

B1 (Official Form 1)(04/13)

<b>United States Bankruptcy Court Northern District of Florida</b>		<b>Voluntary Petition</b>
Name of Debtor (if individual, enter Last, First, Middle): <b>The Intown Companies, Inc.</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>DBA American Quality Lodge</b>		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) <b>58-2104623</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>4810 W. Highway 98 Panama City, FL</b> <div style="text-align: right; font-size: small;">ZIP Code <b>32401</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>Bay</b>		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <b>2200 Northlake Pkwy, Ste. S-277 Tucker, GA</b> <div style="text-align: right; font-size: small;">ZIP Code <b>30084</b></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>Type of Debtor</b> (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box) <input type="checkbox"/> Health Care Business <input checked="" type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other	<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 \$2,490,925 (amount subject to adjustment on 4/01/16 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
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 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		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

B1 (Official Form 1)(04/13)

Page 2

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): <b>The Intown Companies, Inc.</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>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<b>Exhibit B</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).  <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 with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

**Voluntary Petition**

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

Name of Debtor(s):  
**The Intown Companies, Inc.**

**Signatures**

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

I declare under penalty of perjury that the information provided in this petition is true and correct.  
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).  
  
I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

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

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Attorney\***

**X** /s/ Thomas B. Woodward  
Signature of Attorney for Debtor(s)

Thomas B. Woodward 0185506  
Printed Name of Attorney for Debtor(s)

Thomas B. Woodward  
Firm Name

Attorney at Law  
P.O. Box 10058  
Tallahassee, FL 32302

\_\_\_\_\_  
Address

850-222-4818 Fax: 850-561-3456  
Telephone Number

November 11, 2014  
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 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.*

**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** /s/ Melton Harrell  
Signature of Authorized Individual

Melton Harrell  
Printed Name of Authorized Individual

President  
Title of Authorized Individual

November 11, 2014  
Date

B4 (Official Form 4) (12/07)

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

In re The Intown Companies, 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)	(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>Armor Pest Control 1405 W 15th Panama City, FL 32401</b>	<b>Armor Pest Control 1405 W 15th Panama City, FL 32401</b>	<b>Services</b>		<b>42.60</b>
<b>B &amp; C Technologies 1250 W 17th Street Panama City, FL 32405</b>	<b>B &amp; C Technologies 1250 W 17th Street Panama City, FL 32405</b>	<b>Services</b>		<b>172.55</b>
<b>Colony Insurance Company P.O. Box 469012 San Antonio, TX 78246</b>	<b>Colony Insurance Company P.O. Box 469012 San Antonio, TX 78246</b>	<b>insurance premiums</b>		<b>1,000.00</b>
<b>Community Coffee P O Box 60141 New Orleans, LA 70160-0141</b>	<b>Community Coffee P O Box 60141 New Orleans, LA 70160-0141</b>	<b>Services</b>		<b>2,503.53</b>
<b>Cox Pools Sales, Service &amp; Supplies P.O. Box 19437 Panama City, FL 32417</b>	<b>Cox Pools Sales, Service &amp; Supplies P.O. Box 19437 Panama City, FL 32417</b>	<b>Services</b>		<b>497.79</b>
<b>D I Natchez, Inc. 109 Hwy 61, South Natchez, MS 39120</b>	<b>D I Natchez, Inc. 109 Hwy 61, South Natchez, MS 39120</b>	<b>unsecured signature note</b>		<b>885,839.57</b>
<b>EcoLab, Inc. P.O. Box 905327 Charlotte, NC 28290-5327</b>	<b>EcoLab, Inc. P.O. Box 905327 Charlotte, NC 28290-5327</b>	<b>Services</b>		<b>1,539.90</b>
<b>Hospitality Depot, LLC P.O. Box 7578 Panama City Beach, FL 32413</b>	<b>Hospitality Depot, LLC P.O. Box 7578 Panama City Beach, FL 32413</b>	<b>Supplies</b>		<b>1,377.72</b>
<b>L. Shelton Bemby, CPA, PC P.O. Box 3329 Suwanee, GA 30024-0991</b>	<b>L. Shelton Bemby, CPA, PC P.O. Box 3329 Suwanee, GA 30024-0991</b>	<b>Accounting</b>		<b>4,000.00</b>
<b>Larry Ryan 3829 Snyder Road Kodak, TN 37764</b>	<b>Larry Ryan 3829 Snyder Road Kodak, TN 37764</b>	<b>Services</b>		<b>2,000.00</b>
<b>Linda J. Spencer 26633 South Burnaby Court Chandler, AZ 85248</b>	<b>Linda J. Spencer 26633 South Burnaby Court Chandler, AZ 85248</b>	<b>Services</b>		<b>3,000.00</b>

