

| United States Bankruptcy Court Northern District of Georgia | | Voluntary Petition |
|---|---|--|
| Name of Debtor (if individual, enter Last, First, Middle): G. Harrell & Co., 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): d/b/a Sesame Seed Pree School | | 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): | | 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) 2605 Campbellton Road Atlanta, GA <div style="text-align: right;">ZIPCODE 30311</div> | | Street Address of Joint Debtor (No. and Street, City, and State) <div style="text-align: right;">ZIPCODE</div> |
| County of Residence or of the Principal Place of Business: Fulton | | County of Residence or of the Principal Place of Business: |
| Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIPCODE</div> | | Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIPCODE</div> |
| Location of Principal Assets of Business Debtor (if different from street address above): | | <div style="text-align: right;">ZIPCODE</div> |
| Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) <hr style="width: 100%;"/> | Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr style="width: 100%;"/> Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code) | Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding 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." <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts |
| Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. | | Check one box: Chapter 11 Debtors <input checked="" type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101(51D) <input type="checkbox"/> Debtor is not a small business as defined in 11 U.S.C. § 101(51D) Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). <hr style="width: 100%; border-top: 1px dashed black;"/> Check all applicable boxes <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes, in accordance with 11 U.S.C. § 1126(b). |
| Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. | | THIS SPACE IS FOR COURT USE ONLY |
| Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1000-5000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000 | | |
| Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input 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 | | |
| Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" 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 | | |

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

Name of Debtor(s):
 G. Harrell & Co., Inc.

All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

| | | |
|--|---------------------------|--------------------|
| Location Where Filed: Northern District of Georgia | Case Number: 10-67015-mgd | Date Filed: 3/9/10 |
| Location Where Filed: N.A. | 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: |

| | |
|--|--|
| <p>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>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 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?

- 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 and 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 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)

- Landlord has a judgment for possession of debtor's residence. (If box checked, complete the following.)
- _____
 (Name of landlord that obtained judgment)
- _____
 (Address of landlord)
- Debtor claims that under applicable non bankruptcy 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.
- Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).

Voluntary Petition

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

Name of Debtor(s):

G. Harrell & Co., 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 § 1515 of title 11 are attached.

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

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

(Date)

Signature of Attorney*

X /s/ David G. Bisbee
Signature of Attorney for Debtor(s)

DAVID G. BISBEE 058312
Printed Name of Attorney for Debtor(s)

Firm Name

2929 Tall Pines Way
Address

Atlanta, GA 30345

770-939-4881
Telephone Number

June 10, 2011
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of 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/ Gloria Harrell
Signature of Authorized Individual

GLORIA HARRELL
Printed Name of Authorized Individual

President
Title of Authorized Individual

June 10, 2011
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); and, 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110 setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social Security Number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

UNITED STATES BANKRUPTCY COURT
Northern District of Georgia

In re G. Harrell & Co., Inc., Debtor

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Table with 5 columns: (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]

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, [the president or other officer or an authorized agent of the corporation] named as debtor in this case, declare under penalty of perjury that I have read the foregoing LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS and that it is true and correct to the best of my information and belief.

Date June 10, 2011

Signature /s/ Gloria Harrell
GLORIA HARRELL,
President

CONSENT OF DIRECTORS
OF
G. HARRELL & CO., INC.

The undersigned, being all of the directors of G. Harrell & Co., Inc., a Georgia corporation, (hereinafter referred to as the "Corporation"), hereby consent to and take the actions set forth below. This consent is given in lieu of a special meeting of the board of directors of the Corporation, and the actions taken herein are to have the same effect as if taken in a meeting at which all of the directors were present and voting.

RESOLVED THAT the Corporation file a petition for reorganization under Chapter 11, Title 11 U.S.C.

FURTHER RESOLVED THAT the Corporation retain the law firm of David G. Bisbee as its counsel to prepare and file such documents as are necessary to initiate such Chapter 11 case and to represent the Corporation in such Chapter 11 case, and the Corporation is authorized to pay David G. Bisbee a retainer of \$10,000.00, plus the Chapter 11 filing fees of \$1,039.00, and to pay such further and additional legal fees and expenses as may be approved.

FURTHER RESOLVED, THAT Gloria Harrell, the president of the Corporation is hereby authorized to execute and deliver all such documents and instruments as may be necessary or desirable to effectuate the foregoing resolutions.

Dated this 6 day of June, 2011.



B6 Cover (Form 6 Cover) (12/07)

FORM 6. SCHEDULES

Summary of Schedules

Statistical Summary of Certain Liabilities and Related Data (28 U.S.C. § 159)

Schedule A - Real Property

Schedule B - Personal Property

Schedule C - Property Claimed as Exempt

Schedule D - Creditors Holding Secured Claims

Schedule E - Creditors Holding Unsecured Priority Claims

Schedule F - Creditors Holding Unsecured Nonpriority Claims

Schedule G - Executory Contracts and Unexpired Leases

Schedule H - Codebtors

Schedule I - Current Income of Individual Debtor(s)

Schedule J - Current Expenditures of Individual Debtor(s)

Unsworn Declaration under Penalty of Perjury

GENERAL INSTRUCTIONS: The first page of the debtor's schedules and the first page of any amendments thereto must contain a caption as in Form 16B. Subsequent pages should be identified with the debtor's name and case number. If the schedules are filed with the petition, the case number should be left blank

Schedules D, E, and F have been designed for the listing of each claim only once. Even when a claim is secured only in part or entitled to priority only in part, it still should be listed only once. A claim which is secured in whole or in part should be listed on Schedule D only, and a claim which is entitled to priority in whole or in part should be listed on Schedule E only. Do not list the same claim twice. If a creditor has more than one claim, such as claims arising from separate transactions, each claim should be scheduled separately.

Review the specific instructions for each schedule before completing the schedule.

In re G. Harrell & Co., Inc.

Case No. _____

Debtor

(If known)

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

| DESCRIPTION AND LOCATION OF PROPERTY | NATURE OF DEBTOR'S INTEREST IN PROPERTY | HUSBAND, WIFE, JOINT OR COMMUNITY | CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION | AMOUNT OF SECURED CLAIM |
|--|---|-----------------------------------|--|-------------------------|
| 2605 Campbellton Road Atlanta, GA 30311 2605 Campbellton Road Atlanta, GA 30311 | Fee Simple | | 924,900.00 | 244,185.00 |
| 3051 Middleton Road 3051 Middleton Road Atlanta, GA 30311 | Leashold | | 0.00 | None |
| 2769 Donald Hollowell Pkwy 2769 Donald Hollowell Pkwy Atlanta, GA 30311 | Leashold | | 0.00 | None |

Total ► 924,900.00

(Report also on Summary of Schedules.)

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In re G. Harrell & Co., Inc.

Case No. _____

Debtor

(If known)

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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).

| TYPE OF PROPERTY | N O N E | DESCRIPTION AND LOCATION OF PROPERTY | H U S B A N D, W I F E, J O I N T O R C O M M U N I T Y | CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION |
|---|------------------|---|---|--|
| 1. Cash on hand. | X | | | |
| 2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives. | X | Checking Account Wachovia Checking Account | | 2,205.00 |
| 3. Security deposits with public utilities, telephone companies, landlords, and others. | X | | | |
| 4. Household goods and furnishings, including audio, video, and computer equipment. | X | | | |
| 5. Books, Pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles. | X | Books Toys | | 500.00 |
| 6. Wearing apparel. | X | | | |
| 7. Furs and jewelry. | X | | | |
| 8. Firearms and sports, photographic, and other hobby equipment. | X | Misc Outdoor Equipment | | 2,000.00 |
| 9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each. | X | | | |
| 10. Annuities. Itemize and name each issuer. | X | | | |
| 11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).) | X | | | |
| 12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars. | X | | | |
| 13. Stock and interests in incorporated and unincorporated businesses. Itemize. | X | | | |
| 14. Interests in partnerships or joint ventures. Itemize. | X | | | |

In re G. Harrell & Co., Inc. Case No. _____
 Debtor (If known)

