286 Leesburg, FL 34749	-						1,118.86
Sheet no. <u>1</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)			21,018.38

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
Account No.			Return Check Fee				
City of Leesburg P.O. Box 491286 Leesburg, FL 34749	-						25.00
Account No. xxxxxx-xx0730			4/7 - 5/6/10 Utility Bill				
City of Leesburg P.O. Box 491286 Leesburg, FL 34749	-						2,656.75
Account No. xxxxxx-xx0750			4/7 - 5/6/10 Utility Bill				
City of Leesburg P.O. Box 491286 Leesburg, FL 34749	-						5,419.83
Account No. xxxxxx-xx0770			4/7 - 5/6/10 Utility Bill				
City of Leesburg P.O. Box 491286 Leesburg, FL 34749	-						956.73
Account No. xxxxxx-xx0790			4/7 - 5/6/10 Utility Bill				
City of Leesburg P.O. Box 491286 Leesburg, FL 34749	-						1,155.97

Sheet no. 2 of 11 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority ClaimsSubtotal
(Total of this page) **10,214.28**

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B E T O R H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CO N T I N G E N T	U N L I Q U I D A T E D	DIS P U T E D	AMOUNT OF CLAIM
Account No.		Unrecorded 1st Mtg and Accrued Interest payable 5/31/10				736,196.77
Claudia Jill Allen Exempt Trust attn Janis M McFall as Trust 36 Charlou Circle Englewood, CO 80111	-	10/27/06 - 5 Year Interest Only Promissory Note				14,270.89
Account No.		Monthly Cable Services March 21, 2010 - May 21, 2010				5,174.80
Comcast P.O. Box 105257 Atlanta, GA 30348	-	Unrecorded 1st Mtg and Accrued Interest payable 5/31/10				854,524.54
Account No.		2006 Crooked Lake Ptn 10% Int 6/6/06 5 Year Int Only Promissory Note				112,499.95
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-					
Account No.						
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-					

Sheet no. 3 of 11 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority ClaimsSubtotal
(Total of this page) **1,722,666.95**

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
							Account No.
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2006 Crooked Lake Ptn 10% Int 10/25/06 5 Year Int Only Promissory Note				28,125.10
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2007 Crooked Lake Ptn 10% Int 1/17/07 5 Year Int Only Promissory Note				28,125.10
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2007 Crooked Lake Ptn 10% Int 10/11/07 5 Year Int Only Promissory Note				28,125.10
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2007 Crooked Lake Ptn 10% Int 12/5/07 5 Year Int Only Promissory Note				28,125.10
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2008 Crooked Lake Ptn 10% Int 1/7/08 5 Year Int Only Promissory Note				56,250.20
Sheet no. <u>4</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)			168,750.60

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B E T O R H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CON TIN GENT	UN LI QU IDA TE D	DIS P U TE D	AMOUNT OF CLAIM
Account No.						
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-	2008 Crooked Lake Ptn 10% Int 3/20/08 5 Year Int Only Promissory Note				50,625.00
Account No.						
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-	2008 Crooked Lake Ptn 10% Int 3/28/08 5 Year Int Only Promissory Note				61,874.95
Account No.						
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-	2008 Crooked Lake Ptn 10% Int 7/21/08 5 Year Int Only Promissory Note				168,750.00
Account No.						
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-	2008 Crooked Lake Ptn 10% Int 10/14/08 5 Year Int Only Promissory Note				168,750.00
Account No.						
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-	2009 Crooked Lake Ptn 10% Int 1/20/09 5 Year Int Only Promissory Note				28,125.10
Sheet no. <u>5</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal (Total of this page)			478,125.05

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
							Account No.
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2009 Crooked Lake Ptn 10% Int 2/11/09 5 Year Int Only Promissory Note				28,125.10
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2009 Crooked Lake Ptn 10% Int 5/13/09 5 Year Int Only Promissory Note				193,362.97
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2009 Crooked Lake Ptn 10% Int 8/21/09 5 Year Int Only Promissory Note				16,250.00
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2009 Crooked Lake Ptn 10% Int 9/5/09 5 Year Int Only Promissory Note				5,375.03
Crooked Lake Ltd William H. Davies, GP 5011 Greenbriar Trail Mount Dora, FL 32757	-		2009 Crooked Lake Ptn 10% Int 12/13/09 5 Year Int Only Promissory Note				36,602.19

Sheet no. 6 of 11 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority ClaimsSubtotal
(Total of this page) **279,715.29**

In re Virgo Investments, Inc.

