

B 1 (Official Form 1) (1/08)

United States Bankruptcy Court Northern District of Georgia		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): First Convalescent Center, LLC		Name of Joint Debtor (Spouse) (Last, First, Middle): None
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): Not Applicable		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): 58-2424709		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): 550 Hammond Drive, NE Atlanta, Georgia 30328-5140 ZIP CODE 30328		Street Address of Joint Debtor (No. and Street, City, and State): ZIP CODE
County of Residence or of the Principal Place of Business: Fulton County		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): Same as above ZIP CODE		Mailing Address of Joint Debtor (if different from street address): ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): ZIP CODE		10-65131 ZIP CODE

<p>Type of Debtor (Form of Organization) (Check one box.)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p>	<p>Nature of Business (Check one box.)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other Real Estate Company</p> <p>Tax-Exempt Entity (Check box, if applicable.)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p>	<p>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <p><input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input checked="" type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <hr/> <p>Nature of Debts (Check one box.)</p> <p><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."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p>Filing Fee (Check one box.)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached.</p> <p><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.</p> <p><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.</p>	<p style="text-align: center;">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.</p> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition.</p> <p><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).</p>
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<p>Statistical/Administrative Information</p> <p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><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.</p> <p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input checked="" type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table> <p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table> <p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input checked="" type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<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	<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	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input checked="" 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	<p>THIS SPACE IS FOR COURT USE ONLY</p> <p style="font-size: 24px; font-weight: bold;">FEB 23 2010 PM 01:41</p> <p style="font-size: 18px; font-weight: bold;">M. REGINA THOMAS, CLERK</p> <p style="font-size: 12px; font-weight: bold;">U.S. BANKRUPTCY COURT NORTHERN DISTRICT OF GEORGIA</p> <p style="font-size: 24px; font-weight: bold; transform: rotate(90deg);">FILED</p>
<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																						
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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): None	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor:	Case Number:	Date Filed:	
District: Northern District of Georgia	Relationship:	Judge:	
<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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>	
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?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> 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.)			
<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.			
Information Regarding the Debtor - Venue (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 checked="" 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.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (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)).			

B 1 (Official Form) 1 (1/08)		Page 3
Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): None
Signatures		
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joiant)</p> <p>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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>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.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>	
<p>X _____ <i>Signature of Attorney*</i></p> <p>Signature of Attorney for Debtor(s) George D. Houser, Esquire</p> <p>Printed Name of Attorney for Debtor(s) George D. Houser, Attorney at Law</p> <p>Firm Name 550 Hammond Drive, NE</p> <p>Address Atlanta, Georgia 30328-5140</p> <p>_____ 404-228-3148</p> <p>Telephone Number 02/22/2010</p> <p>Date</p> <p><small>*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.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p>X _____</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>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.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>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.</small></p>	
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ <i>Signature of Authorized Individual</i></p> <p>Signature of Authorized Individual George D. Houser</p> <p>Printed Name of Authorized Individual Manager</p> <p>Title of Authorized Individual 02/22/2010</p> <p>Date</p>		

B 1A (Official Form 1, Exhibit A) (9/97)

[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 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

UNITED STATES BANKRUPTCY COURT

Northern District of Georgia

In re First Convalescent Center, LLC ,) Case No. _____
 Debtor)
)
) Chapter 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is Not Applicable .

2. The following financial data is the latest available information and refers to the debtor's condition on Est. as of 02/22/2010 .

a. Total assets \$ 1,500,000.00
 b. Total debts (including debts listed in 2.c., below) \$ 850,000.00

c. Debt securities held by more than 500 holders:

	\$	Approximate number of holders:
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____

d. Number of shares of preferred stock _____
 e. Number of shares common stock 100 _____

Comments, if any: _____

The number of membership interests in the Limited Liability Company is listed under the "Number of shares of common stock."