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

| TYPE OF PROPERTY | N O N E | DESCRIPTION AND LOCATION OF PROPERTY | HUSBAND, WIFE, JOINT OR COMMUNITY | CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION |
|--|------------------|---|--------------------------------------|--|
| 15. Government and corporate bonds and other negotiable and non-negotiable instruments. | X | | | |
| 16. Accounts receivable. | X | | | |
| 17. Alimony, maintenance, support, and property settlement to which the debtor is or may be entitled. Give particulars. | X | | | |
| 18. Other liquidated debts owing debtor including tax refunds. Give particulars. | | Claim for fees Scott Riddle | | 15,000.00 |
| 19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property. | X | | | |
| 20. Contingent and noncontingent interests in estate or a decedent, death benefit plan, life insurance policy, or trust. | X | | | |
| 21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights of setoff claims. Give estimated value of each. | X | | | |
| 22. Patents, copyrights, and other intellectual property. Give particulars. | X | | | |
| 23. Licenses, franchises, and other general intangibles. Give particulars. | X | | | |
| 24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. §101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes. | X | | | |
| 25. Automobiles, trucks, trailers, and other vehicles and accessories. | X | | | |
| 26. Boats, motors, and accessories. | X | | | |
| 27. Aircraft and accessories. | X | | | |
| 28. Office equipment, furnishings, and supplies. | | Furnishings | | 9,000.00 |
| 29. Machinery, fixtures, equipment, and supplies used in business. | X | | | |
| 30. Inventory. | X | | | |
| 31. Animals. | X | | | |

In re G. Harrell & Co., Inc. Debtor Case No. _____ (If known)

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

| TYPE OF PROPERTY | N O N E | DESCRIPTION AND LOCATION OF PROPERTY | HUSBAND, WIFE, JOINT OR COMMUNITY | CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION |
|--|------------------|---|--------------------------------------|--|
| 32. Crops - growing or harvested. Give particulars. | X | | | |
| 33. Farming equipment and implements. | X | | | |
| 34. Farm supplies, chemicals, and feed. | X | | | |
| 35. Other personal property of any kind not already listed. Itemize. | X | | | |
| <u>0</u> continuation sheets attached Total | | | | \$ 28,705.00 |

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

In re G. Harrell & Co., Inc.

Case No. _____

Debtor

(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:
(Check one box)

- 11 U.S.C. § 522(b)(2)
- 11 U.S.C. § 522(b)(3)

Check if debtor claims a homestead exemption that exceeds \$146,450*.

| DESCRIPTION OF PROPERTY | SPECIFY LAW PROVIDING EACH EXEMPTION | VALUE OF CLAIMED EXEMPTION | CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTION |
|-------------------------|--------------------------------------|----------------------------|---|
| Not Applicable. | | | |

*Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.

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

In re G. Harrell & Co., Inc.,
 Debtor

Case No. _____
 (If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i> | CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|--|--|--|------------|--------------|----------|---|---------------------------------|
| | | | | | | | |
| ACCOUNT NO. Capital City Bank P.O. Box 4200 Atlanta, GA 30311 | | Lien: First Mortgage Security: 2605 Campbellton Road VALUE \$ 924,900.00 | | | | 244,185.00 | 0.00 |
| ACCOUNT NO. | | VALUE \$ | | | | | |
| ACCOUNT NO. | | VALUE \$ | | | | | |

0 continuation sheets attached

| | | |
|----------------------------------|---------------|---------|
| Subtotal (Total of this page) | \$ 244,185.00 | \$ 0.00 |
| Total (Use only on last page) | \$ 244,185.00 | \$ 0.00 |

(Report also on Summary of Schedules) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

B6E (Official Form 6E) (04/10)

In re G. Harrell & Co., Inc.
Debtor

Case No. _____
(if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112 and Fed.R.Bankr.P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether husband, wife, both of them or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

*Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.

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B6E (Official Form 6E) (04/10) - Cont.

In re G. Harrell & Co., Inc.
Debtor

Case No. _____
(if known)

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

** Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

1 continuation sheets attached

B6E (Official Form 6E) (04/10) - Cont.

In re G. Harrell & Co., Inc.,
Debtor

Case No. _____
(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet) Sec. 507(a)(8)

Type of Priority for Claims Listed on This Sheet

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above..)</i> | CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF CLAIM | AMOUNT ENTITLED TO PRIORITY | AMOUNT NOT ENTITLED TO PRIORITY, IF ANY |
|---|--|--|------------|--------------|----------|-----------------------|-----------------------------------|--|
| | | | | | | | | |
| ACCOUNT NO. Fulton County Tax 141 Pryor Street Atlanta, GA 30303 | | Consideration: Real Property Taxes | | | | 31,437.00 | 31,437.00 | 0.00 |
| ACCOUNT NO. Georgia Department of Revenue Bankruptcy Section Suite 17200 1800 Century Blvd Atlanta, GA 30345 | | Consideration: Payroll Taxes | | | X | 67,067.00 | 67,067.00 | 0.00 |
| ACCOUNT NO. Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114 | | Consideration: Payroll Taxes | | | | 99,939.00 | 99,939.00 | 0.00 |
| ACCOUNT NO. | | | | | | | | |

Sheet no. 1 of 1 continuation sheets attached to Schedule of
Creditors Holding Priority Claims

Subtotal ➤ \$ 198,443.00 \$ \$

(Totals of this page)

Total ➤ \$ 198,443.00

(Use only on last page of the completed
Schedule E.) Report also on the Summary
of Schedules)

Totals ➤ \$ \$ 198,443.00 \$ 0.00

(Use only on last page of the completed
Schedule E. If applicable, report also on
the Statistical Summary of Certain
Liabilities and Related Data.)

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

In re G. Harrell & Co., Inc.,
 Debtor

Case No. _____
 (If known)

SCHEDULE F- CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i> | CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF CLAIM | |
|--|--|--|------------|--------------|----------|-----------------------|---------|
| | | | | | | | |
| ACCOUNT NO. | | | | | | | |
| ACCOUNT NO. | | | | | | | |
| ACCOUNT NO. | | | | | | | |
| ACCOUNT NO. | | | | | | | |
| _____ continuation sheets attached 0 | | | | | | Subtotal > | \$ 0.00 |
| | | | | | | Total > | \$ 0.00 |

(Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)

In re G. Harrell & Co., Inc.

Case No.

Debtor

(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, 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).

Check this box if debtor has no executory contracts or unexpired leases.

| NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT. | DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT. |
|--|--|
| Allen Hill Apartments 3086 Middleton Road Atlanta, GA 30311 | Lease of 3051 Middleton Road Lease on nonresidential real property |
| Joan Bryant 2769 Donald Hollowell Pkwy Atlanta, GA 30311 | Lease of 2769 Donald Howell Pkwy Lease on nonresidential real property |
| | |
| | |
| | |
| | |
| | |

In re G. Harrell & Co., Inc.
Debtor

Case No. _____
(if known)

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112 and Fed. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

| NAME AND ADDRESS OF CODEBTOR | NAME AND ADDRESS OF CREDITOR |
|------------------------------|------------------------------|
| | |

B6 Summary (Official Form 6 - Summary) (12/07)

United States Bankruptcy Court
Northern District of Georgia

In re G. Harrell & Co., Inc.
Debtor

Case No. _____

Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

AMOUNTS SCHEDULED

| NAME OF SCHEDULE | ATTACHED (YES/NO) | NO. OF SHEETS | ASSETS | LIABILITIES | OTHER |
|---|-------------------|---------------|---------------|---------------|---------|
| A - Real Property | YES | 1 | \$ 924,900.00 | | |
| B - Personal Property | YES | 3 | \$ 28,705.00 | | |
| C - Property Claimed as exempt | YES | 1 | | | |
| D - Creditors Holding Secured Claims | YES | 1 | | \$ 244,185.00 | |
| E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E) | YES | 3 | | \$ 198,443.00 | |
| F - Creditors Holding Unsecured Nonpriority Claims | YES | 1 | | \$ 0.00 | |
| G - Executory Contracts and Unexpired Leases | YES | 1 | | | |
| H - Codebtors | YES | 1 | | | |
| I - Current Income of Individual Debtor(s) | NO | 0 | | | \$ 0.00 |
| J - Current Expenditures of Individual Debtors(s) | NO | 0 | | | \$ 0.00 |
| TOTAL | | 12 | \$ 953,605.00 | \$ 442,628.00 | |

