

B1 (Official Form 1)(12/11)

<b>United States Bankruptcy Court Middle District of Florida</b>		<b>Voluntary Petition</b>
Name of Debtor (if individual, enter Last, First, Middle): <b>Racetrack Development, LLC</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>20-3379497</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>2025 Laguna Way Naples, FL</b> <div style="text-align: right; font-size: small;">ZIP Code <b>34109</b></div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div>
County of Residence or of the Principal Place of Business: <b>Collier</b>		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above): <b>10811 Furlong St, 10821 Furlong St, 28011 Performance Ln, 28021 Performance Ln, 28031 Performance Ln, 28010-820 Performac Bonita Springs, FL 34135</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 type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	<b>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
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:	<b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>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> 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 \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). 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).
<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 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		
<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 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		

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): <b>Racetrack Development, LLC</b>	
<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:
<b>Exhibit A</b>		<b>Exhibit B</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 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).	
		<b>X</b> _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____			
(Name of landlord that obtained judgment)			
_____			
(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included 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)).			

B1 (Official Form 1)(12/11)

**Voluntary Petition**

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

Name of Debtor(s):  
**Racetrack Development, LLC**

**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.


\_\_\_\_\_  
Signature of Debtor

\_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of Attorney\***

  
Signature of Attorney for Debtor(s)

**Bradley S. Shraiberg 121622**  
Printed Name of Attorney for Debtor(s)

**Shraiberg, Ferrara, & Landau P.A.**  
Firm Name  
**2385 NW Executive Center Dr  
Suite 300  
Boca Raton, FL 33431**

\_\_\_\_\_  
Address

Email: [bshraiberg@sfl-pa.com](mailto:bshraiberg@sfl-pa.com)

**561 443 0800 Fax: 561 998 0047**  
Telephone Number

**April 11, 2012**  
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.

\_\_\_\_\_  
~~Signature of Authorized Individual~~

**David J. Mola**  
Printed Name of Authorized Individual

**Manager**  
Title of Authorized Individual

**April 11, 2012**  
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.

\_\_\_\_\_  
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

\_\_\_\_\_  
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.*

**COMPANY RESOLUTION**

We, the Board of Directors (the "Board") of **Racetrack Development, LLC** (the "Company"), a corporation organized under the laws of the State of Florida, do hereby certify that a special meeting of the Board of Directors of the Company duly called and held at 2025 Laguna Way, Naples, FL 34109 on the 4<sup>th</sup> day of April, 2012, at which a quorum was present and acting throughout, the following resolutions, none of which have been rescinded or amended or duly moved, were seconded and adopted, and all of which are in full force and effect.

1) **RESOLVED:** That, in the judgment of the Board, it is desirable and for the best interests of the Company, its creditors, shareholders and other interested parties, that the Company file for voluntary relief under Chapter 11 of the Bankruptcy Code (the "**Bankruptcy**") and it is further

2) **RESOLVED:** That, the Manager, David J. Mola ("**Mola**") is hereby designated as the responsible party to act on behalf of the Company, and **Mola** shall be authorized to execute and file all petitions, schedules, lists and other papers and to take any and all action which he deems necessary or proper in connection with the Bankruptcy; and it is further

3) **RESOLVED:** That, the Company is authorized to employ the law offices of **SHRAIBERG, FERRARA & LANDAU, P.A.** ("**SFL**") as its attorneys in connection with the Bankruptcy under such terms and conditions as it, in its sole discretion, deems appropriate until further direction of the Board; *provided, however*, that the Company is authorized to pay **SFL** a fee retainer for payment of attorneys' fees and reimbursement of expenses in connection with services to be rendered in the Bankruptcy, and it is further

4) **RESOLVED:** That, the Company, subject to authorization of the Court, is authorized to employ such other professional persons in the Bankruptcy, under such terms and conditions as **Mola** in his sole discretion, deems appropriate until further direction of the Board with payment being subject to award by the Court.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 4<sup>th</sup> day of April, 2012.