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

In re **The Intown Companies, Inc.**

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>
<b>Panama Assets, LLC C/o Leah Mayersohn, Esq. 101 N.E. 3rd Ave., Ste-1250 Fort Lauderdale, FL 33304</b>	<b>Panama Assets, LLC C/o Leah Mayersohn, Esq. 101 N.E. 3rd Ave., Ste-1250 Fort Lauderdale, FL 33304</b>	<b>4810 W. Highway 98 Panama Dity, Florida 32401 150 Room Motel &amp; Lodge</b>		<b>2,866,000.00  (2,000,000.00 secured)</b>
<b>Peggy Brannon Bay County Tax Collector 850 W. 11th Street Panama City, FL 32401</b>	<b>Peggy Brannon Bay County Tax Collector 850 W. 11th Street Panama City, FL 32401</b>	<b>4810 W. Highway 98 Panama Dity, Florida 32401 150 Roon Motel &amp; Lodge</b>		<b>37,474.71 (2,000,000.00 secured) (2,866,000.00 senior lien)</b>
<b>Peggy Brannon Bay County Tax Collector 850 W. 11th Street Panama City, FL 32401</b>	<b>Peggy Brannon Bay County Tax Collector 850 W. 11th Street Panama City, FL 32401</b>	<b>4810 W. Highway 98 Panama Dity, Florida 32401 150 Room Motel &amp; Lodge</b>		<b>30,698.09 (2,000,000.00 secured) (2,903,474.71 senior lien)</b>
<b>Peggy Brannon Bay County Tax Collector 850 W. 11th Street Panama City, FL 32401</b>	<b>Peggy Brannon Bay County Tax Collector 850 W. 11th Street Panama City, FL 32401</b>	<b>4810 W. Highway 98 Panama Dity, Florida 32401 150 Room Motel &amp; Lodge</b>		<b>29,176.44 (2,000,000.00 secured) (2,934,172.80 senior lien)</b>
<b>Southern Cleaning Supply 739 Airport Road Panama City, FL 32406</b>	<b>Southern Cleaning Supply 739 Airport Road Panama City, FL 32406</b>	<b>Supplies</b>		<b>4,893.84</b>
<b>Total Climate Control 7424 Highway 77 Panama City, FL 32409</b>	<b>Total Climate Control 7424 Highway 77 Panama City, FL 32409</b>	<b>Services</b>		<b>306.72</b>

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

In re The Intown Companies, Inc.  
Debtor(s)

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

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

(Continuation Sheet)

**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 November 11, 2014

Signature /s/ Melton Harrell  
**Melton Harrell**  
**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.

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

In re The Intown Companies, 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.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	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>First Mortgage</b>					
<b>Panama Assets, LLC</b> <b>C/o Leah Mayersohn, Esq.</b> <b>101 N.E. 3rd Ave., Ste-1250</b> <b>Fort Lauderdale, FL 33304</b>			<b>4810 W. Highway 98</b> <b>Panama Dity, Florida 32401</b> <b>150 Room Motel &amp; Lodge</b>				<b>2,866,000.00</b>	<b>866,000.00</b>
Account No. <b>xxxxx-0020</b>			<b>2012</b>					
<b>Peggy Brannon</b> <b>Bay County Tax Collector</b> <b>850 W. 11th Street</b> <b>Panama City, FL 32401</b>			<b>Statutory Lien</b> <b>4810 W. Highway 98</b> <b>Panama Dity, Florida 32401</b> <b>150 Room Motel &amp; Lodge</b>				<b>37,474.71</b>	<b>37,474.71</b>
Account No. <b>UNK</b>			<b>2013</b>					
<b>Peggy Brannon</b> <b>Bay County Tax Collector</b> <b>850 W. 11th Street</b> <b>Panama City, FL 32401</b>			<b>Statutory Lien</b> <b>4810 W. Highway 98</b> <b>Panama Dity, Florida 32401</b> <b>150 Room Motel &amp; Lodge</b>				<b>30,698.09</b>	<b>30,698.09</b>
Account No. <b>UNK</b>			<b>2014</b>					
<b>Peggy Brannon</b> <b>Bay County Tax Collector</b> <b>850 W. 11th Street</b> <b>Panama City, FL 32401</b>			<b>Statutory Lien</b> <b>4810 W. Highway 98</b> <b>Panama Dity, Florida 32401</b> <b>150 Room Motel &amp; Lodge</b>				<b>29,176.44</b>	<b>29,176.44</b>
Subtotal (Total of this page)							<b>2,963,349.24</b>	<b>963,349.24</b>
Total (Report on Summary of Schedules)							<b>2,963,349.24</b>	<b>963,349.24</b>

0 continuation sheets attached

B6E (Official Form 6E) (4/13)

In re The Intown Companies, 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 \$12,475\* 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 \$6,150\* 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 \$2,775\* 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 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