United States Bankruptcy Court

Northern District of Georgia

In re G. Harrell & Co., Inc.
Debtor

Case No. _____

Chapter 11

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. §101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

| Type of Liability | Amount |
|---|---------|
| Domestic Support Obligations (from Schedule E) | \$ N.A. |
| Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E) | \$ N.A. |
| Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed) | \$ N.A. |
| Student Loan Obligations (from Schedule F) | \$ N.A. |
| Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E | \$ N.A. |
| Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F) | \$ N.A. |
| TOTAL | \$ N.A. |

State the Following:

| | |
|---|---------|
| Average Income (from Schedule I, Line 16) | \$ N.A. |
| Average Expenses (from Schedule J, Line 18) | \$ N.A. |
| Current Monthly Income (from Form 22A Line 12; OR , Form 22B Line 11; OR , Form 22C Line 20) | \$ N.A. |

State the Following:

| | | |
|--|---------|---------|
| 1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column | | \$ N.A. |
| 2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column. | \$ N.A. | |
| 3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column | | \$ N.A. |
| 4. Total from Schedule F | | \$ N.A. |
| 5. Total of non-priority unsecured debt (sum of 1, 3, and 4) | | \$ N.A. |

G. Harrell & Co., Inc.

In re _____ Debtor Case No. _____ (If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES
DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date _____ Signature: _____ Debtor:

Date _____ Signature: _____ (Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

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 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 by that section.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer

Social Security No. (Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

Address

X _____ Signature of Bankruptcy Petition Preparer

_____ 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 signed 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.

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

I, the President [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the G. Harrell & Co., Inc. [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 14 sheets (total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date June 10, 2011

Signature: /s/ Gloria Harrell

GLORIA HARRELL

[Print or type name of individual signing on behalf of debtor.]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

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UNITED STATES BANKRUPTCY COURT
Northern District of Georgia

In Re G. Harrell & Co., Inc.

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, 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).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| | AMOUNT | SOURCE |
|------|---------|--------|
| 2011 | 413,917 | YTD |
| 2010 | 963,080 | |
| 2009 | 938,519 | |

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT SOURCE

3. Payments to creditors

None Complete a. or b., as appropriate, and c.

a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR | DATES OF PAYMENTS | AMOUNT PAID | AMOUNT STILL OWING |
|------------------------------|-------------------|-------------|--------------------|
|------------------------------|-------------------|-------------|--------------------|

None *b. Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after date of adjustment.*

| NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR | DATES OF PAYMENTS | AMOUNT PAID | AMOUNT STILL OWING |
|---|-------------------|-------------|--------------------|
|---|-------------------|-------------|--------------------|

SEE ATTACHED

None

c. *All debtors:* List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR | DATES OF PAYMENTS | AMOUNT PAID | AMOUNT STILL OWING |
|--|----------------------|-------------|-----------------------|
|--|----------------------|-------------|-----------------------|

SEE ATTACHED

4. Suits and administrative proceedings, executions, garnishments and attachments

None

a. List all suits and administrative proceedings to which the debtor is or was a party within one year immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| CAPTION OF SUIT AND CASE NUMBER | NATURE OF PROCEEDING | COURT OR AGENCY AND LOCATION | STATUS OR DISPOSITION |
|------------------------------------|----------------------|---------------------------------|--------------------------|
|------------------------------------|----------------------|---------------------------------|--------------------------|

None

b. Describe all property that has been attached, garnished or seized under any legal or equitable process within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED | DATE OF SEIZURE | DESCRIPTION AND VALUE OF PROPERTY |
|--|--------------------|--------------------------------------|
|--|--------------------|--------------------------------------|

5. Repossessions, foreclosures and returns

None

List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR OR SELLER | DATE OF REPOSESSION, FORECLOSURE SALE, TRANSFER OR RETURN | DESCRIPTION AND VALUE OF PROPERTY |
|--|---|--------------------------------------|
|--|---|--------------------------------------|

6. Assignments and Receiverships

None a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF ASSIGNEE | DATE OF ASSIGNMENT | TERMS OF ASSIGNMENT OR SETTLEMENT |
|------------------------------|--------------------|-----------------------------------|
|------------------------------|--------------------|-----------------------------------|

None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CUSTODIAN | NAME AND LOCATION OF COURT CASE TITLE & NUMBER | DATE OF ORDER | DESCRIPTION AND VALUE OF PROPERTY |
|-------------------------------|--|---------------|-----------------------------------|
|-------------------------------|--|---------------|-----------------------------------|

7. Gifts

None List all gifts or charitable contributions made within one year immediately preceding the commencement of this case, except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF PERSON OR ORGANIZATION | RELATIONSHIP TO DEBTOR, IF ANY | DATE OF GIFT | DESCRIPTION AND VALUE OF GIFT |
|--|--------------------------------|--------------|-------------------------------|
|--|--------------------------------|--------------|-------------------------------|

8. Losses

None List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| DESCRIPTION AND VALUE OF PROPERTY | DESCRIPTION OF CIRCUMSTANCES, AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS | DATE OF LOSS |
|-----------------------------------|---|--------------|
|-----------------------------------|---|--------------|

9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

| NAME AND ADDRESS OF PAYEE | DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|---|---|--|
| David G. Bisbee 2929 Tall Pines Way Atlanta, GA 30345 | June 8, 2011 Payor: Gloria Harrell | \$10,000 retainer and \$1039 filing fee |

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within two years immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR | DATE | DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED |
|---|------|--|
|---|------|--|

None b. List all property transferred by the debtor within ten years immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

| NAME OF TRUST OR OTHER DEVICE | DATE(S) OF TRANSFER(S) | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY |
|-------------------------------|---------------------------|---|
| Scott Riddle | 2010 | \$15,000 Retainer |

11. Closed financial accounts

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within one year immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF INSTITUTION | TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE | AMOUNT AND DATE OF SALE OR CLOSING |
|---------------------------------|--|------------------------------------|
|---------------------------------|--|------------------------------------|

12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY | NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY | DESCRIPTION OF CONTENTS | DATE OF TRANSFER OR SURRENDER, IF ANY |
|--|---|-------------------------|---------------------------------------|
|--|---|-------------------------|---------------------------------------|

13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR | DATE OF SETOFF | AMOUNT OF SETOFF |
|------------------------------|----------------|------------------|
|------------------------------|----------------|------------------|

14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

| NAME AND ADDRESS OF OWNER | DESCRIPTION AND VALUE OF PROPERTY | LOCATION OF PROPERTY |
|---------------------------|-----------------------------------|----------------------|
|---------------------------|-----------------------------------|----------------------|

15. Prior address of debtor

None



If the debtor has moved within the three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

| | | |
|---------|-----------|--------------------|
| ADDRESS | NAME USED | DATES OF OCCUPANCY |
|---------|-----------|--------------------|

16. Spouses and Former Spouses

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Sites

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None



a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

| | | | |
|--------------------------|--|-------------------|----------------------|
| SITE NAME AND ADDRESS | NAME AND ADDRESS OF GOVERNMENTAL UNIT | DATE OF NOTICE | ENVIRONMENTAL LAW |
|--------------------------|--|-------------------|----------------------|

b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None



| SITE NAME AND ADDRESS | NAME AND ADDRESS OF GOVERNMENTAL UNIT | DATE OF NOTICE | ENVIRONMENTAL LAW |
|-----------------------|---------------------------------------|----------------|-------------------|
|-----------------------|---------------------------------------|----------------|-------------------|

c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

None



| NAME AND ADDRESS OF GOVERNMENTAL UNIT | DOCKET NUMBER | STATUS OR DISPOSITION |
|---------------------------------------|---------------|-----------------------|
|---------------------------------------|---------------|-----------------------|