**Racetrack Development, LLC**

By: \_\_\_\_\_

David J. Mola, Manager

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court**  
**Middle District of Florida**

In re Racetrack Development, LLC

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)	(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>
<b>Acres &amp; Son Plumbing, Inc. 5701 Houchin Street, #1 Naples, FL 34109</b>	<b>Acres &amp; Son Plumbing, Inc. 5701 Houchin Street, #1 Naples, FL 34109</b>		<b>Disputed</b>	<b>Unknown (0.00 secured)</b>
<b>AFC Electric, Inc. 10550 Abernathy Street Bonita Springs, FL 34135</b>	<b>AFC Electric, Inc. 10550 Abernathy Street Bonita Springs, FL 34135</b>		<b>Disputed</b>	<b>Unknown (0.00 secured)</b>
<b>Affordable Auto &amp; Tire 1161 Sun Century Road, Unit #3 Naples, FL 34110</b>	<b>Affordable Auto &amp; Tire 1161 Sun Century Road, Unit #3 Naples, FL 34110</b>			<b>18,000.00</b>
<b>AWP Plastering &amp; Drywall, Inc. 1580 40th Terrace SW Naples, FL 34116</b>	<b>AWP Plastering &amp; Drywall, Inc. 1580 40th Terrace SW Naples, FL 34116</b>		<b>Disputed</b>	<b>Unknown (0.00 secured)</b>
<b>Boback Commerical Group 10491 Ben C. Pratt Six Mile Cypress Parkway, Suite 203 Fort Myers, FL 33966</b>	<b>Boback Commerical Group 10491 Ben C. Pratt Six Mile Cypress Parkway, Suite 203 Fort Myers, FL 33966</b>		<b>Disputed</b>	<b>Unknown (0.00 secured)</b>
<b>Collier County Tax Collector 3301 E. Tamiami Trail E. Bldg C1 Naples, FL 34112</b>	<b>Collier County Tax Collector 3301 E. Tamiami Trail E. Bldg C1 Naples, FL 34112</b>			<b>Unknown</b>
<b>Comercia Bank Alan Blankstein 1675 N. Military Trail, 6th Floor Boca Raton, FL 33486</b>	<b>Comercia Bank Alan Blankstein 1675 N. Military Trail, 6th Floor Boca Raton, FL 33486</b>	<b>Out Lot #3 - 10821 Furlong Street, Bonita Springs, FL 34135 (5,812 sqft Building; Approximately 70% complete)</b>	<b>Disputed</b>	<b>1,030,523.01 (0.00 secured)</b>
<b>Comercia Bank Alan Blankstein 1675 N. Military Trail, 6th Floor Boca Raton, FL 33486</b>	<b>Comercia Bank Alan Blankstein 1675 N. Military Trail, 6th Floor Boca Raton, FL 33486</b>	<b>Lot #4B - 28011 Performance Lane, Bonita Springs, FL 34135</b>	<b>Disputed</b>	<b>2,270,525.74 (0.00 secured)</b>

B4 (Official Form 4) (12/07) - Cont.