3. Brief description of debtor's business:
 Debtor is a real estate company.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:
 George D. Houser

B 1C (Official Form 1, Exhibit C) (9/01)

[If, to the best of the debtor's knowledge, the debtor owns or has possession of property that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety, attach this Exhibit "C" to the petition.]

UNITED STATES BANKRUPTCY COURT

Northern District of Georgia

In re First Convalescent Center, LLC ,) Case No. _____
Debtor)
)
) Chapter 11

EXHIBIT "C" TO VOLUNTARY PETITION

1. Identify and briefly describe all real or personal property owned by or in possession of the debtor that, to the best of the debtor's knowledge, poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

None

2. With respect to each parcel of real property or item of personal property identified in question 1, describe the nature and location of the dangerous condition, whether environmental or otherwise, that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

None

MINUTES OF THE SPECIAL MEETING
FIRST CONVALESCENT CENTER, LLC OF THE
BOARD OF DIRECTORS
OF
FIRST CONVALESCENT CENTER, LLC
(a Georgia Limited Liability Company)

December 21, 2009

The undersigned, being the Secretary (the "Secretary") of the Board of Directors of FIRST CONVALESCENT CENTER, LLC, a Georgia Limited Liability Company (the "Company"), hereby certifies that at a special meeting of the Board duly called and held on February 20, 2010, the following resolutions were adopted in accordance with the by-laws of the Company and applicable law and that these resolutions have not been modified or rescinded and are still in full force and effect on the date hereof:

RESOLVED, that in the judgment of the Board of Directors of the Company, it is in the best interests of the Corporation, its creditors, employees, stockholders and other interested parties that a petition be filed by the Company seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code");

RESOLVED, that the Manager, Chairman of the Board, Vice President, Treasurer, and Secretary, and any other person designated and so authorized to act (the "Officers") are each hereby authorized, empowered and directed to execute and verify on behalf of the Company and in its name, at such time hereafter as any of them determine, a voluntary petition for reorganization under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Georgia or such other district as deemed appropriate in the event that, in the judgment and discretion of any Officer, such action is deemed necessary and appropriate and in the best interests of the Company;

RESOLVED, that in connection with the commencement of the Chapter 11 case by the Company, the Officers of the Company are authorized and empowered on behalf of, and in the name of, the Company to: (a) negotiate, execute and obtain post-petition financing and/or use of cash collateral according to terms which may be negotiated and considered necessary, proper or desirable by the management of the Company; (b) to enter into any debtor in possession financing facilities, guarantees, or other related documents and to pledge and grant liens on the Company's assets as may be contemplated by or required under the terms of such post-petition financing or cash collateral; and (c) in connection therewith, the Officers of the Company are hereby authorized and directed to execute appropriate loan agreements, cash collateral agreements, pledge agreements, liens and other related and/or ancillary documents;

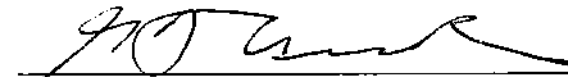
RESOLVED, that the Officers of the Company are authorized to employ any professional necessary to assist the Company in fulfilling its duties under the Articles and By-Laws of its Corporate Charter as a Limited Liability Company organized in Georgia, and under the Bankruptcy Code, and, in connection therewith, the Officers of the Company are authorized and directed to execute appropriate employment and consulting agreements, pay appropriate retainers prior to or immediately upon the filing of the Chapter 11 case and cause to be filed appropriate applications with the bankruptcy court for authority to retain the services of any professional, as necessary, and on such terms as are deemed necessary, desirable and proper.