18. Nature, location and name of business

None



a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partnership, sole proprietorship, or was self-employed in a trade, profession, or other activity either full- or part-time within six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within the six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within the six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within the six years immediately preceding the commencement of this case.

| NAME | LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN | ADDRESS | NATURE OF BUSINESS | BEGINNING AND ENDING DATES |
|------|--|---------|--------------------|----------------------------|
|------|--|---------|--------------------|----------------------------|

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

None



| NAME | ADDRESS |
|------|---------|
|------|---------|

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within the six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or otherwise self-employed.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, record and financial statements

None a. List all bookkeepers and accountants who within the two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

| NAME AND ADDRESS | DATES SERVICES RENDERED |
|---|-------------------------|
| Henry Williams Suite 350 1745 Phoenix Blvd Atlanta, GA 30349 | current |

None b. List all firms or individuals who within the two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

| NAME | ADDRESS | DATES SERVICES RENDERED |
|------|---------|-------------------------|
|------|---------|-------------------------|

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

| NAME | ADDRESS |
|------|---------|
|------|---------|

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the two years immediately preceding the commencement of this case by the debtor.

| NAME AND ADDRESS | DATE ISSUED |
|------------------|-------------|
|------------------|-------------|

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

| DATE OF INVENTORY | INVENTORY SUPERVISOR | DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis) |
|-------------------|----------------------|---|
|-------------------|----------------------|---|

None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

| DATE OF INVENTORY | NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS |
|-------------------|---|
|-------------------|---|

21. Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

| NAME AND ADDRESS | NATURE OF INTEREST | PERCENTAGE OF INTEREST |
|------------------|--------------------|------------------------|
|------------------|--------------------|------------------------|

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

| NAME AND ADDRESS | TITLE | NATURE AND PERCENTAGE OF STOCK OWNERSHIP |
|------------------|-------|---|
|------------------|-------|---|

| | | |
|--|------------------------|------|
| Gloria Harrell 2605 Campbellton Road Atlanta, GA 30311 | President, Chaorman | 100% |
|--|------------------------|------|

| | | |
|--|-----------|-----|
| Phyllisa Tolbert 2065 Campbellton Road Atlanta, GA 30311 | Secretary | -0- |
|--|-----------|-----|

22. Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

| NAME | ADDRESS | DATE OF WITHDRAWAL |
|------|---------|--------------------|
|------|---------|--------------------|

None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

| | | |
|------------------|-------|---------------------|
| NAME AND ADDRESS | TITLE | DATE OF TERMINATION |
|------------------|-------|---------------------|

23. Withdrawals from a partnership or distribution by a corporation

None If the debtor is a partnership or a corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

| | | |
|---|--------------------------------|--|
| NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR | DATE AND PURPOSE OF WITHDRAWAL | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|---|--------------------------------|--|

SEE ATTACHED

24. Tax Consolidation Group

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within the six-year period immediately preceding the commencement of the case.

| | |
|----------------------------|--------------------------------------|
| NAME OF PARENT CORPORATION | TAXPAYER IDENTIFICATION NUMBER (EIN) |
|----------------------------|--------------------------------------|

25. Pension Funds

None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within the six-year period immediately preceding the commencement of the case.

| | |
|----------------------|--------------------------------------|
| NAME OF PENSION FUND | TAXPAYER IDENTIFICATION NUMBER (EIN) |
|----------------------|--------------------------------------|

* * * * *

For Period Beginning Mar 1, 2011 and Ending Mar 31, 2011

2011

March

| | |
|--|------------|
| 1. CASH AT BEGINNING OF PERIOD | 18,006.80 |
| 2. RECEIPTS | |
| CASH SALES | |
| NET CASH SALES | |
| COLLECTION OF POST PETITION A/R | |
| 3. TOTAL RECEIPTS | 84,370.00 |
| 4. TOTAL CASH VALUE FOR OPERATIONS(LINE 1-3) | 102,376.80 |
| 5. DISBURSEMENTS | |
| NET PAYROLL | 39,852.76 |
| PAYROLL TAXES PAID | 9,381.57 |
| RENT/MORTGAGE | 7,883.10 |
| TELEPHONE | 931.46 |
| UTILITIES | 4,940.62 |
| TRAVEL & ENTERTAINMENT | |
| VEHICLE EXPENSE | 459.00 |
| SUPPLIES | 544.01 |
| FOOD/AND OTHER OPERATING EXPENSE | 6,136.52 |
| ADVERTISING | |
| INSURANCE | 1,378.14 |
| PURCHASE OF FIXED ASSETS | |
| PURCHASE OF INVENTORY | |
| REPAIRS AND MAINTENANCE | 1,595.00 |
| BANK CHARGES | 558.82 |
| FIELD TRIPS | 400.06 |
| TRAINING | 350.00 |
| MISC. | 374.36 |
| PAYROLL CENTER | |
| US TRUSTEE | |
| 6. TOTA CASH DISBURSEMENTS | 78,366.00 |

EXHIBIT C

4-Mar

| | | | |
|------|---------------------|-------|--------|
| 8927 | BOYD/JANICE | 20853 | 631.04 |
| 7045 | COPELAND/LINDA D. | 20854 | 856.90 |
| 7667 | HOLLOWAY/MARKETTA | 20855 | 581.21 |
| 8247 | LESTER/PATRICIA | 20856 | 483.34 |
| 7331 | MARTIN BOSTON/JANEE | 20857 | 359.28 |
| 5465 | PATRICK/CHRISTINA | 20858 | 534.99 |
| 6428 | PHILLIPS/KADISHA | 20859 | 446.54 |
| 2345 | SIMS/TRYAL | 20860 | 522.89 |
| 173 | SMITH/KAWANA | 20861 | 529.24 |
| 351 | SMITH/SHAWANA | 20862 | 529.24 |
| 2355 | WHITEHEAD\TOSHIBA | 20863 | 410.07 |
| 9340 | ZACHARY/SHAWANDA | 20864 | 447.98 |
| 5076 | ZACHERY/MELANIE | 20865 | 389.41 |

11-Mar

| | | | |
|------|-----------------|-------|----------|
| | BANKS/GAYLE | 20866 | 486.03 |
| 2656 | BOYD/ANGELESIA | 20867 | 342.40 |
| 2939 | BROOKS/KIMBERLY | 20868 | 446.54 |
| 8046 | BYRD/ROSHEDA | 20869 | 656.39 |
| 7166 | DURDEN/SHANTINA | 20870 | 497.49 |
| 1531 | JOHNSON/CARESSA | 20871 | 496.78 |
| 3 | JOHNSON/LILLIE | 20872 | 1,041.91 |
| 6372 | KELLY/MERIAM | 20873 | 418.65 |
| 3064 | LAWRENCE/LATOYA | 20874 | 493.18 |
| 4015 | MACK/CONNIE D. | 20875 | 529.41 |
| 2172 | MANUEL/MICHELLE | 20876 | 480.01 |
| 201 | MARTIN/MINNIE | 20877 | 931.31 |
| 7582 | PARKER/KENYATER | 20878 | 359.28 |
| 4457 | SMITH/DELLA | 20879 | 383.15 |
| 3286 | SMITH/STEPHANIE | 20880 | 428.53 |
| 7277 | TOLBERT/NATASHA | 20881 | 413.85 |

18-Mar

| | | | |
|------|---------------------|-------|--------|
| 8927 | BOYD/JANICE | 20882 | 634.44 |
| 7045 | COPELAND/LINDA D. | 20883 | 856.90 |
| 7667 | HOLLOWAY/MARKETTA | 20884 | 581.21 |
| 8247 | LESTER/PATRICIA | 20885 | 365.51 |
| 7331 | MARTIN BOSTON/JANEE | 20886 | 95.77 |
| 5465 | PATRICK/CHRISTINA | 20887 | 491.66 |
| 6428 | PHILLIPS/KADISHA | 20888 | 412.02 |
| 2345 | SIMS/TRYAL | 20889 | 516.13 |
| 173 | SMITH/KAWANA | 20890 | 485.84 |
| 351 | SMITH/SHAWANA | 20891 | 503.31 |
| 2355 | WHITEHEAD\TOSHIBA | 20892 | 488.96 |

| | | | |
|------|------------------|-------|--------|
| 9340 | ZACHARY/SHAWANDA | 20893 | 383.15 |
| 5076 | ZACHERY/MELANIE | 20894 | 389.41 |