In re Racetrack Development, LLC

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

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>
Comercia Bank Alan Blankstein 1675 N. Military Trail, 6th Floor Boca Raton, FL 33486	Comercia Bank Alan Blankstein 1675 N. Military Trail, 6th Floor Boca Raton, FL 33486	Out Lot #2 -10811 Furlong Street, Bonita Springs, FL 34135 (Approximately .84 Acres)	Disputed	5,949,990.00  (0.00 secured)
Commercial Concrete Systems, LLC 6220 Taylor Road, #101 Naples, FL 34109	Commercial Concrete Systems, LLC 6220 Taylor Road, #101 Naples, FL 34109		Disputed	Unknown  (0.00 secured)
CW Roberts Contracting, Inc. Corporate Office 3372 Capital Circle NE Tallahassee, FL 32308	CW Roberts Contracting, Inc. Corporate Office 3372 Capital Circle NE Tallahassee, FL 32308		Disputed	Unknown  (0.00 secured)
Graybar Electric Co. 800 Industrial Blvd Naples, FL 34104	Graybar Electric Co. 800 Industrial Blvd Naples, FL 34104		Disputed	Unknown  (0.00 secured)
Imperial Fire Alarm & Security, Inc. 17102 Alico Center Road, Unit 4 Fort Myers, FL 33967	Imperial Fire Alarm & Security, Inc. 17102 Alico Center Road, Unit 4 Fort Myers, FL 33967		Disputed	Unknown  (0.00 secured)
Imperial Fire Protection, Inc 28651 N. Diesel Drive, #2 Bonita Springs, FL 34135	Imperial Fire Protection, Inc 28651 N. Diesel Drive, #2 Bonita Springs, FL 34135		Disputed	Unknown  (0.00 secured)
Internal Revenue Service Attn: Special Procedures P.O. Box 34045 Stop 572 Jacksonville, FL 32202	Internal Revenue Service Attn: Special Procedures P.O. Box 34045 Jacksonville, FL 32202			Unknown
Internal Revenue Service PO Box 21126 Philadelphia, PA 19114	Internal Revenue Service PO Box 21126 Philadelphia, PA 19114			Unknown
J & W Steel Erection 6901 Slater Pines Drive North Fort Myers, FL 33917	J & W Steel Erection 6901 Slater Pines Drive North Fort Myers, FL 33917		Disputed	Unknown  (0.00 secured)
James Boback 10491 Ben C. Pratt/ Six Mile Cypress Parkway, Suite 203 Fort Myers, FL 33966	James Boback 10491 Ben C. Pratt/ Six Mile Cypress Parkway, Suite 203 Fort Myers, FL 33966	Commission	Disputed	39,000.00
Jeffery Pickens 28651 N. Diesel Drive, #2 Bonita Springs, FL 34135	Jeffery Pickens 28651 N. Diesel Drive, #2 Bonita Springs, FL 34135		Disputed	Unknown  (0.00 secured)
Lee County Tax Collector PO Box 850 Fort Myers, FL 33902-0850	Lee County Tax Collector PO Box 850 Fort Myers, FL 33902-0850			Unknown

B4 (Official Form 4) (12/07) - Cont.

In re Racetrack Development, LLC

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

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

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

I, the Manager 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 April 11, 2012

Signature /s/ David J. Mola

**David J. Mola**

**Manager**

*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.

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court  
Middle District of Florida**

In re **Racetrack Development, LLC**

Debtor

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

Chapter **11**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>3</b>	<b>0.00</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>5</b>		<b>11,421,038.75</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>4</b>		<b>421,560.00</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>3</b>		<b>9,124,918.78</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>1</b>			
H - Codebtors	<b>Yes</b>	<b>1</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>18</b>			
		Total Assets	<b>0.00</b>		
		Total Liabilities		<b>20,967,517.53</b>	



**United States Bankruptcy Court  
Middle District of Florida**

In re **Racetrack Development, LLC**  
Debtor

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

Chapter **11**

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

**State the following:**

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20 )	

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

B6D (Official Form 6D) (12/07)

In re Racetrack Development, LLC

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.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community		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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No.								
<b>Acres &amp; Son Plumbing, Inc. 5701 Houchin Street, #1 Naples, FL 34109</b>		-				X	Unknown	Unknown
Value \$							0.00	Unknown
Account No.								
<b>AFC Electric, Inc. 10550 Abernathy Street Bonita Springs, FL 34135</b>		-				X	Unknown	Unknown
Value \$							0.00	Unknown
Account No.								
<b>AWP Plastering &amp; Drywall, Inc. 1580 40th Terrace SW Naples, FL 34116</b>		-				X	Unknown	Unknown
Value \$							0.00	Unknown
Account No.								
<b>Boback Commerical Group 10491 Ben C. Pratt Six Mile Cypress Parkway, Suite 203 Fort Myers, FL 33966</b>		-				X	Unknown	Unknown
Value \$							0.00	Unknown
Subtotal							0.00	0.00
(Total of this page)								

4 continuation sheets attached

B6D (Official Form 6D) (12/07) - Cont.

