

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF FLORIDA

Case number (if known) _____

Chapter you are filing under:

- Chapter 7
- Chapter 11
- Chapter 12
- Chapter 13

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Traffic, Inc.

2. All other names debtor used in the last 8 years
 Include any assumed names, trade names and doing business as names
DBA Traffic
DBA Traffic Shoe
DBA Traffic Shoes

3. Debtor's federal Employer Identification Number (EIN) 59-2268839

4. Debtor's address Principal place of business <u>10701 NW 127 St</u> <u>Medley, FL 33178</u> Number, Street, City, State & ZIP Code <u>Miami-Dade</u> County	Mailing address, if different from principal place of business _____ P.O. Box, Number, Street, City, State & ZIP Code Location of principal assets, if different from principal place of business <u>Various retail stores located in several states in the US and Puerto Rico</u> _____ Number, Street, City, State & ZIP Code
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5. Debtor's website (URL) _____

6. Type of debtor
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership
 Other. Specify: _____

Debtor **Traffic, Inc.**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53AB))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80a-3)

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.naics.com/search/>.

4482

8. Under which chapter of the Bankruptcy Code is the Debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:
 - 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 after that).
 - The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operation, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 - A plan is being filed with this petition.
 - Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 - The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
 - The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor	Goodman and Dominguez, Inc.	Relationship to you	Affiliate
District	Southern District of Florida	When	1/04/16
		Case number, if known	???

Debtor **Traffic, Inc.**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, 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.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- Other _____

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

- No
- Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets

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

16. Estimated liabilities

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

Debtor **Traffic, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signature

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

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

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 4, 2016
MM / DD / YYYY

X /s/ David Goodman
Signature of authorized representative of debtor

Title President

David Goodman
Printed name

18. Signature of attorney

X /s/ Peter D. Russin
Signature of attorney for debtor

Date **January 4, 2016**
MM / DD / YYYY

Peter D. Russin
Printed name

Meland Russin & Budwick, P.A.
Firm name

200 South Biscayne Boulevard
Suite 3200
Miami, FL 33131
Number, Street, City, State & ZIP Code

Contact phone **(305) 358-6363** Email address

765902
Bar number and State

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

In re Traffic, Inc.

Debtor(s)

Case No.

Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **David Goodman**, declare under penalty of perjury that I am the **President** of **Traffic, Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 4th day of January, 2016.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **David Goodman, President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **David Goodman, President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **David Goodman, President** of this Corporation is authorized and directed to employ **Peter D. Russin 765902**, attorney and the law firm of **Meland Russin & Budwick, P.A.** to represent the corporation in such bankruptcy case."

Date January 4, 2016

Signed /s/David Goodman
David Goodman

Resolution of Board of Directors
of
Traffic, Inc.

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **David Goodman, President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **David Goodman, President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **David Goodman, President** of this Corporation is authorized and directed to employ **Peter D. Russin 765902**, attorney and the law firm of **Meland Russin & Budwick, P.A.** to represent the corporation in such bankruptcy case.

Date January 4, 2016

Signed /s/David Goodman
David Goodman

Fill in this information to identify the case:

Debtor name **Traffic, Inc.**
 United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF FLORIDA**
 Case number (if known): _____

Check if this is an
 amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Hoover Mall Limited LLC SDS 12-2446 P.O. Box 86 Minneapolis, MN 55486		Pending litigation re Store 65 - Riverchase Mall: Lease for commercial space at 3000 Riverchase Galleria Space # 217 Hoover, Al 35244, term expires 04	Unliquidated Disputed			\$45,484.75
LSREF2 Clover Property 18 LLC P.O. Box 864857 Orlando, FL 32886		Store 24 - University Mall: Lease for commercial space at 2214 University Dr. Tampa FL 33612, term expires 1/31/2018	Unliquidated			\$0.00
Oglethorpe Mall LLC SDS 12-1640 P.O. Box 86 Minneapolis, MN 55486		Store 51 - Oglethorpe Mall: Lease for commercial space at 7804 Abercorn St. Ste # 87A Savannah, GA 31406, term expires 07/31/2018	Unliquidated			\$7,157.09
Peachtree Mall LLC SDS 12-2330 P.O. Box 86 Minneapolis, MN 55486		Store 55 - Peachtree Mall: Lease for commercial space at 3131 Manchester Expw Columbus, GA 31909, term expires 07/31/2018	Unliquidated			\$7,997.69