EXHIBIT C CONT'D

25-Mar

| | | | |
|------|-----------------|-------|----------|
| 8078 | BANKS/GAYLE | 20895 | 443.66 |
| 2656 | BOYD/ANGELESIA | 20896 | 297.91 |
| 2939 | BROOKS/KIMBERLY | 20897 | 426.40 |
| 8046 | BYRD/ROSHEDA | 20898 | 705.16 |
| 7166 | DURDEN/SHANTINA | 20899 | 471.28 |
| 1531 | JOHNSON/CARESSA | 20900 | 496.78 |
| 3 | JOHNSON/LILLIE | 20901 | 1,041.91 |
| 6372 | KELLY/MERIAM | 20902 | 418.65 |
| 3064 | LAWRENCE/LATOYA | 20903 | 455.79 |
| 4015 | MACK/CONNIE D. | 20904 | 517.66 |
| 2172 | MANUEL/MICHELLE | 20905 | 509.10 |
| 201 | MARTIN/MINNIE | 20906 | 931.31 |
| 7582 | PARKER/KENYATER | 20907 | 353.31 |
| 4457 | SMITH/DELLA | 20908 | 350.32 |
| 3286 | SMITH/STEPHANIE | 20909 | 305.90 |
| 7277 | TOLBERT/NATASHA | 20910 | 424.10 |

Exhibit C

For Period Beginning March 1 2011 thru March.31, 2011

WACHOVIA 2000049176058

Electronic

| Date | CK# | Payee | Purpose | Amount |
|-----------|-----|---------------|---------------|---------|
| 3/2/2011 | | Progressive | Insurance | 681.82 |
| 3/7/2011 | | Amex | Food/Supplies | 2979.81 |
| 3/9/2011 | | ATT | Telephone | 306.41 |
| 3/10/2011 | | shell | Utilities | 518.5 |
| 3/4/2011 | | G. Harrell | Pension | 1000 |
| 3/7/2011 | | G. Harrell | Pension | 1000 |
| 3/10/2011 | | GPC | Utilities | 941.84 |
| 3/11/2011 | | Wells Fargo | Bank Charges | 248.82 |
| 3/14/2011 | | Phyllisa sams | Payroll | 1000 |
| 3/16/2011 | | Patrick Sams | Payroll | 2500 |
| 3/17/2011 | | Gas South | Utilities | 1223.37 |
| 3/17/2011 | | State Farm | Insurance | 696.32 |
| 3/17/2011 | | Gas South | Utilities | 682.56 |

| | | | |
|-----------|------------------|-----------|--------|
| 3/17/2011 | City Of Atlanta | Utilities | 327.19 |
| 3/17/2011 | ATT | Telephone | 289.15 |
| 3/18/2011 | Republic Service | Utilities | 287.21 |
| 3/18/2011 | GPC | Utilities | 265.56 |
| 3/21/2011 | Verizon | Telephone | 335.9 |
| 3/22/2011 | mxenergy | Insurance | 696.32 |
| 3/23/2011 | Capitol City | Mortgage | 2400 |
| 3/23/2011 | Patrick Sams | payroll | 1000 |
| 3/24/2011 | chase | misc | 51 |
| 3/28/2011 | Broadview | Utilities | 99.89 |
| 3/30/2011 | Progressive | Insurance | 681.8 |
| 3/31/2011 | G. Harrell | Pension | 1500 |

Exhibit C

For Period Beginning Mar. 1 2011 thru Mar.31, 2011

WACHOVIA 2000049176058

| Date | Ck# | Payee | Purpose | Amount |
|-----------|------|------------------|---------------|---------|
| 3/2/2011 | 1635 | Gary Morgan | Maintainence | 170 |
| 3/4/2011 | 1636 | Bronson Hemphill | Maintainence | 350 |
| 3/7/2011 | 1637 | Byrant | Rent/Lease | 2900 |
| 3/8/2011 | 1633 | B.J's | Food/Supplies | 1239.26 |
| 3/10/2011 | 1640 | Allen Hills | Rent/Lease | 2583 |
| 3/11/2011 | 1629 | School Box | Food/Supplies | 139.01 |
| 3/17/2011 | 1641 | Fia Barriere | Maintainence | 500 |
| 3/18/2011 | 1639 | Lillie Johnson | Food/Supplies | 180 |
| 3/21/2011 | 1638 | M. Henderson | Training | 350 |
| 3/21/2011 | 1642 | Georgia Own | Van | 459 |
| 3/24/2011 | 1646 | Petty Cash | Food/Supplies | 225 |
| 3/25/2011 | 1648 | Fia Barriere | Maintainence | 350 |
| 3/29/2011 | 1648 | Sams Club | Food/Supplies | 1866.45 |

EXHIBIT C CONT'D

AUTI DEBIT CONT'D

WACHOVIA 2000049176207

TAXES

| Date | Payee | Purpose | Amount |
|-----------|----------------|---------------|---------|
| 3/1/2011 | Wells Fargo | Bank Charges | 105 |
| 3/1/2011 | Payroll Center | Payroll Taxes | 96.9 |
| 3/2/2011 | IRS | Payroll Taxes | 1699.4 |
| 3/2/2011 | Payroll Center | Payroll Taxes | 5.22 |
| 3/4/2011 | Payroll Center | Payroll Taxes | 234.12 |
| 3/4/2011 | Payroll Center | Payroll Taxes | 59.85 |
| 3/7/2011 | Payroll Center | Payroll Taxes | 58.6 |
| 3/9/2011 | IRS | Payroll Taxes | 1330.87 |
| 3/11/2011 | Payroll Center | Payroll Taxes | 62.83 |
| 3/11/2011 | Payroll Center | Payroll Taxes | 363.8 |
| 3/14/2011 | Payroll Center | Payroll Taxes | 62.2 |
| 3/15/2011 | Wells Fargo | Bank Charges | 105 |
| 3/16/2011 | IRS | Payroll Taxes | 1815.12 |
| 3/18/2011 | Payroll Center | Payroll Taxes | 209.45 |
| 3/21/2011 | Payroll Center | Payroll Taxes | 58.6 |
| 3/23/2011 | IRS | Payroll Taxes | 1207.54 |
| 3/25/2011 | Payroll Center | Payroll Taxes | 345.24 |
| 3/28/2011 | Payroll Center | Payroll Taxes | 77.2 |
| 3/30/2011 | IRS | Payroll Taxes | 1757.06 |

For Period Beginning APR 1, 2011 and Ending APR 30, 2011

2011

APRIL

| | |
|--|------------|
| 1. CASH AT BEGINNING OF PERIOD | 24,010.80 |
| 2. RECEIPTS | |
| CASH SALES | |
| NET CASH SALES | |
| COLLECTION OF POST PETITION A/R | |
| 3. TOTAL RECEIPTS | 80,730.00 |
| 4. TOTAL CASH VALUE FOR OPERATIONS(LINE 1-3) | 104,740.80 |
| 5. DISBURSEMENTS | |
| NET PAYROLL | 38,192.23 |
| PAYROLL TAXES PAID | 7,087.20 |
| RENT/MORTGAGE | 6,500.00 |
| TELEPHONE | 2,555.59 |
| UTILITIES | 7,188.71 |
| TRAVEL & ENTERTAINMENT | |
| VEHICLE EXPENSE | 783.10 |
| SUPPLIES | 855.00 |
| FOOD/AND OTHER OPERATING EXPENSE | 8,285.08 |
| ADVERTISING | |
| INSURANCE | 696.32 |
| PURCHASE OF FIXED ASSETS | |
| PURCHASE OF INVENTORY | |
| REPAIRS AND MAINTENANCE | 1,635.00 |
| BANK CHARGES | 378.10 |
| FIELD TRIPS | |
| TRAINING | |
| MISC. | |
| PAYROLL CENTER | |
| US TRUSTEE | |
| 6. TOTA CASH DISBURSEMENTS | 74,156.33 |