In re Racetrack Development, LLC,  
Debtor

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

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R 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	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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.		<b>Out Lot #3 - 10821 Furlong Street, Bonita Springs, FL 34135 (5,812 sqft Building; Approximately 70% complete)</b>				<b>1,030,523.01</b>	<b>Unknown</b>
<b>Comercia Bank Alan Blankstein 1675 N. Military Trail, 6th Floor Boca Raton, FL 33486</b>	-		Value \$ <b>0.00</b>		X		
Account No.		<b>Lot #4B - 28011 Performance Lane, Bonita Springs, FL 34135</b>				<b>2,270,525.74</b>	<b>Unknown</b>
<b>Comercia Bank Alan Blankstein 1675 N. Military Trail, 6th Floor Boca Raton, FL 33486</b>	-		Value \$ <b>0.00</b>		X		
Account No.		<b>Out Lot #2 -10811 Furlong Street, Bonita Springs, FL 34135 (Approximately .84 Acres)</b>				<b>5,949,990.00</b>	<b>Unknown</b>
<b>Comercia Bank Alan Blankstein 1675 N. Military Trail, 6th Floor Boca Raton, FL 33486</b>	-		Value \$ <b>0.00</b>		X		
Account No.						<b>Unknown</b>	<b>Unknown</b>
<b>Commercial Concrete Systems, LLC 6220 Taylor Road, #101 Naples, FL 34109</b>	-		Value \$ <b>0.00</b>		X		
Account No.						<b>Unknown</b>	<b>Unknown</b>
<b>CW Roberts Contracting, Inc. Corporate Office 3372 Capital Circle NE Tallahassee, FL 32308</b>	-		Value \$ <b>0.00</b>		X		
Subtotal						<b>9,251,038.75</b>	<b>0.00</b>
(Total of this page)							

Sheet 1 of 4 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Racetrack Development, LLC,  
Debtor

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

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H	W					
Account No.								
<b>Graybar Electric Co. 800 Industrial Blvd Naples, FL 34104</b>	-					X		
Value \$							Unknown	Unknown
Account No.								
<b>Imperial Fire Alarm &amp; Security, Inc. 17102 Alico Center Road, Unit 4 Fort Myers, FL 33967</b>	-					X		
Value \$							Unknown	Unknown
Account No.								
<b>Imperial Fire Protection, Inc 28651 N. Diesel Drive, #2 Bonita Springs, FL 34135</b>	-					X		
Value \$							Unknown	Unknown
Account No.								
<b>J &amp; W Steel Erection 6901 Slater Pines Drive North Fort Myers, FL 33917</b>	-					X		
Value \$							Unknown	Unknown
Account No.								
<b>Jeffery Pickens 28651 N. Diesel Drive, #2 Bonita Springs, FL 34135</b>	-					X		
Value \$							Unknown	Unknown
Subtotal								
(Total of this page)							0.00	0.00

Sheet 2 of 4 continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Racetrack Development, LLC,  
Debtor

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

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H	W					
Account No.								
<b>Liberty Bank</b> 2370 Vanderbilt Beach Road Naples, FL 34109	-					X		
Value \$							<b>2,170,000.00</b>	<b>Unknown</b>
Account No.								
<b>New Era Construction, Inc.</b> 5910 Taylor Road, #103 Naples, FL 34109	-					X		
Value \$							<b>Unknown</b>	<b>Unknown</b>
Account No.								
<b>Ogden Brothers Construction, Inc.</b> 1141 Sun Century Road, #100 Naples, FL 34110	-					X		
Value \$							<b>Unknown</b>	<b>Unknown</b>
Account No.								
<b>Preferred Materials, Inc.</b> 7270 Alico Road Fort Myers, FL 33912	-					X		
Value \$							<b>Unknown</b>	<b>Unknown</b>
Account No.								
<b>Raymond Building Supply Corp.</b> 3455 Beck Blvd Naples, FL 34114	-					X		
Value \$							<b>Unknown</b>	<b>Unknown</b>
Subtotal							<b>2,170,000.00</b>	<b>0.00</b>
(Total of this page)								