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONT INU ING ENT	UN LI QU IDA TE D	DIS PUT ED	AMOUNT OF CLAIM
Account No.						
Curtis Meeks Trust Trust attn Janis M McFall Trustee 36 Charlou Circle Englewood, CO 80111	-	Stock Subscription and Related Accrued Interest Curtis Meeks Exempt Trust 10% Interest Note Convertible in Stock				105,967.46
Account No.						
Don Loving 1778 SW Congo Street Port Saint Lucie, FL 34953	-	Stock Subscription and Related Accrued Interest 10% Interest Note Convertible in Stock				6,664.38
Account No. GOLEEB		Note payable Non Int Signage				
Guesthouse Int's Franchise 130 Maple Drive N Leesburg, FL 34748	-					6,495.10
Account No. Guesthouse Int Leesburg		Prior Year Franchise Fees				
Guesthouse Int's Franchise 130 Maple Drive N Leesburg, FL 34748	-					11,809.00
Account No. Guesthouse Int Leesburg		Franchise Fees thru 12/31/08				
Guesthouse International LLC Boomerang Hotels 130 Maple Drive N. Leesburg, FL 34748	-					15,894.89
Sheet no. <u>7</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal (Total of this page)			146,830.83

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
Account No. xxx2747			Mar 10 - May 28, 2010 Hotel Operating Supplies Linen, etc.				2,600.92
HD Supply Facilities Main P.O. Box 509058 San Diego, CA 92150	-						
Account No.							
Home Depot Credit Serv P.O. Box 6029 The Lakes, NV 88901	-						15,200.52
Account No.			Unrecorded 1st Mtg and Accrued Interest payable 5/31/10				
Janis M. McFall Exempt Trust attn Janis M. McFall Trustee 36 Charlou Circle Englewood, CO 80111	-						736,196.77
Account No.			10/27/06 - 5 Year Interest Only Promissory Note				
Janis M. McFall Exempt Trust attn Janis M McFall Trustee 36 Charlou Circle Englewood, CO 80111	-						14,270.89
Account No.			Unrecorded 1st Mtg and Accrued Interest payable 5/31/10				
John C. Grubb Estate 326 Valera Court Winter Park, FL 32789	-						15,952.11
Sheet no. 8 of 11 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal (Total of this page)			784,221.21

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B E T O R H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CON T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.		May 13, 2010 Short Term Advance American Express Card				
Laurie Flynn 820 Apple Court Marco Island, FL 34145	-					10,000.00
Account No.		Stock Subscription and Related Accrued Interest 10% Interest Note Convertible in Stock				
Laurie Flynn 820 Apple Court Marco Island, FL 34145	-					6,709.59
Account No.		Stock Subscription and Related Accrued Interest 10% Interest Note Convertible in Stock				
Marie Orlando-Willis 6743 31st Avenue North Saint Petersburg, FL 33710	-					6,395.20
Account No. 198095		3/23/10 Modular Batteries				
Onity 2232 Northmont Parkway Duluth, GA 30096	-					640.75
Account No. 197390		3/16/10 Electronic Lock Parts				
Onity 2232 Northmont Parkway Duluth, GA 30096	-					246.55

Sheet no. 9 of 11 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority ClaimsSubtotal
(Total of this page) **23,992.09**

In re Virgo Investments, Inc.

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B E T O R H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
						112,499.95
Pauline Davies 5011 Greenbriar Trail Mount Dora, FL 32757	-	2006 Ms Pauline Davis 6/6/06 5 Year Interest Only Promissory Note				
Account No. xxx x5391 Premium Financing Specialist Corp P.O. Box 15089 Worcester, MA 01615	-	Monthly Payment Ins Premium Financing Note Balance				18,761.09
Account No. xxxxxx1210 SunTrust P.O. Box 79079 Baltimore, MD 21279	-	Commercial Loan monthly payment				432.55
Suzanne Warren Flynn 1013 Lake Louisa Road Clermont, FL 34711	-	Unrecorded 1st Mtg and Accrued Interest payable 5/31/10				54,511.37
Account No. Travel Media 2211 Fruitville Road Sarasota, FL 34237	-	Coupon Advertising 2009				2,745.00

Sheet no. 10 of 11 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority ClaimsSubtotal
(Total of this page) 188,949.96

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONT IN G E N T	UN LI QU I D A T E D	DIS P U TE D	AMOUNT OF CLAIM
Account No. xx1919		Uniforms Logo mats and Name Tags				643.00
Western Printing 701 Enterprise St N P.O. Box 1555 Aberdeen, SD 57401	-					
Account No.		2010 William and Pauline Davis 3/10/10 - 5 Year Interest Only Promissory Note				0.00
William H and Pualine Davis 5011 Greenbriar Trail Mount Dora, FL 32757	-					
Account No.		Stock Subscription and Related Accrued Interest 10% Interest Note Convertible in Stock				33,753.45
William H. Davies 5011 Greenbriar Trail Mount Dora, FL 32757	-					
Account No.						
Account No.						
Account No.						
Sheet no. 11 of 11 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal (Total of this page)			34,396.45
			Total (Report on Summary of Schedules)			3,949,895.81

In re **Virgo Investments, Inc.**

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, 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).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code,
of Other Parties to Lease or Contract

Description of Contract or Lease and Nature of Debtor's Interest.
State whether lease is for nonresidential real property.
State contract number of any government contract.

Choice Hotels International
P.O. Box 99992
Chicago, IL 60696

Franchise Agreement

Comcast
P.O. Box 105257
Atlanta, GA 30348

Cable TV Agreement

Five Point Capital
10525 Vista Sorrento Parkway
3rd Floor
San Diego, CA 92121

Lease on 40 Room Air Conditioning Units

In re Virgo Investments, Inc.

Case No. _____

Debtor

SCHEUDLE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, 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).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
William E. Flynn 10113 Lake Louisa Road Clermont, FL 34711	Choice Hotels International P.O. Box 99992 Chicago, IL 60696

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continuation sheets attached to Schedule of Codebtors