

United States Bankruptcy Court Northern District of Georgia

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Africa's Children's Fund, Inc. Name of Joint Debtor (Spouse) (Last, First, Middle): All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all): 58-2101991 Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all): Street Address of Debtor (No. & Street, City, State & Zip Code): 4470 Chamblee Dunwoody Rd Suite 350 Atlanta, GA ZIPCODE 30338-6224 Street Address of Joint Debtor (No. & Street, City, State & Zip Code): ZIPCODE County of Residence or of the Principal Place of Business: DeKalb County of Residence or of the Principal Place of Business: Mailing Address of Debtor (if different from street address): ZIPCODE Mailing Address of Joint Debtor (if different from street address): ZIPCODE

Location of Principal Assets of Business Debtor (if different from street address above): 2270 Flat Shoals Rd ZIPCODE 30296-2310

Type of Debtor (Form of Organization) (Check one box.) [] Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. [x] Corporation (includes LLC and LLP) [] Partnership [] Other (If debtor is not one of the above entities, check this box and state type of entity below.) Nature of Business (Check one box.) [] Health Care Business [] Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) [] Railroad [] Stockbroker [] Commodity Broker [] Clearing Bank [x] Other Tax-Exempt Entity (Check box, if applicable.) [x] Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code). Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) [] Chapter 7 [] Chapter 9 [x] Chapter 11 [] Chapter 12 [] Chapter 13 [] Chapter 15 Petition for Recognition of a Foreign Main Proceeding [] Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box.) [] Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." [x] Debts are primarily business debts.

Filing Fee (Check one box) [x] Full Filing Fee attached [] Filing Fee to be paid in installments (Applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. [] Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. Chapter 11 Debtors: Check one box: [] Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). [x] Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: [x] Debtor's aggregate noncontingent liquidated debts owed to non-insiders or affiliates are less than \$2 million. Check all applicable boxes: [] A plan is being filed with this petition [] Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information [x] Debtor estimates that funds will be available for distribution to unsecured creditors. [] Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. Estimated Number of Creditors 1-49 [x] 50-99 [] 100-199 [] 200-999 [] 1,000-5,000 [] 5,001-10,000 [] 10,001-25,000 [] 25,001-50,000 [] 50,001-100,000 [] Over 100,000 [] Estimated Assets [] \$0 to \$10,000 [] \$10,000 to \$100,000 [x] \$100,000 to \$1 million [] \$1 million to \$100 million [] More than \$100 million Estimated Liabilities [] \$0 to \$50,000 [] \$50,000 to \$100,000 [x] \$100,000 to \$1 million [] \$1 million to \$100 million [] More than \$100 million THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Africa's Children's Fund, Inc.
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Prior Bankruptcy Case Filed Within Last 8 Years (If more than one, attach additional sheet)

Location Where Filed: None	Case Number:	Date Filed:
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Location Where Filed:	Case Number:	Date Filed:
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Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: None	Case Number:	Date Filed:
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District:	Relationship:	Judge:
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<p style="text-align: center;">Exhibit A</p> <p>(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.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>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 § 342(b) of the Bankruptcy Code.</p> <p style="text-align: center;">X _____ Signature of Attorney for Debtor(s) Date</p>
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Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

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

No

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue
(Check any applicable box.)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

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

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Statement by a Debtor Who Resides as a Tenant of Residential Property
(Check all applicable boxes.)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord or lessor that obtained judgment)

(Address of landlord or lessor)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

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

Name of Debtor(s):
Africa's Children's Fund, 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

X _____
Printed Name of Foreign Representative

Date

Signature of Attorney

X **/s/ Robert D. Schwartz** _____
Signature of Attorney for Debtor(s)

Robert D. Schwartz 631159 _____
Printed Name of Attorney for Debtor(s)

Charlton & Glover, P.C. _____
Firm Name

87 Vickery Street _____
Address

Roswell, GA 30075 _____

(770) 993-1005 _____
Telephone Number

February 5, 2007 _____
Date

Signature of Non-Attorney 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); 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 19B 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

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/ Victor Mbaba** _____
Signature of Authorized Individual

Victor Mbaba _____
Printed Name of Authorized Individual

President/CEO _____
Title of Authorized Individual

February 5, 2007 _____
Date

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

Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

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

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.