RESOLVED, that the Officers are hereby authorized, empowered and directed, on behalf of the Company and in its name, to retain George D. Houser, Attorney at Law, either singly or with others as properly authorized by the Company, as bankruptcy counsel or co-counsel for general legal advice and for legal advice necessary to properly effectuate and conclude the successful Chapter 11 filing by the Company;

RESOLVED, that, from and after the filing by the Company of a Chapter 11 bankruptcy petition, the Officers and any other signatory may, in the proper and appropriate administration of their duties, authorize, are hereby authorized, empowered and directed on behalf of the Company and in its name to execute and cause to be filed all petitions, schedules, motions, lists, applications, pleadings, and other papers as determined by any of them to be necessary, proper or desirable in connection with the Company's Chapter 11 case;

RESOLVED, that any and all actions heretofore taken by any Officer or director of the Company in the name and on behalf of the Company in furtherance of the purpose and intent of any or all of the foregoing resolutions be, and hereby are, ratified, confirmed, and approved in all respects.

IN WITNESS WHEREOF, the undersigned, Secretary of the Board of FIRST CONVALESCENT CENTER, LLC, has executed these Minutes as of the date first written above.



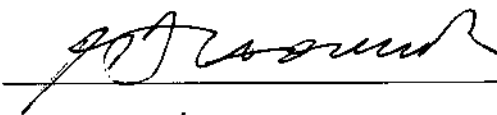
GEORGE D. HOUSER, SECRETARY OF THE
BOARD OF DIRECTORS
FIRST CONVALESCENT CENTER, LLC

Official Form 2
6/90

**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 *or* schedule *or* amendment *or* other document (describe)] and that it is true and correct to the best of my information and belief.

Date 2/22/2010

Signature 

George D. Houser, MANAGER
(Print Name and Title)

UNITED STATES BANKRUPTCY COURT

Northern District of Georgia

In re FIRST CONVALESCENT)
CENTER, LLC)
Debtor) Case Number _____)
)
)
)
) Chapter 11)

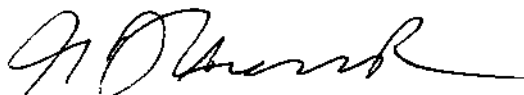
LIST OF CREDITORS HOLDING TWENTY (20) LARGEST UNSECURED CLAIMS

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 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.

The List is attached as Exhibit A infra.

This twenty second (22nd) day of February, 2010.

GEORGE D. HOUSER, ESQUIRE



George D. Houser, Esq.
GEORGE D. HOUSER, ESQUIRE
550 Hammond Drive, NE
Sandy Springs, Georgia 30328-5140
Georgia Bar Number 369225
404-228-3148; 404-228-3188, Facsimile
gdhouser@gmail.com

Name of Creditor	Name, Telephone Number and Complete Mailing Address	Nature of Claim	Contingent, Unliquid. Disputed or Setoff	Amount of Claim
1 Roswell Holdings, LLC	Howard Alpern 200 Sandy Springs Circle Sandy Springs, Georgia 30328 404-531-0018	Loan	First Mortgage	\$ 200,000.00
2 Roswell Holdings, LLC	Howard Alpern 200 Sandy Springs Circle Sandy Springs, Georgia 30328 404-531-0018	Loan	Second Mortgage	\$ 650,000.00
3 Medical Arts	Lisa K. Rose, Esq. McCalla Raymer, LLC 6 Concourse Parkway Suite 3200 Atlanta, Georgia 30328 Direct: (678) 281-6443 Main: (678) 281-6500 Fax: (770) 643-3516 Email: llkr@mccallaraymer.com	Judgment	Liquidated (Apportioned Amount)	\$ 50,000.00
4 Sysco Foodservices, Inc.	Legal Department Sysco Atlanta 2225 Riverdale Road College Park, Georgia 30349 404-765-9900	Judgment	Unliquidated (Apportioned Amount)	\$ 10,000.00
5 Frankel and Associates, LLP	Craig Frankel, Esq.	Judgment	Liquidated	\$ 10,000.00