Debtor **Traffic, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Rouse SI Shopping Center LLC SDS 12-2730 P.O. Box 86 Minneapolis, MN 55486		Store 58 - Staten Island Mall: Lease for commercial space at 2655 Richmond Ave. Ste. 2535 Staten Island, NY 10314, month to month (after 12/31/15)	Unliquidated			\$13,513.65
SC Mota Associates Limited Partnership 7827 W. Flagler St Miami, FL 33144		Store 8 - Mall Of America: Lease for commercial space at 7795 W. Flagler St # 21 Miami FL 33144, term expires 1/31/2016	Unliquidated			\$0.00
U.K. LaSalle, Inc. SDS 12-1662 P.O. Box 86 Minneapolis, MN 55486		Store 53 -Cumberland Mall: Lease for commercial space at 1417 Cumberland Mall Space #208 Atlanta, GA 30339, term expires 07/31/2018	Unliquidated			\$9,502.42

Hoover Mall Limited LLC
SDS 12-2446
P.O. Box 86
Minneapolis, MN 55486

LSREF2 Clover Property 18 LLC
P.O. Box 864857
Orlando, FL 32886

Oglethorpe Mall LLC
SDS 12-1640
P.O. Box 86
Minneapolis, MN 55486

Peachtree Mall LLC
SDS 12-2330
P.O. Box 86
Minneapolis, MN 55486

Rouse SI Shopping Center LLC
SDS 12-2730
P.O. Box 86
Minneapolis, MN 55486

SC Mota Associates Limited Partnership
7827 W. Flagler St
Miami, FL 33144

U.K. LaSalle, Inc.
SDS 12-1662
P.O. Box 86
Minneapolis, MN 55486

CBRE
Attn: Marc Scaffè
101 E. Kennedy Blvd
Suite 1500
Tampa, FL 33602

CBRE
Attn: Marc Scaffè
101 E. Kennedy Blvd
Suite1500
Tampa, FL 33602

Cumberland Mall
Attn: Law/Lease Administration Departmen
110 N. Wacker Dr.
Chicago, IL 60606

Cumberland Mall
Attn: Law/Lease Administration Departme
110 N. Wacker Dr.
Chicago, IL 60606

Cumberland Mall
Attn: General Manager
1000 Cumberland Mall
Atlanta, GA 30339

Cumberland Mall Attn: General Manager
1000 Cumberland Mall
Atlanta, GA 30339

GGP Staten Island Mall LLC
SDS-12-2730
PO Box 86
Minneapolis, MN 55486-2730

Goodman and Dominguez, Inc.
10701 NW 127 St
Medley, FL 33178

Hoover Mall Limited, LLC
% E. Abigail Bains, Esq.
Lightfoot, Franklin & White, LLC
400 20 St N
Birmingham, AL 35203

Oglethorpe Mall
110 N. Wacker Dr.
Chicago, IL 60606

Oglethorpe Mall
7804 Abercorn Street
Savannah, GA 31406

Peachtree Mall
110 N. Wacker Dr.
Chicago, IL 60606

Peachtree Mall
Attn: General Manager
3131 Manchester Expressway
Columbus, GA 31909

Riverchase Galleria
110 N. Wacker Dr.
Chicago, IL 60606

Riverchase Galleria
Attn: General Manager
3000 Riverchase Galleria Suite #1000
Birmingham, AL 35244

Riverchase Galleria
Attn: General Manager
3000 Riverchase Galleria
Suite 1000
Birmingham, AL 35244

SC Mota Associates, LP
340 Royal Poinciana Way
Suite 316
Palm Beach, FL 33480

Staten Island
Attn: General Manager
2655 Richmond Ave.
Staten Island, NY 10314

Staten Island Mall
110 N. Wacker Dr.
Chicago, IL 60606

Staten Island Mall
Attn: General Manager
2655 Richmond Ave.
Staten Island, NY 10314

University Mall Management Office
Attn: Thomas A. Locke
2200 E. Fowler Ave.
Tampa, FL 33612

David Goodman
10701 NW 127 St
Medley, FL 33178