

Official Form 1 (04/10)

United States Bankruptcy Court
NORTHERN DISTRICT OF GEORGIA

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): GEL ENTERPRISES CORP (TENNESSEE), Corporation	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): dba GEL Enterprises Bookstore, dba Texas College Bookstore	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): 68-0521966	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): 1447 Cartecay Drive Atlanta GA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIPCODE 30319	ZIPCODE
County of Residence or of the Principal Place of Business: Cobb	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): PO Box 190049 Atlanta GA	Mailing Address of Joint Debtor (if different from street address):
ZIPCODE 31119	ZIPCODE
Location of Principal Assets of Business Debtor (if different from street address above): SAME	ZIPCODE

<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 type="checkbox"/> Other</p> <hr/> <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</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</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> <hr/> <p>Chapter 11 Debtors:</p> <p>Check one box:</p> <p><input checked="" type="checkbox"/> Debtor is a small business 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> <hr/> <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 \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).</p> <hr/> <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>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 align="center">THIS SPACE IS FOR COURT USE ONLY</p>
<p>Statistical/Administrative Information</p> <p><input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><input checked="" 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> <p><input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input checked="" 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</p>	
<p>Estimated Assets</p> <p><input checked="" type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion</p>	
<p>Estimated Liabilities</p> <p><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>	

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): GEL ENTERPRIZES CORP (TENNESSEE), Corporation	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: NONE	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: NONE	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (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	Exhibit 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 have delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) Date 05/07/2010		
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 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 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 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.) <div style="text-align: right; margin-right: 100px;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: right; margin-right: 100px;"> _____ (Address of landlord) </div> <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)).			

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): GEL ENTERPRIZES CORP (TENNESSEE), Corporation</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</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.</p> <p>[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><u>05/07/2010</u> (Date)</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X /s/ Stephen J Sasine, Esq. Signature of Attorney for Debtor(s)</p> <p><u>Stephen J Sasine, Esq. GBN 626850</u> Printed Name of Attorney for Debtor(s)</p> <p><u>STEPHEN J SASINE</u> Firm Name</p> <p><u>GBN 626850</u> Address</p> <p><u>3405 Piedmont Rd, NE, Ste 475</u></p> <p><u>Atlanta GA 30305</u></p> <p><u>404-591-9330</u> Telephone Number</p> <p><u>05/07/2010</u> 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 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 _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided</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><i>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.</i></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 /s/ Gregory E. Lewis Signature of Authorized Individual</p> <p><u>Gregory E. Lewis</u> Printed Name of Authorized Individual</p> <p><u>President</u> Title of Authorized Individual</p> <p><u>05/07/2010</u> Date</p>	

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re *GEL ENTERPRIZES CORP (TENNESSEE)*
Corporation
dba GEL Enterprizes Bookstore
dba Texas College Bookstore

Case No.
Chapter 11

_____/ Debtor

STATEMENT REGARDING CORPORATE RESOLUTION

The undersigned Gregory E. Lewis is President of GEL ENTERPRIZES CORP (TENNESSEE), a corporation. On the following resolution was duly adopted by the of this corporation.

"WHEREAS, it is in the best interests 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:

"NOW, THEREFORE, BE IT RESOLVED, that Gregory E. Lewis, President of this corporation, be and hereby is, authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case in the United States Bankruptcy Court on behalf of the corporation; and

"BE IT FURTHER RESOLVED, that Gregory E. Lewis, President of this corporation, be and hereby is, authorized and directed to appear in all such bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform any and all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with said bankruptcy proceedings; and

"BE IT FURTHER RESOLVED, that Gregory E. Lewis, President of this corporation, be and hereby is, authorized and directed to employ Stephen J Sasine, Esq., Attorney and the law firm of STEPHEN J SASINE, to represent the corporation in said bankruptcy proceedings."

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, Gregory E. Lewis, President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing resolution and it is true and correct to the best of my knowledge, information, and belief.