Name of Creditor	Name, Telephone Number and Complete Mailing Address	Nature of Claim	Contingent, Unliquid. Disputed or Setoff (Apportioned Amount)	Amount of Claim
6 Georgia Department of Revenue	Collections Department Georgia Department of Revenue 1800 Century Blvd. N.E. Atlanta, Georgia 30345-3205 404-968-0490	Taxes	Unliquidated (Apportioned Amount)	\$ 10,000.00
7 Atlanta Gas Light Company	Atlanta Gas Light Company P.O.Box 4569 Department 6250 Atlanta, Georgia 30302-4569 (404)584-4000	Utility	Unliquidated	\$ 1,500.00
8 Atlanta Department of Watershed Management	263 Decatur Street Southeast Atlanta, GA 30312 (404) 546-1150	Utility	Unliquidated	\$ 2,200.00
9 Comcast Cable and Internet Services	12 Piedmont Ctr NE, Atlanta (404)495-3860	Utility	Unliquidated	\$ 338.00
10 Georgia Power Company	241 Ralph McGill Boulevard NE Atlanta, Georgia 30308 888-660-5890	Unliquidated	\$ 505.35	
11 Rhonda Houser	3565 Rembrandt Road Atlanta, Georgia 30327	Real Estate Commission	Unliquidated	\$ 25,000.00

Name of Creditor	Name, Telephone Number and Complete Mailing Address	Nature of Claim	Contingent, Unliquidated or Setoff	Amount of Claim
12 Morris Manning & Martin, LLP	3343 Peachtree Rd. Atlanta, Georgia 30326-1044	Legal Fees	Unliquidated (Apportioned)	\$ 10,000.00
13 Retirement Care Associates, Inc. c/o Sun Healthcare Group, Inc.	101 Sun Avenue Northeast Albuquerque, NM 87109-4373	Loan	Liquidated (Apportioned)	\$ 10,000.00
14 Theodore Lackland, Esq.	233 Peachtree Street, NE Suite 2300 Atlanta, Georgia 30303-1509	Legal Fees	Judgment (Apportioned)	\$ 500.00
15 Internal Revenue Service	Post Office Box 21126 Philadelphia, PA 19114	Taxes	Unliquidated	\$ 10,000.00
TOTAL OWED TO CREDITORS				\$ 990,043.35

UNITED STATES BANKRUPTCY COURT

Northern District of Georgia

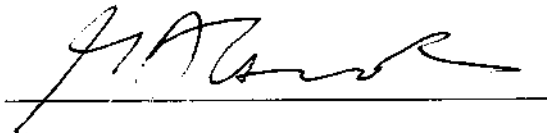
In re	FIRST CONVALESCENT)	
	CENTER, LLC)	
)	
	Debtor)	Case Number _____
)	
)	
)	
)	Chapter 11

MATRIX OF CREDITORS

COMES NOW FIRST CONVALESCENT CENTER, LLC, Petitioner herein,
who submits the attached list of creditors as Attachment A.

This twenty second (22nd) day of February 2010.

GEORGE D. HOUSER, ESQUIRE



George D. Houser, Esq.
GEORGE D. HOUSER, ESQUIRE
550 Hammond Drive, NE
Sandy Springs, Georgia 30328-5140
Georgia Bar Number 369225
404-228-3148; 404-228-3188, Facsimile
gdhouser@gmail.com

ATTACHMENT A
MATRIX OF CREDITORS

Atlanta Gas Light
P.O. Box 4569
Dept. 6250
Atlanta, GA 30302-4569

Atlanta Department of Watershed Management
55 Trinity Avenue SW.
Atlanta GA 30303

Comcast Cable and Internet Services
Atlanta, Georgia

Georgia Department of Revenue
1800 Century Boulevard, NE
Atlanta, Georgia 30345-3205

Georgia Power Company
241 Ralph McGill Boulevard NE
Atlanta, GA 30308

Rhonda Houser
3565 Rembrandt Road, NW
Atlanta, Georgia 30327

Medical Arts Pharmacy, Inc.
C/o Lisa Rose
6 Concourse Parkway, Suite 3200
Atlanta, Georgia 30328

Morris Manning & Martin
3343 Peachtree Road Northeast
Atlanta, Georgia 30326-1044