0 continuation sheets attached



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

In re The Intown Companies, Inc.  
Debtor

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

**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  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
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.  <b>Armor Pest Control</b> <b>1405 W 15th</b> <b>Panama City, FL 32401</b>	-	Services				<b>42.60</b>
Account No.  <b>B &amp; C Technologies</b> <b>1250 W 17th Street</b> <b>Panama City, FL 32405</b>	-	Services				<b>172.55</b>
Account No.  <b>Colony Insurance Company</b> <b>P.O. Box 469012</b> <b>San Antonio, TX 78246</b>	-	insurance premiums				<b>1,000.00</b>
Account No.  <b>Community Coffee</b> <b>P O Box 60141</b> <b>New Orleans, LA 70160-0141</b>	-	Services				<b>2,503.53</b>
Subtotal (Total of this page)						<b>3,718.68</b>

2 continuation sheets attached

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

In re The Intown Companies, 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 T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.			<b>Services</b>					
<b>Cox Pools Sales, Service &amp; Supplies P.O. Box 19437 Panama City, FL 32417</b>	-						<b>497.79</b>	
Account No. <b>NONE</b>			<b>unsecured signature note</b>					
<b>D I Natchez, Inc. 109 Hwy 61, South Natchez, MS 39120</b>	-						<b>885,839.57</b>	
Account No.			<b>Services</b>					
<b>EcoLab, Inc. P.O. Box 905327 Charlotte, NC 28290-5327</b>	-						<b>1,539.90</b>	
Account No.			<b>Supplies</b>					
<b>Hospitality Depot, LLC P.O. Box 7578 Panama City Beach, FL 32413</b>	-						<b>1,377.72</b>	
Account No.			<b>Accounting</b>					
<b>L. Shelton Bemby, CPA, PC P.O. Box 3329 Suwanee, GA 30024-0991</b>	-						<b>4,000.00</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>893,254.98</b>

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

In re The Intown Companies, Inc., 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	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	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	A M O U N T O F C L A I M	
		H W J C						
Account No.  <b>Larry Ryan</b> <b>3829 Snyder Road</b> <b>Kodak, TN 37764</b>		-	<b>Services</b>				<b>2,000.00</b>	
Account No.  <b>Linda J. Spencer</b> <b>26633 South Burnaby Court</b> <b>Chandler, AZ 85248</b>		-	<b>Services</b>				<b>3,000.00</b>	
Account No.  <b>Southern Cleaning Supply</b> <b>739 Airport Road</b> <b>Panama City, FL 32406</b>		-	<b>Supplies</b>				<b>4,893.84</b>	
Account No.  <b>Total Climate Control</b> <b>7424 Highway 77</b> <b>Panama City, FL 32409</b>		-	<b>Services</b>				<b>306.72</b>	
Account No.  								
Sheet no. <u>2</u> of <u>2</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>10,200.56</b>
							Total (Report on Summary of Schedules)	<b>907,174.22</b>

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

In re **The Intown Companies, Inc.**

Debtor(s)

Case No.

Chapter

**11**

**VERIFICATION OF CREDITOR MATRIX**

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

Date: **November 11, 2014**

**/s/ Melton Harrell**

**Melton Harrell/President**

Signer/Title

Thomas B. Woodward  
Thomas B. Woodward  
Attorney at Law  
P.O. Box 10058  
Tallahassee, FL 32302

Hospitality Depot, LLC  
P.O. Box 7578  
Panama City Beach, FL 32413

The Intown Companies, Inc.  
2200 Northlake Pkwy, Ste. S-277  
Tucker, GA 30084

L. Shelton Bembry, CPA, PC  
P.O. Box 3329  
Suwanee, GA 30024-0991

Armor Pest Control  
1405 W 15th  
Panama City, FL 32401

Larry Ryan  
3829 Snyder Road  
Kodak, TN 37764

B & C Technologies  
1250 W 17th Street  
Panama City, FL 32405

Linda J. Spencer  
26633 South Burnaby Court  
Chandler, AZ 85248

Colony Insurance Company  
P.O. Box 469012  
San Antonio, TX 78246

Panama Assets, LLC  
C/o Leah Mayersohn, Esq.  
101 N.E. 3rd Ave., Ste-1250  
Fort Lauderdale, FL 33304

Community Coffee  
P O Box 60141  
New Orleans, LA 70160-0141

Peggy Brannon  
Bay County Tax Collector  
850 W. 11th Street  
Panama City, FL 32401

Cox Pools Sales, Service & Supplies  
P.O. Box 19437  
Panama City, FL 32417

Southern Cleaning Supply  
739 Airport Road  
Panama City, FL 32406

D I Natchez, Inc.  
109 Hwy 61, South  
Natchez, MS 39120

Total Climate Control  
7424 Highway 77  
Panama City, FL 32409

EcoLab, Inc.  
P.O. Box 905327  
Charlotte, NC 28290-5327

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

In re **The Intown Companies, Inc.**  
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 **The Intown Companies, Inc.** 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*]

**November 11, 2014**  
Date

**/s/ Thomas B. Woodward**  
**Thomas B. Woodward 0185506**  
Signature of Attorney or Litigant  
Counsel for **The Intown Companies, Inc.**  
**Thomas B. Woodward**  
**Attorney at Law**  
**P.O. Box 10058**  
**Tallahassee, FL 32302**  
**850-222-4818 Fax:850-561-3456**