Date 5-7-2010

Signature /s/ Gregory E. Lewis
Gregory E. Lewis
President

ADT
PO Box 371967
Pittsburgh, PA 15250-7967

ADT (OAKWOOD)
14200 E Exposition Ave
Accounts Payble
Aurora, CO 80012

Africian Imports
512 Camden Circle
Owensboro, KY 42301

Alabama A&M University
Attn: VP Business & Finance
4900 Meridian Street
Normal, AL 35762

Alfred Music
PO Box 10003
Van Nuys, CA 91410-0003

Amazing Facts
PO Box 1058
Roseville, CA 95678

American Hotel & Lodging
800 North Magnolis Ave
Suite 300
Orlando, FL 32803-3252

American Nurses Association
8515 Georgia Avenue
Suite 400
Silver Springs, MD 20910-349

American Planning Association
1225 S. Michigan Ave
Suite 1600
Chicago, IL 60603

American Psychiatric
1000 Wilson Boulevard
Suite 1825
Arlington, VA 22209

American Psychological Associa
750 First Street
Washington, DC 20002

Andrew University
8975 Old US-31
Berrien Springs, MI 49104

Artisan House
1220 L Street NW
Suite 100-168
Washington, DC 20005

Association For Supervision &
P. O. Box 79812
Baltimore, MD 21279-0812

AT&T
PO Box 8100
Aurora, IL 60507-8100

AT&T (LOC)
PO BOX 105262
Atlanta, GA 30348-5262

AT&T (Corporate)
PO Box 105262
Atlanta, GA 30348-5262

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P. O. Box 1209
Minneapolis, MN 55440-1209

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8390 E Ceesent PKW
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Fayetteville, AR 72704

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16 Broadway
Fargo, ND 58102

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Huntsville, AL 35804

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Lenexa, KS 66219

Charles River Apparel
1205 Providence Highway RT1
Sharon, MA 02067-1671

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529 Laneywalker blvd
Augusta, GA 30901

Cintas #241
15201 Alabama HWY 20
Madison, AL 35756

Cintas Dayton LOC G62
P. O. Box 630803
Cincinnati, OH 45263-080

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Roanoke, VA 24002

Cotton Exchange
PO Box # 25
115 East Third Street
Wendell, NC 27591

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Washington, DC 20036

Cynthia Powell
P.O. Box 11072
Huntsville, AL 35814

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6130 Nancy Ridge Drive
San Diego, CA 92121

Dodger Industries
1702 21st Street
Box 110
Eldora, IA 50627

Karen Dowell
1879 Loverdale Drive
Memphis, TN 38114

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Durham, NC 27701

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110 Linda Lance
Orangeburg, SC 29115

EMC Publishing/Jist Publishing
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Minneapolis, MN 55486-2761

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1555 Emerson Street
Rochester, NY 14606-3197

Ernest
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Mahadoc, NY 10561

Express Personnel
PO Box 730039
Dallas, TX 75373-0039

F&W Publications
4700 East Galbraith Road
Cincinnati, OH 45236

Fairchild
750 Third Ave
New York, NY 10017

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PO Box 660481
Dallas, TX 75266-0481