4/1/2011

| | | | |
|------|-------------------|-------|--------|
| 8927 | BOYD/JANICE | 20911 | 631.04 |
| 7045 | COPELAND/LINDA D. | 20912 | 856.90 |
| 7667 | HOLLOWAY/MARKETTA | 20913 | 581.21 |
| 5465 | PATRICK/CHRISTINA | 20914 | 509.10 |
| 6428 | PHILLIPS/KADISHA | 20915 | 496.78 |
| 2345 | SIMS/TRYAL | 20916 | 454.89 |
| 173 | SMITH/KAWANA | 20917 | 514.85 |
| 351 | SMITH/SHAWANA | 20918 | 488.76 |
| 2355 | WHITEHEAD\TOSHIBA | 20919 | 467.02 |
| 9340 | ZACHARY/SHAWANDA | 20920 | 400.83 |
| 5076 | ZACHERY/MELANIE | 20921 | 389.41 |

4/8/2011

| | | | |
|--------|-----------------|-------|---------|
| 8078 | BANKS/GAYLE | 20923 | 418.17 |
| 2656 | BOYD/ANGELESIA | 20924 | 344.63 |
| 2939 | BROOKS/KIMBERLY | 20925 | 507.78 |
| 8046 | BYRD/ROSHEDA | 20926 | 716.17 |
| 7166 | DURDEN/SHANTINA | 20927 | 506.62 |
| 1531 | JOHNSON/CARESSA | 20928 | 507.78 |
| 3 | JOHNSON/LILLIE | 20929 | 1053.63 |
| 6372 | KELLY/MERIAM | 20930 | 424.34 |
| 3064 | LAWRENCE/LATOYA | 20931 | 519.29 |
| 4015 | MACK/CONNIE D. | 20932 | 541.16 |
| 2172 | MANUEL/MICHELLE | 20933 | 529.63 |
| 201 | MARTIN/MINNIE | 20934 | 942.32 |
| 4457 | PARKER/KENYATTA | 20935 | 174.91 |
| v 4457 | SMITH/DELLA | 20936 | 398.30 |
| 3286 | SMITH/STEPHANIE | 20937 | 440.29 |
| 7277 | TOLBERT/NATASHA | 20938 | 434.84 |

15-Apr

| | | | |
|------|-------------------|-------|--------|
| 8927 | BOYD/JANICE | 20939 | 447.64 |
| 7045 | COPELAND/LINDA D. | 20940 | 856.90 |
| 7667 | HOLLOWAY/MARKETTA | 20941 | 581.21 |
| 5465 | PATRICK/CHRISTINA | 20942 | 365.25 |
| 6428 | PHILLIPS/KADISHA | 20943 | 312.72 |
| 2345 | SIMS/TRYAL | 20944 | 331.76 |
| 173 | SMITH/KAWANA | 20945 | 377.19 |
| 351 | SMITH/SHAWANA | 20946 | 354.80 |
| 2355 | WHITEHEAD\TOSHIBA | 20947 | 440.24 |
| 9340 | ZACHARY/SHAWANDA | 20948 | 205.21 |
| 5076 | ZACHERY/MELANIE | 20949 | 277.22 |

22-Apr

| | | | |
|------|-----------------|-------|----------|
| 8078 | BANKS/GAYLE | 20950 | 409.15 |
| 2656 | BOYD/ANGELESIA | 20951 | 317.02 |
| 2939 | BROOKS/KIMBERLY | 20952 | 496.78 |
| 8046 | BYRD/ROSHEDA | 20953 | 705.16 |
| 7166 | DURDEN/SHANTINA | 20954 | 517.73 |
| 1531 | JOHNSON/CARESSA | 20955 | 496.78 |
| 3 | JOHNSON/LILLIE | 20956 | 1,041.91 |
| 6372 | KELLY/MERIAM | 20957 | 418.65 |
| 3064 | LAWRENCE/LATOYA | 20958 | 365.06 |
| 4015 | MACK/CONNIE D. | 20959 | 482.40 |
| 2172 | MANUEL/MICHELLE | 20960 | 327.69 |
| 201 | MARTIN/MINNIE | 20961 | 931.31 |
| 4457 | SMITH/DELLA | 20962 | 353.31 |
| 3286 | SMITH/STEPHANIE | 20963 | 305.90 |
| 7277 | TOLBERT/NATASHA | 20964 | 407.01 |

29-Apr

| | | | |
|------|-------------------|-------|--------|
| 8927 | BOYD/JANICE | 20965 | 624.26 |
| 7045 | COPELAND/LINDA D. | 20966 | 856.90 |
| 7667 | HOLLOWAY/MARKETTA | 20967 | 581.21 |
| 5465 | PATRICK/CHRISTINA | 20968 | 477.11 |
| 6428 | PHILLIPS/KADISHA | 20969 | 446.54 |
| 2345 | SIMS/TRYAL | 20970 | 499.21 |
| 173 | SMITH/KAWANA | 20971 | 517.73 |
| 351 | SMITH/SHAWANA | 20972 | 517.73 |
| 2355 | WHITEHEAD\TOSHIBA | 20973 | 486.02 |
| 9340 | ZACHARY/SHAWANDA | 20974 | 400.83 |
| 5076 | ZACHERY/MELANIE | 20975 | 392.09 |

Exhibit C

For Period Beginning April 1 2011 thru April 31, 2011

WACHOVIA 2000049176058

Electronic

| Date | CK# | Payee | Purpose | Amount |
|-----------|-----|------------------|--------------|---------|
| 4/1/2011 | | Patrick Sams | Payroll | 1000 |
| 4/1/2011 | | shell | Utilities | 653.37 |
| 4/1/2011 | | ATT | Telephone | 548.53 |
| 4/1/2011 | | ATT | Telephone | 488.41 |
| 4/1/2011 | | ATT | Telephone | 446.8 |
| 4/4/2011 | | Phyllisa sams | Payroll | 1000 |
| 4/4/2011 | | GPC | Utilities | 743.59 |
| 4/4/2011 | | Verizon | Telephone | 123.37 |
| 4/4/2011 | | ATT | Telephone | 348.68 |
| 4/11/2011 | | wells Fargo | Bank Charges | 258.51 |
| 4/11/2011 | | Harland | Checks | 119.59 |
| 4/13/2011 | | Patrick Sams | Payroll | 1500 |
| 4/14/2011 | | Gloria harrell | Pension | 1000 |
| 4/15/2011 | | Phyllisa sams | Payroll | 2500 |
| 4/15/2011 | | GPC | Utilities | 739.35 |
| 4/15/2011 | | Republic Service | Utilities | 290.75 |
| 4/15/2011 | | GPC | Utilities | 195.5 |
| 4/18/2011 | | Patrick Sams | Payroll | 1250 |
| 4/19/2011 | | StateFarm | Insurance | 696.32 |
| 4/20/2011 | | Gas South | Utilities | 1428.03 |
| 4/20/2011 | | Gas South | Utilities | 951.52 |
| 4/20/2011 | | City of Atl | Utilities | 445.07 |
| 4/21/2011 | | shell | Utilities | 713.34 |
| 4/21/2011 | | GPC | Utilities | 705.8 |
| 4/22/2011 | | Capitol City | Mortgage | 2400 |
| 4/25/2011 | | mxenergy | Utilities | 709.15 |
| 4/28/2011 | | Broadview | Utilities | 309.83 |