Sheet **3** of **4** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Racetrack Development, LLC,  
Debtor

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

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community		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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No.								
<b>Southern Electric Supply Co. Inc. 2560 Fowler Street Fort Myers, FL 33901</b>	-					<b>X</b>		
		Value \$	<b>0.00</b>				<b>Unknown</b>	<b>Unknown</b>
Account No.								
<b>West Coast Associates of Tampa, Inc. 2720 N. 36th Street Tampa, FL 33605</b>	-					<b>X</b>		
		Value \$	<b>0.00</b>				<b>Unknown</b>	<b>Unknown</b>
Account No.								
		Value \$						
Account No.								
		Value \$						
Account No.								
		Value \$						
Subtotal (Total of this page)							<b>0.00</b>	<b>0.00</b>
Total (Report on Summary of Schedules)							<b>11,421,038.75</b>	<b>0.00</b>

Sheet **4** of **4** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

Total  
(Report on Summary of Schedules)

**11,421,038.75**      **0.00**

In re Racetrack Development, LLC

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.

B6E (Official Form 6E) (4/10) - Cont.

In re Racetrack Development, LLC  
Debtor

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

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

**Wages, salaries, and commissions**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	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	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.  <b>Danielle Paulich</b> <b>330 Weber Blvd, N</b> <b>Naples, FL 34120</b>			<b>Wages</b>					<b>70,835.00</b>
							<b>82,560.00</b>	<b>11,725.00</b>
Account No.  <b>David J. Mola</b> <b>2025 Laguna Way</b> <b>Naples, FL 34109</b>			<b>Wages</b>					<b>138,275.00</b>
							<b>150,000.00</b>	<b>11,725.00</b>
Account No.  <b>Frank P. Potestio, Jr.</b> <b>1120 Galleon Drive</b> <b>Naples, FL 34102</b>			<b>Wages</b>					<b>138,275.00</b>
							<b>150,000.00</b>	<b>11,725.00</b>
Account No.  <b>James Boback</b> <b>10491 Ben C. Pratt/</b> <b>Six Mile Cypress Parkway, Suite 203</b> <b>Fort Myers, FL 33966</b>			<b>Commission</b>			<b>X</b>		<b>28,000.00</b>
							<b>39,000.00</b>	<b>11,000.00</b>
Account No.								
Subtotal								<b>375,385.00</b>
(Total of this page)							<b>421,560.00</b>	<b>46,175.00</b>

Sheet 1 of 3 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims



B6E (Official Form 6E) (4/10) - Cont.

In re Racetrack Development, LLC  
Debtor

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

**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 O R	H W J C	Husband, Wife, Joint, or Community	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	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.								
<b>Collier County Tax Collector 3301 E. Tamiami Trail E. Bldg C1 Naples, FL 34112</b>		-					Unknown	Unknown
Account No.							Unknown	Unknown
<b>Internal Revenue Service Attn: Special Procedures P.O. Box 34045 Stop 572 Jacksonville, FL 32202</b>		-					Unknown	Unknown
Account No.							Unknown	Unknown
<b>Internal Revenue Service PO Box 21126 Philadelphia, PA 19114</b>		-					Unknown	Unknown
Account No.							Unknown	Unknown
<b>Lee County Tax Collector PO Box 850 Fort Myers, FL 33902-0850</b>		-					Unknown	Unknown
Account No.							Unknown	Unknown
<b>SEC Headquarters 100 F Street, NE Washington, DC 20549</b>		-					Unknown	Unknown
Subtotal								<b>0.00</b>
(Total of this page)							<b>0.00</b>	<b>0.00</b>

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

B6E (Official Form 6E) (4/10) - Cont.