FEDEX (TC)
PO Box 660481
Dallas, TX 75266-0481

FEDEX (OU)
PO Box 660481
DALLAS, TX 75266-0481

FEDEX (AAMU)
PO BOX 660481
DALLAS, TX 75266-0481

FEDEX (VC)
PO BOX 660481
DALLAS, TX 75266

FEDEX(CSU)
PO BOX 660481
DALLAS, TX 75266

Frank Hales
1617 Slade Ave
Columbus, OH 43235

GALLER WHOLESALE
4280 CONCORDE ROAD
MEMPHIS, TN 38118

GIA PUBLICATIONS
7404 S. Mason Ave
Chicago, IL 60638

Great Lakes Press
P. O. Box 520
Chesterfield, MO 63006

Greenwood Heinemann
88 Post Road West
P. O. Box 5007
Westpost,, CT 06881-5007

Greg E. Lewis
1447 Cartecay Drive
Atlanta, GA 30319

April Griffin
3603 Nelson Farm Court
Greensboro, NC 27406

Hachette
3 Center Plaza
Boston, MA 2108

Harlen Davidson
773 Gleen Avenue
Wheeling, IL 60090-6000

Harper Collins
PO Box 360846
Pittsburgh, PA 15251-6846

Hay Group
116 Hunting ton Ave
Boston, MA 2116

Hayden McNeil
14903 Pilot Drive
Plymouth, MI 48170

Health Administration Press
P. O. Box 10624
Baltimore, MD 21285-0624

Hendrickson
140 Summit Street
PO Box 3473
Peabody, MA 01961-3473

Holcomb Hathaway Publishers
6207 N Cattle Track Rd
Suite 5
Scottsdale, AZ 85250

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PO Box 50370
Baltimore, MD 21211-4370

Horizon Textbook Publishing
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Redding, CA 96049-465

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4385 Kimball Bridge Rd, Ste 10
Alpharetta, GA 30022

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9224 Paysphere Circle
Chicago, IL 60674

International Reading Associat
P. O. Box 8139
800 Barksdale R
Newark, DE 19714-8139

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Dayton,, OH 45420

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Xenia,, OH 45385

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Horsham,, PA 19044

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9th floor
New York,, NY 10018

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POB 11569
Atlanta, GA 30355

Lamination Service
PO Box 341301
Memphis,, TN 38184

Laser Magic
946 Century Lane
Apopka, FL 32703

LDF
PO Box 45
Port Perry ON
Port Perry ON, Canada L9L 1

Lemoyne Owen College
Johnnie B. Watson, Pres.
807 Walker Avenue
Memphis, TN 38126-6595

Lippincott Williams & Williams
P. O. Box 1530
Hagerstown, MD 21741

LiveText
1 S. La Grange Road
2nd Floor
La Grange, IL 60525

Living Stream Ministry
2431 W La Palma Avenue
Anaheim,, CA 92814

Love Publishing company
9101 East Kenyon
Suite 2200
Denver,, CO 80237

Lyceum Books
5758 S. BlackStone
Chicago,, IL 60637

M J Sofee Co
PO Box 65114
Charlotte, NC 28265

MCM GROUP
400 N Main St
Chelsea, MI 48118

Merchandise Inc.
5929 State Route 128
P. O. Box 10
Miamitown, , OH 45041

Merge Left
6757 Paysphere Circle
Chicago,, IL 60674

Modern Language Association (M
26 Broadway
Third Floor San 202-6422
New York,, NY 10004-1789

Morton Publishing
925 W Kenyon Ave
Unit 12
Englewood,, CO 80110

MV Sport
88 Spence Street
P. O. Box 9171
Bay Shore, , NY 11706-9171

NACS
Dept CH 17790
Palatine, IL 60055-779

NAPA
PO BOX 1020
SEWICKLEY,, PA 15143

National Book Network
P. O. Box 62193
Baltimore,, MD 21264-2193

Naturally Nawlins Gourmet
3807 Stayman Dr
Jamestown,, NC 27282

New Era Cap Co., Inc.
P.O. Box 054
Buffalo,, NY 14240

New Life Style Books
30 Uchee Pine Rd
Suite 15
Seale, AL 36875

New York University Press
838 Broadway,
3rd Floor
New York,, NY 10003

Nordoc Company
5 Tripps Lane
Riverside,, RI 2915

Oak Hall Industries
P. O. Box 1078
840 Union Street
Salem,, VA 24153

Olympus Publishing Co
3553 E Sutton
Salt Lake City, UT 84121

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DEPT 1963
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2001 Evans Road
Cary,, NC 27513

Pacific Press Publishing
PO Box 5353
Nampa,, ID 83653

PartnerShip
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Oberlin,, OH 44074-129