United States Bankruptcy Court
Northern District of Georgia

IN RE:

Case No. _____

Africa's Children's Fund, Inc.

Chapter 11

Debtor(s)

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

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(s) 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 \$ 250.00/hr

Prior to the filing of this statement I have received \$ 5,000.00

Balance Due \$ _____

2. The source of the compensation paid to me was: Debtor Other (specify): **Margaret Mbaba**

3. The source of compensation to be paid to me is: Debtor Other (specify):

4. 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.

5. 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]

6. By agreement with the debtor(s), the above disclosed fee does not include the following services:

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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.

February 5, 2007

Date

/s/ Robert D. Schwartz

Signature of Attorney

Charlton & Glover, P.C.

Name of Law Firm

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

IN RE:

Case No. _____

Africa's Children's Fund, Inc.

Chapter **11**

Debtor(s)

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, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
Pimsler Hoss Architects, Inc. 1383 Spring St NW Ste B Atlanta, GA 30309-2845	Cooperative Resource Center 191 Edgewood Ave SE Atlanta, GA 30303-3000		Disputed	30,452.69
Rindt-McDuff Associates, Inc. 334 Cherokee St NE Marietta, GA 30060-1346	Cooperative Resource Center 191 Edgewood Ave SE Atlanta, GA 30303-3000		Disputed	25,754.73
Cooperative Resource Center 191 Edgewood Ave SE Atlanta, GA 30303-3000			Disputed	25,000.00
Benjamin Erlitz, Esquire 1126 Ponce De Leon Ave NE Atlanta, GA 30306-4517				25,000.00
United Consulting 625 Holcomb Bridge Rd Norcross, GA 30071-2045	Cooperative Resource Center 191 Edgewood Ave SE Atlanta, GA 30303-3000		Disputed	5,203.00
Norman F. Robinson Assoc., Ltd. 1270 Martin Luther King Jr Dr SW Atlanta, GA 30314-2537			Disputed	685.00

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

I, [the president *or* other officer *or* an authorized agent of the corporation][*or* a member *or* an authorized agent of the partnership] 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: **February 5, 2007** Signature: **/s/ Victor Mbaba**

Victor Mbaba, President/CEO

(Print Name and Title)

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Benjamin Erlitz, Esquire
1126 Ponce De Leon Ave NE
Atlanta, GA 30306-4517

Burroughs & Keene, LLC
ATTN: Maureen Wood, Esquire
6440 Hillandale Dr Ste 100
Lithonia, GA 30058-7669

Centre Pointe Investments
4470 Chamblee Dunwoody Rd
Atlanta, GA 30338-6224

Cooperative Resource Center
191 Edgewood Ave SE
Atlanta, GA 30303-3000

Developments Consultants, LLC
C/O George O. Lawson, Jr., Esquire
970 Martin Luther King Jr Dr SW
Atlanta, GA 30314-2962

Fulton County
Community Development Dept.
141 Pryor St SW Ste 501
Atlanta, GA 30303-3444

Margaret Mbaba
6815 Wynbrooke Cv
Stone Mountain, GA 30087-4768

Norman F. Robinson Assoc., Ltd.
1270 Martin Luther King Jr Dr SW
Atlanta, GA 30314-2537

Pimsler Hoss Architects, Inc.
1383 Spring St NW Ste B
Atlanta, GA 30309-2845

Rindt-McDuff Associates, Inc.
334 Cherokee St NE
Marietta, GA 30060-1346

United Consulting
625 Holcomb Bridge Rd
Norcross, GA 30071-2045