Retirement Care Associates, Inc.
Sun Healthcare Group, Inc.
101 Sun Avenue Northeast
Albuquerque, NM 87109-4373

Roswell Holdings, LLC
200 Sandy Springs Circle, Suite 200
Sandy Springs, Georgia 30328

Roswell Holdings Mortgage, LLC
200 Sandy Springs Circle, Suite 200
Sandy Springs, Georgia 30328

The Guild, Incorporated
550 Hammond Drive, NE
Sandy Springs, Georgia 30328-5140

The Kydd Group, Ltd.
P.O.Box 390698
Minneapolis, MN 55409

Theodore Lackland
Attorney at Law
233 Peachtree St NE # 2300
Atlanta, GA 30303-1509

Internal Revenue Service
P.O.Box 21126
Philadelphia, PA 19114

Paid \$ 1039 Non-Business Complete
 IFP filed (Ch.7 Individuals Only) Business Incomplete

Orders on Fee Application Order Issued Application NOT filed

Chapter 7 (Individuals Only)
 02g - Chapter 7 Order Granting

Chapter 13 (Individuals Only)
 02g - Chapter 13 Order Granting: 2 Installments of \$ _____ each
 03g - Chapter 13 Order Granting - 10 day (3 Installments of \$75.00, \$99.50 & \$99.50)
 02d - Chapter 13 Order Denying \$ _____ due

Chapter 11 (Individuals Only)
 02g - Chapter 11 Order Granting: 2 Installments of \$ _____ each
 03g - Chapter 11 Order Granting - 10 day (3 Installments of \$339.00, \$350.00 & \$350.00)
 02d - Chapter 11 Order Denying \$ _____ due

Missing Documents:

- Matrix - Requires separate Order
- Pro se Affidavit
- Form B21
- Voluntary Petition not on Official Form One (1/08)
- Exhibit D - Individuals only (12/09)
- Statement of Financial Affairs (12/07)
- Schedules: A B C D E F G H I J (12/07)
- Summary of Schedules (12/07)
- Statistical Summary (12/07)
- Declaration Page for Summary & Schedules (12/07)
- Statement of Intent - Ch. 7 only (12/08)
- Attorney Disclosure Statement (12/94)
- Petition Preparer Disclosure Statement (10/05)
- Declaration of Non-Attorney Petition Preparer (12/07)
- Certification of Notice 342- Form 201B (12/09)
- Statement of Current Monthly Income/Mean Test (Ch.7 - 12/08; Ch.13/11 - 1/08)
- Chapter 13 Plan, complete with signatures (4/08)
- Certificate of Credit Counseling
- Pay Advices
- Corporate Resolution (Business Ch. 7 & 11)

Petition Deficiencies:

- Name
- Last 4 digits of SSN
- Address
- County
- Type of Debtor
- Chapter
- Nature of Debts
- Statistical Estimates
- Signatures

Case filed via:

Intake Counter by:
 Attorney
 Debtor - verified ID
 Other - verified ID of: _____

Mailed by:
 Attorney
 Debtor
 Other: _____

History of Case Association

Prior cases within 2 years: _____

Related case within years: _____

Ch.11 Business

- 20 Largest Unsecured Creditors
- List of Equity Security Holders
- Small Business - Balance Sheet
- Small Business - Statement of Operations
- Small Business - Cash Flow Statement
- Small Business - Federal Tax Returns

Intake Clerk: M. Lopez Date: 2/23
 Case Opener: _____ Date: _____

U. S. BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

01137360 - YL
February 23, 2010

Code	Case No	Qty	Amount	By
11	10-65131	1	\$1,039.00	CA
	Judge - Not Assigned			
	Debtor - FIRST CONVALESCENT,			

TOTAL: \$1,039.00

FROM: George D Houser
George D. Houser, Attorney at Law
550 Hammond Drive NE
Sandy Springs, GA 30328