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P. O. Box 10624
Baltimore, , MD 21285-0624

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361 Walrer Ave #1
Memphis, TN 38126

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405 Murray Hill Parkway
East Rutherford,, NJ 07073

Perseus Distribution
1094 Flex Drive
Jackson,, TN 38301

Pro Ed Group
8700 Shooal Creek Blvd
Austin, , TX 78757-6897

Public Wholesale & Beverage
P. O. Box 354
Toney,, AL 35773

Publisher Group West
1094 Flex Drive
Jackson,, TN 38301

R&L Carriers
PO Box 713153
Columbus, OH 43271-3153

Random House
PO Box 120001
Dept 0919
Dallas,, TX 75312-091

Remington Office Supplies & Sc
80 Smith Street
Suite 4
Farmingdale,, NY 11735

Roaring Spring Paper
740 Spang Street
PO Box 35
Roaring Spring,, PA 1673-1924

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20549 Hwy 127
Athans,, AL 35614

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Baltimore,, MD 21264-2193

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Atlanta,, GA 30368-0614

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Mission, KS

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New York,, NY 10020

Sloan Publishing
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Cormwall-on-Hud, NY 12520

Source Books
P. O. Box 4410
Naperville,, IL 60567-1140

Springer Publishing Company
11 W 42nd Street
New York, NY 10036-8000

Stipes Publishing LLC
PO Box 526
Champaign,, IL 61824-0526

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2249 W. Fairmont Dr
Tempe, , AZ 85282

Syracuse University Press
621 Skytop Road,
Suite 110
Syracuse,, NY 13244-5290

Taylor & Francis Group LLC
6000 Broken Sound Parkway
Boca Raton,, FL 33487

Texas College
James Harris, VP Finance
2404 North Grand
Tyler, TX 75702

Theodore Presser Company
588 North Gulph Road
King of Prussia,, PA 19406-2

Third World Press
P. O. Box 19730
7822 S. Dobson Ave
Chicago,, IL 60619

Townsend Press
439 Kelly Drive
West Berlin,, NJ 08091-916

Transaction Books
300 Mc Gaw Drive
Edison, NJ 8857

United Health Group
Dept CH-10151
Palatine, IL 60055-0151

University Science
55 D Gate Five Road
Sausalito,, CA 94965

UPS
PO Box 1216
Richmond,, VA 23218-1216

Waveland Press, Inc.
4180 Il Route 83
Suite 101
Long Grove, , IL 60047-95

Wayne State university Press
4809 Woodward Avenue
Leoanrd N Simons Bldg
Detroit,, MI 48201-130

Westminster john Knox
100 Witherspoon Street
Louisville,, KY 40202-1396

Wilson Mackey
3013 Cleveland
Antioch,, CA 94509

Rebecca Woods
7701 Indian Trace
Tyler, TX 75708

XanEdu
300 N Zeeb Road
PO Box 998
Ann Arbor,, MI 48106-0998

Linda Yarbrough
POB 124
Arp, TX 75750-0124

Yarnell Ice Cream Co.
P. O. Box 78
205 South Spring St.
Searcy,, AR 72143

YRC
PO Box 471
Akron,, OH 44309-0471

Boxercraft Incorporated
P. O. Box 20016
Atlanta, GA 30325

Carolina Sewn Product
9 Pack Square SW
Suite 202
Asheville, NC 28801

College House
1400 Chamberlayne Avenue
P. O. Box 16118
Richmond, VA 23222

EDUCO International Inc
106 Rock Quarry Raoad
Ste B
Stockbridge, GA 30281

Follett Higher Education Group
2211 West Street
River Grove, IL 60171-1800

International Organization
2528 Palumbo Drive
Lexington, KY 40509

John Wiley & Sons
PO Box 34587
Newark, NJ 07189-458

Bryan Scott Kaplan, Esq
PO Box 11569
Atlanta, GA 30355

Mcgraw Hill
P. O. Box 2258
Carol Stream,, IL 60132-2258

MPS
16365 James Madison Highway
Gordonsville,, VA 22942

OT Sport
172 Boone Street
Burlington,, NC 27215

Pearson Education
PO Box 409479
Atlanta,, GA 30384

Quirk & Quirk LLC
325 Century Springs Drive
6000 Lake Forrest Drive
Atlanta, GA 30328