Exhibit C

For Period Beginning Apr 1 2011 thru Apr 31, 2011

WACHOVIA 2000049176058

| Date | Ck# | Payee | Purpose | Amount |
|-----------|------|--------------|---------------|---------|
| 4/1/2011 | 1643 | B.J's | Food/Supplies | 1937.07 |
| 4/4/2011 | 1644 | B.J's | Food/Supplies | 1509.63 |
| 4/6/2011 | 1645 | Petty Cash | supplies | 320 |
| 4/6/2011 | 1649 | Byrant | Rent/Lease | 2900 |
| 4/6/2011 | 1650 | Fia Barriere | Maintainence | 400 |
| 4/11/2011 | 1651 | Gary Morgan | Maintainence | 90 |
| 4/14/2011 | 1655 | Allen Hills | Rent/Lease | 1200 |

| | | | | |
|-----------|------|---------------|---------------|---------|
| 4/14/2011 | 1656 | Sams Club | Food/Supplies | 667.95 |
| 4/18/2011 | 1657 | M. Martin | supplies | 75 |
| 4/15/2011 | 1658 | Sams Club | Food/Supplies | 223.16 |
| 4/15/2011 | 1659 | Sams Club | Food/Supplies | 548.1 |
| 4/15/2011 | 1660 | titus William | Maintainence | 175 |
| 4/15/2011 | 1661 | Fia Barriere | Maintainence | 450 |
| 4/19/2011 | 1662 | L. Copeland | supplies | 341.13 |
| 4/19/2011 | 1663 | Swc | supplies | 119 |
| 4/18/2011 | 1665 | J. Boyd | supplies | 119 |
| 4/19/2011 | 1666 | Sams Club | Food/Supplies | 2677.04 |
| 4/29/2011 | 1667 | Fia Barriere | Maintainence | 300 |
| 4/21/2011 | 1670 | Georgia Own | Vehicle | 459 |
| 4/27/2011 | 1671 | Pro- Tune | Vehicle | 324.1 |
| 4/18/2011 | 1672 | Fia Barriere | Maintainence | 200 |
| 4/26/2011 | 1673 | Gary Morgan | Maintainence | 220 |
| 4/29/2011 | 1674 | Sams Club | Food/Supplies | 722.13 |

EXHIBIT C CONT'D

AUTI DEBIT CONT'D

WACHOVIA 2000049176207

TAXES

| Date | Payee | Purpose | Amount |
|-----------|----------------|---------------|---------|
| 4/1/2011 | Payroll Center | Payroll Taxes | 205.69 |
| 4/1/2011 | Payroll Center | Payroll Taxes | 5.22 |
| 4/4/2011 | Payroll Center | Payroll Taxes | 153.1 |
| 4/6/2011 | IRS | Payroll Taxes | 1146.79 |
| 4/6/2011 | Payroll Center | Payroll Taxes | 59.85 |
| 4/8/2011 | Payroll Center | Payroll Taxes | 377.91 |
| 4/13/2011 | IRS | Payroll Taxes | 1864.07 |
| 4/15/2011 | Payroll Center | Payroll Taxes | 141.41 |
| 4/18/2011 | Payroll Center | Payroll Taxes | 56.2 |
| 4/20/2011 | IRS | Payroll Taxes | 828.46 |
| 4/22/2011 | Payroll Center | Payroll Taxes | 300.92 |
| 4/25/2011 | Payroll Center | Payroll Taxes | 61 |
| 4/27/2011 | IRS | Payroll Taxes | 1649.34 |
| 4/29/2011 | Payroll Center | Payroll Taxes | 191.79 |

For Period Beginning May 1, 2011 and Ending May 31, 2011

2011

May

| | |
|--|-----------|
| 1. CASH AT BEGINNING OF PERIOD | 30,584.47 |
| 2. RECEIPTS | |
| CASH SALES | |
| NET CASH SALES | |
| COLLECTION OF POST PETITION A/R | |
| 3. TOTAL RECEIPTS | 59,545.00 |
| 4. TOTAL CASH VALUE FOR OPERATIONS(LINE 1-3) | 90,129.47 |
| 5. DISBURSEMENTS | |
| NET PAYROLL | 36,337.34 |
| PAYROLL TAXES PAID | 7,191.78 |
| RENT/MORTGAGE | 6,500.00 |
| TELEPHONE | 1,598.08 |
| UTILITIES | 1,904.62 |
| TRAVEL & ENTERTAINMENT | |
| VEHICLE EXPENSE | 459.00 |
| SUPPLIES | 576.00 |
| FOOD/AND OTHER OPERATING EXPENSE | 16,161.98 |
| ADVERTISING | 420.00 |
| INSURANCE | 5,719.52 |
| PURCHASE OF FIXED ASSETS | |
| PURCHASE OF INVENTORY | |
| REPAIRS AND MAINTENANCE | 425.00 |
| BANK CHARGES | 285.10 |
| FIELD TRIPS | |
| TRAINING | |
| MISC. | |
| PAYROLL CENTER | |
| US TRUSTEE | 1,625.00 |
| 6. TOTA CASH DISBURSEMENTS | 79,203.42 |

5/6/2011

| | | | |
|----------------------|-------|----------|--|
| BANKS/GAYLE | 20977 | 488.73 | |
| 2656 BOYD/ANGELESIA | 20978 | 304.32 | |
| 2939 BROOKS/KIMBERLY | 20979 | 406.26 | |
| 8046 BYRD/ROSHEDA | 20980 | 705.16 | |
| 7166 DURDEN/SHANTINA | 20981 | 467.73 | |
| 1531 JOHNSON/CARESSA | 20982 | 496.78 | |
| 3 JOHNSON/LILLIE | 20983 | 1,041.91 | |
| 6372 KELLY/MERIAM | 20984 | 413.34 | |
| 3064 LAWRENCE/LATOYA | 20985 | 487.44 | |
| 4015 MACK/CONNIE D. | 20986 | 529.41 | |
| 2172 MANUEL/MICHELLE | 20987 | 459.10 | |
| 201 MARTIN/MINNIE | 20988 | 931.31 | |
| 4457 SMITH/DELLA | 20989 | 377.19 | |
| 3286 SMITH/STEPHANIE | 20990 | 366.99 | |
| 7277 TOLBERT/NATASHA | 20991 | 410.42 | |

5/13/2011

| | | | |
|------------------------|-------|--------|--|
| 8927 BOYD/JANICE | 20992 | 631.04 | |
| 7045 COPELAND/LINDA D. | 20993 | 856.90 | |
| 7667 HOLLOWAY/MARKETTA | 20994 | 581.21 | |
| 5465 PATRICK/CHRISTINA | 20995 | 520.61 | |
| 6428 PHILLIPS/KADISHA | 20996 | 397.56 | |
| 2345 SIMS/TRYAL | 20997 | 471.99 | |
| 173 SMITH/KAWANA | 20998 | 467.73 | |
| 351 SMITH/SHAWANA | 20999 | 467.73 | |
| 2355 WHITEHEAD\TOSHIBA | 21000 | 473.72 | |
| 9340 ZACHARY/SHAWANDA | 21001 | 412.63 | |
| 5076 ZACHERY/MELANIE | 21002 | 389.41 | |

5/20/2011

| | | | |
|----------------------|-------|----------|--|
| 8078 BANKS/GAYLE | 21003 | 496.78 | |
| 2656 BOYD/ANGELESIA | 21004 | 342.40 | |
| 8046 BYRD/ROSHEDA | 21005 | 705.16 | |
| 7166 DURDEN/SHANTINA | 21006 | 421.28 | |
| 1531 JOHNSON/CARESSA | 21007 | 496.78 | |
| 3 JOHNSON/LILLIE | 21008 | 1,041.91 | |
| 6372 KELLY/MERIAM | 21009 | 413.34 | |
| 3064 LAWRENCE/LATOYA | 21010 | 484.56 | |
| 4015 MACK/CONNIE D. | 21011 | 529.41 | |
| 2172 MANUEL/MICHELLE | 21012 | 233.83 | |
| 201 MARTIN/MINNIE | 21013 | 931.31 | |
| 4457 SMITH/DELLA | 21014 | 344.35 | |
| 3286 SMITH/STEPHANIE | 21015 | 422.85 | |
| 7277 TOLBERT/NATASHA | 21016 | 444.62 | |