In re Racetrack Development, LLC  
Debtor

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

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

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

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	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	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.								
<b>Securities and Exchange Commission 801 Brickell Ave., Suite 1800 Miami, FL 33131</b>		-					<b>Unknown</b>	<b>Unknown</b>
Account No.								
<b>State of Florida Department of Revenue 5050 West Tennessee Street Tallahassee, FL 32399-0135</b>		-					<b>Unknown</b>	<b>Unknown</b>
Account No.								
<b>United States Attorney General's Office US Department of Justice 950 Pennsylvania Avenue Washington, DC 20530-0001</b>		-					<b>Unknown</b>	<b>Unknown</b>
Account No.								
Account No.								
Account No.								
Subtotal								<b>0.00</b>
(Total of this page)							<b>0.00</b>	<b>0.00</b>
Total								<b>375,385.00</b>
(Report on Summary of Schedules)							<b>421,560.00</b>	<b>46,175.00</b>

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

B6F (Official Form 6F) (12/07)

In re Racetrack Development, LLC

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.)	C O D E B T O R	Husband, Wife, Joint, or Community	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
		H W J C				
Account No.						
<b>Affordable Auto &amp; Tire 1161 Sun Century Road, Unit #3 Naples, FL 34110</b>		-				<b>18,000.00</b>
Account No.						
<b>Bonita Springs Properties, LLC c/o SCM Properties of Naples, LLC PO Box 647 Naples, FL 34106</b>		-				<b>130,539.38</b>
Account No.						
<b>Commercial Properties Investment, Inc. c/o SCM Properties of Naples, LLC PO Box 647 Naples, FL 34106</b>		-				<b>16,483.92</b>
Account No.						
<b>Frank Florida Grantor Trust c/o SCM Properties of Naples, LLC PO Box 647 Naples, FL 34106</b>		-				<b>6,514.53</b>
Subtotal (Total of this page)						<b>171,537.83</b>

2 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re Racetrack Development, LLC

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 T O R	Husband, Wife, Joint, or Community	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
		H W J C				
Account No.  <b>Frank Grantor Trust Acct c/o SCM Properties of Naples, LLC PO Box 647 Naples, FL 34106</b>	-					<b>1,381,307.66</b>
Account No.  <b>Frank P. Potestio, Jr. 1120 Galleon Drive Naples, FL 34102</b>	-					<b>5,621,968.41</b>
Account No.  <b>LFPP Financial LLC c/o SCM Properties of Naples, LLC PO Box 647 Naples, FL 34106</b>	-					<b>795,022.44</b>
Account No.  <b>Linda Potestio c/o SCM Properties of Naples, LLC PO Box 647 Naples, FL 34106</b>	-					<b>1,150,031.35</b>
Account No.  <b>Mark Minor 3800 Via Del Rey Bonita Springs, FL 34134</b>	-				<b>X</b>	<b>Unknown</b>
Sheet no. <u>1</u> of <u>2</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>8,948,329.86</b>

B6F (Official Form 6F) (12/07) - Cont.

In re Racetrack Development, LLC, Debtor Case No. \_\_\_\_\_

**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 T O R	Husband, Wife, Joint, or Community	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
		H W J C				
Account No.  <b>Q. Grady Minor &amp; Associates, PA</b> <b>3800 Via Del Rey</b> <b>Bonita Springs, FL 34134</b>	-				<b>X</b>	<b>Unknown</b>
Account No.  <b>Shoppes at Hawthorne, LLC</b> <b>c/o SCM Properties of Naples, LLC</b> <b>PO Box 647</b> <b>Naples, FL 34106</b>	-					<b>5,051.09</b>
Account No.  <b>Six K. Associates</b> <b>5820 Yahl Street, #6</b> <b>Naples, FL 34109</b>	-				<b>X</b>	<b>Unknown</b>
Account No.  						
Account No.  						