Rapp's Packaging
434 Sawmill Run Road
Butler,, PA 16001-8615

Review And Herald
55 West Oak Ridge Drive
Hagerstown,, MD 21740

R-TEXX ENTERPRIZES
925 Boblett Street
Blaine,, WA 98230

Staples
500 Staples Drive
MS 309R
Farmingham,, MA 1702

Stokes Lazarus & Carmichael
80 Peachtree Park Drive, NE
Atlanta, GA 30309-1320

Wells Fargo
POB 63020
San Francisco, CA 94163

WW Norton & Company
500 Fifth Avenue
New York,, NY 10110-0017

Gregory Lewis
1447 Cartecay Drive
Atlanta, GA 30319

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re *GEL ENTERPRIZES CORP (TENNESSEE)*
Corporation
dba GEL Enterprizes Bookstore
dba Texas College Bookstore

Case No.
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, 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).

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
1 <i>Wells Fargo</i> <i>POB 63020</i> <i>San Francisco CA 94163</i>	Phone: <i>Wells Fargo</i> <i>POB 63020</i> <i>San Francisco CA 94163</i>	<i>Account</i>		<i>\$ 126,299.71</i>
2 <i>Mcgraw Hill</i> <i>P. O. Box 2258</i> <i>Carol Stream, IL 60132-2258</i>	Phone: <i>Mcgraw Hill</i> <i>P. O. Box 2258</i> <i>Carol Stream, IL 60132-2258</i>	<i>Account</i>		<i>\$ 100,013.08</i>
3 <i>Pearson Education</i> <i>PO Box 409479</i> <i>Atlanta, GA 30384</i>	Phone: <i>Pearson Education</i> <i>PO Box 409479</i> <i>Atlanta, GA 30384</i>	<i>Account</i>		<i>\$ 82,233.09</i>
4 <i>Cengage Learning</i> <i>PO Box 6904</i> <i>Florence KY 41022-6904</i>	Phone: <i>Stokes Lazarus & Carmichael</i> <i>80 Peachtree Park Drive, NE</i> <i>Atlanta GA 30309-1320</i>	<i>Account</i>		<i>\$ 67,125.44</i>
5 <i>Branch Banking & Trust Co</i> <i>PO Box 580003</i> <i>Charlotte NC 28258-0003</i>	Phone: <i>Quirk & Quirk LLC</i> <i>325 Century Springs Drive</i> <i>6000 Lake Forrest Drive</i> <i>Atlanta GA 30328</i>	<i>guaranty</i>		<i>\$ 47,000.00</i>

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
6 Follett Higher Education Group 2211 West Street River Grove IL 60171-1800	Phone: Follett Higher Education Group 2211 West Street River Grove IL 60171-1800	Account		\$ 29,700.49
7 International Organization 2528 Palumbo Drive Lexington KY 40509	Phone: International Organization 2528 Palumbo Drive Lexington KY 40509	Account		\$ 26,048.07
8 College House 1400 Chamberlayne Avenue P. O. Box 16118 Richmond VA 23222	Phone: College House 1400 Chamberlayne Avenue P. O. Box 16118 Richmond VA 23222	Account		\$ 20,234.50
9 MPS 16365 James Madison Highway Gordonsville, VA 22942	Phone: MPS 16365 James Madison Highway Gordonsville, VA 22942	Account		\$ 10,965.65
10 EDUCO International Inc 106 Rock Quarry Raoad Ste B Stockbridge GA 30281	Phone: EDUCO International Inc 106 Rock Quarry Raoad Ste B Stockbridge GA 30281	Account		\$ 10,495.00
11 John Wiley & Sons PO Box 34587 Newark NJ 07189-458	Phone: John Wiley & Sons PO Box 34587 Newark NJ 07189-458	Account		\$ 10,348.81
12 Carolina Sewn Product 9 Pack Square SW Suite 202 Asheville NC 28801	Phone: Carolina Sewn Product 9 Pack Square SW Suite 202 Asheville NC 28801	Account		\$ 9,141.20