8562 ZACHARY/RECHELLE 21017 477.11

5/27/2011

| | | | |
|------|-------------------|-------|--------|
| 8927 | BOYD/JANICE | 21018 | 624.26 |
| 7045 | COPELAND/LINDA D. | 21019 | 856.90 |
| 7667 | HOLLOWAY/MARKETTA | 21020 | 581.21 |
| 5465 | PATRICK/CHRISTINA | 21021 | 520.61 |
| 6428 | PHILLIPS/KADISHA | 21022 | 160.75 |
| 2345 | SIMS/TRYAL | 21023 | 542.97 |
| 173 | SMITH/KAWANA | 21024 | 488.76 |
| 351 | SMITH/SHAWANA | 21025 | 532.12 |
| 2355 | WHITEHEAD\TOSHIBA | 21026 | 450.27 |
| 9340 | ZACHARY/SHAWANDA | 21027 | 488.76 |
| 5076 | ZACHERY/MELANIE | 21028 | 375.95 |

Exhibit C

For Period Beginning May 1 2011 thru May 31, 2011

WACHOVIA 2000049176058

Electronic

| Date | CK# | Payee | Purpose | Amount |
|-----------|-----|------------------|---------------|---------|
| 5/2/2011 | | Patrick Sams | Payroll | 500 |
| 5/2/2011 | | Amex | Food/Supplies | 2173.31 |
| 5/2/2011 | | Amex | Food/Supplies | 2000 |
| 5/2/2011 | | Verizon | Telephone | 454.73 |
| 5/4/2011 | | Patrick Sams | Payroll | 1500 |
| 5/4/2011 | | Gloria harrell | Pension | 1500 |
| 5/4/2011 | | Phyllisa sams | Payroll | 372.02 |
| 5/6/2011 | | ATT | Telephone | 303.68 |
| 5/11/2011 | | wells Fargo | Bank Charges | 250.1 |
| 5/11/2011 | | Patrick Sams | Payroll | 2000 |
| 5/12/2011 | | shell | Utilities | 650.66 |
| 5/13/2011 | | Phyllisa sams | Payroll | 500 |
| 5/17/2011 | | Phyllisa sams | Payroll | 2500 |
| 5/17/2011 | | StateFarm | Insurance | 696.32 |
| 5/17/2011 | | Republic Service | Utilities | 293.54 |
| 5/20/2011 | | GPC | Utilities | 607.93 |
| 5/20/2011 | | GPC | Utilities | 202.6 |
| 5/23/2011 | | Patrick Sams | Payroll | 1000 |

| | | | |
|-----------|--------------|---------------|---------|
| 5/24/2011 | Capitol City | Mortgage | 2400.1 |
| 5/24/2011 | Amex | Food/Supplies | 2598.84 |
| 5/24/2011 | Amex | Food/Supplies | 2000 |
| 5/24/2011 | ATT | Telephone | 370.12 |
| 5/26/2011 | Verizon | Telephone | 469.55 |
| 5/31/2011 | Broadview | Utilities | 99.89 |

Exhibit C

For Period Beginning May 1 2011 thru May 31, 2011

WACHOVIA 2000049176058

| Date | Ck# | Payee | Purpose | Amount |
|-----------|------|---------------|---------------|---------|
| 5/2/2011 | 1676 | titus William | Maintainence | 100 |
| 5/2/2011 | 1675 | Sams Club | Food/Supplies | 263 |
| 5/5/2011 | 1677 | Byrant | Rent/Lease | 2900 |
| 5/9/2011 | 1678 | Pankey Ins | Insurance | 5023.2 |
| 5/9/2011 | 1668 | B.J.s | Food/Supplies | 1171.42 |
| 5/9/2011 | 1669 | Dependable | Maintainence | 350 |
| 5/12/2011 | 1679 | Bob Towing | Vehicle | 85 |
| 5/13/2011 | 1683 | Allen Hill | Rent/Lease | 1200 |
| 5/16/2011 | 1680 | L. Johnson | Training | 200 |
| 5/20/2011 | 1687 | J. Boyd | supplies | 200 |
| 5/23/2011 | 1686 | L. Copeland | supplies | 116 |
| 5/23/2011 | 1542 | U.S. Trustee | Mis | 1625 |
| 5/23/2011 | 1681 | Sams Club | Food/Supplies | 1196.4 |
| 5/23/2011 | 1684 | Sams Club | Food/Supplies | 691.82 |
| 5/23/2011 | 1688 | Georgia Own | Vehicle | 459 |
| 5/24/2011 | 1689 | Petty Cash | supplies | 260 |
| 5/24/2011 | 1690 | Petty Cash | Advertisement | 420 |
| 5/25/2011 | 1692 | Gary Morgan | Maintainence | 240 |
| 5/27/2011 | 1685 | B.J.s | Food/Supplies | 3492.07 |
| 5/31/2011 | 1691 | B.J.s | Food/Supplies | 573.12 |

EXHIBIT C CONT'D

AUTI DEBIT CONT'D

WACHOVIA 2000049176207

TAXES

| Date | Payee | Purpose | Amount |
|-----------|----------------|---------------|---------|
| 5/2/2011 | IRS | Payroll Taxes | 853.35 |
| 5/2/2011 | Payroll Center | Payroll Taxes | 100.4 |
| 5/2/2011 | Payroll Center | Payroll Taxes | 5.22 |
| 5/4/2011 | IRS | Payroll Taxes | 1139.32 |
| 5/6/2011 | Payroll Center | Payroll Taxes | 325.49 |
| 5/6/2011 | Payroll Center | Payroll Taxes | 59.85 |
| 5/9/2011 | Payroll Center | Payroll Taxes | 101.1 |
| 5/11/2011 | IRS | Payroll Taxes | 1755.26 |
| 5/13/2011 | Payroll Center | Payroll Taxes | 189.92 |
| 5/18/2011 | IRS | Payroll Taxes | 1135.15 |
| 5/20/2011 | Payroll Center | Payroll Taxes | 318.25 |
| 5/23/2011 | Payroll Center | Payroll Taxes | 61 |
| 5/25/2011 | IRS | Payroll Taxes | 1706.09 |
| 5/27/2011 | Payroll Center | Payroll Taxes | 182.43 |
| 5/31/2011 | Payroll Center | Payroll Taxes | 56.2 |

Payments to insiders May 1,2010 thru May31 2011

| | |
|----------------|-------|
| Gloria Harrell | 42500 |
| Patrick Sams | 48750 |
| Phyllisa Sams | 35000 |

~~Everything that was listed on the schedule F were monthly bills all of which are paid monthly, we have not receive~~

~~Yes I have 3 schools 2 leased and 1 owned~~

~~And no I am not the guarantor of any debts. However the IRS did make me personally responsible for the taxes dt~~

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date June 10, 2011 Signature /s/ Gloria Harrell
GLORIA HARRELL,
President
Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

0 continuation sheets attached

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §152 and 3571

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

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 required under 11U.S.C. §§ 110(b), 110(h), and 342(b); (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110 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.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer Social Security No. (Required by 11 U.S.C. § 110(c).)
If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs this document.

Address

X
Signature of Bankruptcy Petition Preparer

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 signed 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. 18 U.S.C. §156.

Allen Hill Apartments
3086 Middleton Road
Atlanta, GA 30311

Capital City Bank
P.O. Box 4200
Atlanta, GA 30311

Fulton County Tax
141 Pryor Street
Atlanta, GA 30303

Georgia Department of Revenue
Bankruptcy Section
Suite 17200
1800 Century Blvd
Atlanta, GA 30345

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

Joan Bryant
2769 Donald Hollowell Pkwy
Atlanta, GA 30311

In re G. Harrell & Co., Inc.,
Debtor

Case No. _____

Chapter 11

List of Equity Security Holders

| Holder of Security | Number Registered | Type of Interest |
|--------------------|-------------------|------------------|
|--------------------|-------------------|------------------|

B203
12/94

United States Bankruptcy Court Northern District of Georgia

In re G. Harrell & Co., Inc.

Case No. _____

Chapter 11

Debtor(s)

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 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 \$ 10,000.00

Prior to the filing of this statement I have received \$ 10,000.00

Balance Due \$ 0.00

2. The source of compensation paid to me was:

Debtor Other (specify)

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 other 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, statements 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]

\$10,000 retainer plus \$1039 filing fee.
Additional fees as awarded by Court

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

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 the bankruptcy proceeding.

June 10, 2011

Date

/s/ David G. Bisbee

Signature of Attorney

Name of law firm