Sheet no. 2 of 2 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal  
(Total of this page) **5,051.09**

Total  
(Report on Summary of Schedules) **9,124,918.78**

B6 Declaration (Official Form 6 - Declaration). (12/07)

**United States Bankruptcy Court  
Middle District of Florida**

In re **Racetrack Development, LLC**

Debtor(s)

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

Chapter **11**

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Manager of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **20** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **April 11, 2012**

Signature **/s/ David J. Mola**

**David J. Mola**

**Manager**

*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.

**United States Bankruptcy Court  
Middle District of Florida**

In re **Racetrack Development, LLC**,  
Debtor

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

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>David J. Mola</b> <b>2025 Laguna Way</b> <b>Naples, FL 34109</b>			<b>40%</b>
<b>Frank P. Potestio</b> <b>1120 Galleon Drive</b> <b>Naples, FL 34102</b>			<b>60%</b>

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

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **April 11, 2012**

Signature **/s/ David J. Mola**  
**David J. Mola**  
**Manager**

*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.

**United States Bankruptcy Court  
Middle District of Florida**

In re **Racetrack Development, LLC**

Debtor(s)

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Chapter

**11**

**VERIFICATION OF CREDITOR MATRIX**

I, the Manager 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: **April 11, 2012**

**/s/ David J. Mola**

**David J. Mola/Manager**

Signer/Title



Racetrack Development, LLC  
2025 Laguna Way  
Naples, FL 34109

Comercia Bank  
Alan Blankstein  
1675 N. Military Trail, 6th Floor  
Boca Raton, FL 33486

Frank P. Potestio, Jr.  
1120 Galleon Drive  
Naples, FL 34102

Bradley S. Shraiberg  
Shraiberg, Ferrara, & Landau P.A.  
2385 NW Executive Center Dr  
Suite 300  
Boca Raton, FL 33431

Comerica  
Corporate Creations Network, Inc.  
11380 Prosperity Farms Road, #221E  
Palm Beach Gardens, FL 33410

Graybar Electric Co.  
800 Industrial Blvd  
Naples, FL 34104

Acres & Son Plumbing, Inc.  
5701 Houchin Street, #1  
Naples, FL 34109

Commercial Concrete Systems, LLC  
6220 Taylor Road, #101  
Naples, FL 34109

Imperial Fire Alarm & Security, Inc  
17102 Alico Center Road, Unit 4  
Fort Myers, FL 33967

AFC Electric, Inc.  
10550 Abernathy Street  
Bonita Springs, FL 34135

Commercial Properties Investment, Inc.  
c/o SCM Properties of Naples, LLC  
PO Box 647  
Naples, FL 34106

Imperial Fire Protection, Inc  
28651 N. Diesel Drive, #2  
Bonita Springs, FL 34135

Affordable Auto & Tire  
1161 Sun Century Road, Unit #3  
Naples, FL 34110

CW Roberts Contracting, Inc.  
Corporate Office  
3372 Capital Circle NE  
Tallahassee, FL 32308

Internal Revenue Service  
Attn: Special Procedures  
P.O. Box 34045  
Stop 572  
Jacksonville, FL 32202

AWP Plastering & Drywall, Inc.  
1580 40th Terrace SW  
Naples, FL 34116

Danielle Paulich  
330 Weber Blvd, N  
Naples, FL 34120

Internal Revenue Service  
PO Box 21126  
Philadelphia, PA 19114

Boback Commerical Group  
10491 Ben C. Pratt  
Six Mile Cypress Parkway, Suite 203  
Fort Myers, FL 33966

David J. Mola  
2025 Laguna Way  
Naples, FL 34109

J & W Steel Erection  
6901 Slater Pines Drive  
North Fort Myers, FL 33917

Bonita Springs Properties, LLC  
c/o SCM Properties of Naples, LLC  
PO Box 647  
Naples, FL 34106

Frank Florida Grantor Trust  
c/o SCM Properties of Naples, LLC  
PO Box 647  
Naples, FL 34106

James Boback  
10491 Ben C. Pratt/  
Six Mile Cypress Parkway, Suite 20  
Fort Myers, FL 33966