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
13 Staples 500 Staples Drive MS 309R Farmingham, MA 1702	Phone: Staples 500 Staples Drive MS 309R Farmingham, MA 1702	Account		\$ 8,933.08
14 R-TEXX ENTERPRIZES 925 Boblett Street Blaine, WA 98230	Phone: R-TEXX ENTERPRIZES 925 Boblett Street Blaine, WA 98230	Account		\$ 8,844.80
15 M J Sofee Co PO Box 65114 Charlotte NC 28265	Phone: Bryan Scott Kaplan, Esq PO Box 11569 Atlanta GA 30355	Account		\$ 7,510.61
16 OT Sport 172 Boone Street Burlington, NC 27215	Phone: OT Sport 172 Boone Street Burlington, NC 27215	Account		\$ 6,789.48
17 Rapp's Packaging 434 Sawmill Run Road Butler, PA 16001-8615	Phone: Rapp's Packaging 434 Sawmill Run Road Butler, PA 16001-8615	Account		\$ 6,237.78
18 Review And Herald 55 West Oak Ridge Drive Hagerstown, MD 21740	Phone: Review And Herald 55 West Oak Ridge Drive Hagerstown, MD 21740	Account		\$ 6,095.31
19 Boxercraft Incorporated P. O. Box 20016 Atlanta GA 30325	Phone: Boxercraft Incorporated P. O. Box 20016 Atlanta GA 30325	Account		\$ 5,937.12
20 WW Norton & Company 500 Fifth Avenue New York, NY 10110-0017	Phone: WW Norton & Company 500 Fifth Avenue New York, NY 10110-0017	Account		\$ 5,859.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, Gregory E. Lewis, President of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding Twenty Largest Unsecured Claims and that they are true and correct to the best of my knowledge, information and belief.

Date: 5/7/2010

Signature /s/ Gregory E. Lewis

Name: Gregory E. Lewis

Title: President

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re *GEL ENTERPRIZES CORP (TENNESSEE)*,
Corporation
dba *GEL Enterprizes Bookstore*
dba *Texas College Bookstore*

Case No.
Chapter 11

_____/ Debtor

Attorney for Debtor: *Stephen J Sasine, Esq.*

LIST OF EQUITY SECURITY HOLDERS

Number	Registered Name of Holder of Security	Number of Shares	Class of Shares, Kind of Interest
1	<i>April Griffin 3603 Nelson Farm Court Greensboro NC 27406</i>	35	<i>common (0.5%)</i>
2	<i>Dwayne Edwards 110 Linda Lane Memphis TN 38114</i>	35	<i>common (0.5%)</i>
3	<i>Gregory Lewis 1447 Cartecay Drive Atlanta GA 30319</i>	6720	<i>common (96%)</i>
4	<i>Karen Dowell 1879 Loverdale Drive Memphis TN 38114</i>	35	<i>common (0.5%)</i>
5	<i>Lauren Lewis 1447 Cartecay Drive Atlanta GA 30319</i>	140	<i>comon (2%)</i>
6	<i>Rebecca Woods 7701 Indian Trace Tyler TX 75708</i>	35	<i>common (0.5%)</i>

LIST OF EQUITY SECURITY HOLDERS

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, Gregory E. Lewis, President of the corporation named as

debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that they are true and correct to the best of my knowledge, information and belief.

Date: 05/07/2010

Signature: /s/ Gregory E. Lewis

Name: Gregory E. Lewis

Title: President