Collier County Tax Collector  
3301 E. Tamiami Trail E. Bldg C1  
Naples, FL 34112

Frank Grantor Trust Acct  
c/o SCM Properties of Naples, LLC  
PO Box 647  
Naples, FL 34106

Jeffery Pickens  
28651 N. Diesel Drive, #2  
Bonita Springs, FL 34135

Lee County Tax Collector  
PO Box 850  
Fort Myers, FL 33902-0850

Raymond Building Supply Corp.  
3455 Beck Blvd  
Naples, FL 34114

LFPP Financial LLC  
c/o SCM Properties of Naples, LLC  
PO Box 647  
Naples, FL 34106

SEC Headquarters  
100 F Street, NE  
Washington, DC 20549

Liberty Bank  
2370 Vanderbilt Beach Road  
Naples, FL 34109

Securities and Exchange Commission  
801 Brickell Ave., Suite 1800  
Miami, FL 33131

Linda Potestio  
c/o SCM Properties of Naples, LLC  
PO Box 647  
Naples, FL 34106

Shoppes at Hawthorne, LLC  
c/o SCM Properties of Naples, LLC  
PO Box 647  
Naples, FL 34106

Mark Minor  
3800 Via Del Rey  
Bonita Springs, FL 34134

Six K. Associates  
5820 Yahl Street, #6  
Naples, FL 34109

New Era Construction, Inc.  
5910 Taylor Road, #103  
Naples, FL 34109

Southern Electric Supply Co. Inc.  
2560 Fowler Street  
Fort Myers, FL 33901

Ogden Brothers Construction, Inc.  
1141 Sun Century Road, #100  
Naples, FL 34110

State of Florida  
Department of Revenue  
5050 West Tennessee Street  
Tallahassee, FL 32399-0135

Preferred Materials, Inc.  
7270 Alico Road  
Fort Myers, FL 33912

United States Attorney General's Office  
US Department of Justice  
950 Pennsylvania Avenue  
Washington, DC 20530-0001

Q. Grady Minor & Associates, PA  
3800 Via Del Rey  
Bonita Springs, FL 34134

West Coast Associates of Tampa, Inc.  
2720 N. 36th Street  
Tampa, FL 33605

**United States Bankruptcy Court  
Middle District of Florida**

In re **Racetrack Development, LLC**

Debtor(s)

Case No.

Chapter **11**

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

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 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 .....	\$	<u><b>45,000.00</b></u>
Prior to the filing of this statement I have received .....	\$	<u><b>25,000.00</b></u>
Balance Due .....	\$	<u><b>20,000.00</b></u>

2. \$ **1,046.00** of the filing fee has been paid.

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

Debtor       Other (specify): **Frank P. Potestio Jr.**

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

Debtor       Other (specify): **third party**

5.  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 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.

6. 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, statement 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;
- e. [Other provisions as needed]

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

**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 proceeding.

Dated: **April 11, 2012**

**/s/ Bradley S. Shraiberg**  
**Bradley S. Shraiberg 121622**  
**Shraiberg, Ferrara, & Landau P.A.**  
**2385 NW Executive Center Dr**  
**Suite 300**  
**Boca Raton, FL 33431**  
**561 443 0800 Fax: 561 998 0047**  
**bshraiberg@sfl-pa.com**

**United States Bankruptcy Court  
Middle District of Florida**

In re **Racetrack Development, LLC**

Debtor(s)

Case No.  
Chapter

**11**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Racetrack Development, LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

April 11, 2012

Date

/s/ Bradley S. Shraiberg

**Bradley S. Shraiberg 121622**

Signature of Attorney or Litigant

Counsel for **Racetrack Development, LLC**

**Shraiberg, Ferrara, & Landau P.A.**

**2385 NW Executive Center Dr  
Suite 300**

**Boca Raton, FL 33431**

**561 443 0800 Fax:561 998 0047**

**bshraiberg@sfl-pa.com**