Case 12-78958-pwb Doc 1 Filed 11/20/12 Entered 11/20/12 12:50:52 Desc B1 (Official Form 1) (12/11) UNITED STATES BANKRUPTCY COURT Northern District of Georgia Name of Debtor (if individual, enter Last, First, Middle): Name of Joint Debtor (Spouse) (Last, First, Middle): Life Essential-Rafiki, Inc. All Other Names used by the Debtor in the last 8 years All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): (include married, maiden, and trade names): Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): (if more than one, state all): 58-1662554 Street Address of Debtor (No. and Street, City, and State): Street Address of Joint Debtor (No. and Street, City, and State): 2329 Cascde Road, S.W. Atlanta, GA ZIP CODE 30311 ZIP CODE County of Residence or of the Principal Place of Business: County of Residence or of the Principal Place of Business: Mailing Address of Debtor (if different from street address): Mailing Address of Joint Debtor (if different from street address): ZIP CODE Location of Principal Assets of Business Debtor (if different from street address above): ZIP CODE Type of Debtor Nature of Business Chapter of Bankruptcy Code Under Which (Form of Organization) (Check one box.) the Petition is Filed (Check one box.) (Check one box.) **Health Care Business** Chapter 7 ☐ Chapter 15 Petition for Individual (includes Joint Debtors) Single Asset Real Estate as defined in Chapter 9 Recognition of a Foreign See Exhibit D on page 2 of this form. 11 U.S.C. § 101(51B) Chapter 11 Main Proceeding Corporation (includes LLC and LLP) Railroad Chapter 12 Chapter 15 Petition for Partnership Stockbroker Chapter 13 Recognition of a Foreign Other (If debtor is not one of the above entities, check Commodity Broker Nonmain Proceeding this box and state type of entity below.) Clearing Bank Other **Chapter 15 Debtors** Tax-Exempt Entity Nature of Debts (Check box, if applicable.) Country of debtor's center of main interests: (Check one box. Debts are primarily consumer Debts are Debtor is a tax-exempt organization debts, defined in 11 U.S.C. primarily Each country in which a foreign proceeding by, regarding, or under title 26 of the United States § 101(8) as "incurred by an business debts. against debtor is pending: Code (the Internal Revenue Code). individual primarily for a personal, family, or household purpose." Filing Fee (Check one box.) Chapter 11 Debtors Check one box: Full Filing Fee attached. Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). 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 Check if: unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment Filing Fee waiver requested (applicable to chapter 7 individuals only). Must on 4/01/13 and every three years thereafter). attach signed application for the court's consideration. See Official Form 3B. Check all applicable boxes: A plan is being filed with this petition. Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b) Statistical/Administrative Information THIS SPACE IS FOR COURT USE ONLY Debtor estimates that funds will be available for distribution to unsecured creditors. ◩ Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. **Estimated Number of Creditors** NOV 20 2012 PM2:46 П ୃ 1-49 50-99 100-199 200-999 50,001-1,000-5,001-10.001-25,001-Over 5,000 10,000 25,000 50,000 100,000 100,000 Estimated Assets П \$50,001 to \$0 to \$100,001 to \$100,000,00 \$500,001 \$1,000,001 \$10,000,001 \$50,000,001 \$500,000,06 More than \$50,000 \$100,000 \$500,000 to \$1 to \$10 to \$50 to \$100 to \$500 tox 1 billión \$1 billion* o **z**` million million million million million (**Estimated Liabilities**

\$0 to

\$50,000

\$50,001 to

\$100,000

\$100,001 to

\$500,000

\$500,001

to \$1

million

\$1,000,001

to \$10

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Case 12-78958-pwb Doc 1 Filed 11/20/12 Entered 11/20/12 12:50:52 Desc B1 (Official Form 1) (12/11) Page 2 of 23 Page 2

| Voluntary Petition | Name of Debtor(s): Life Essential-Rafiki, Inc. | | |
|--|--|----------------------------------|--|
| (This page must be completed and filed in every case.) | LITE ESSENDAL-KARKI, Inc. Years (If more than two, attach additional sheet.) | | |
| Location Location | Case Number: | Date Filed: | |
| Where Filed: Location | l Carry | | |
| Where Filed: | Case Number: | Date Filed: | |
| Pending Bankruptcy Case Filed by any Spouse, Partner, or A | | | |
| Name of Debtor: | Case Number: | Date Filed: | |
| District; | Relationship: | Judge: | |
| Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) Exhibit A is attached and made a part of this petition. | Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X Signature of Attorney for Debtor(s) (Date) | | |
| Exhi Does the debtor own or have possession of any property that poses or is alleged to posses Yes, and Exhibit C is attached and made a part of this petition. No. | | ablic health or safety? | |
| 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 par | | | |
| Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. | | | |
| Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.) | | | |
| Landlord has a judgment against the debtor for possession of deb | tor's residence. (If box checked, complete the fo | ollowing.) | |
| (Name of landlord that obtained judgment) | | | |
| | (Address of landlord) | | |
| Debtor claims that under applicable nonbankruptcy law, there are entire monetary default that gave rise to the judgment for possess | circumstances under which the debtor would be ion, after the judgment for possession was entere | permitted to cure the ed, and | |
| Debtor has included with this petition the deposit with the court of the petition. | f any rent that would become due during the 30- | day period after the filing | |
| Debtor certifies that he/she has served the Landlord with this certification, (11 U.S.C. § 362(l)). | | | |

| | 0/12 Entered 11/20/12 12:50:52 Desc |
|--|--|
| Voluntary Petition | Name of Debtor(s): Life Essential-Rafiki, Inc. |
| (This page must be completed and filed in every case.) Sign | atures |
| Signature(s) of Debtor(s) (Individual/Joint) | Signature of a Foreign Representative |
| 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 | I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding and that I am authorized to file this petition. (Check only one box.) I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached. |
| 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. | 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 | x |
| Signature of Debtor | (Signature of Foreign Representative) |
| X Signature of Joint Debtor Telephone Number (if not represented by attorney) | (Printed Name of Foreign Representative) |
| Date | Date |
| Signature of Attorney for Debtor(s) Randall Kea Strozier III Georgia Bar No. 689188 Printed Name of Attorney for Debtor(s) Attorney at Law Firm Name 807 Lake Mist Road Woodstock, GA 30188 Address 404-839-2204 Telephone Number 11/20/2012 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: (1) I am a bankruptcy petition preparer at defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached. 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 of partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.) |
| 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 the relief in accordance with the chapter of title 11, United States Code, specified in this petition. X Signature of Authorized Individual Printed Name of Authorized Individual Title of Authorized Individual Date | Address X Signature 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 STATE BANRUPTCY COURT NORTHERN DISTRICT OF GEORGIA ATLANTA DIVISION

)

CHAPTER 11

Eunice Leslie, Chief Financial Officer

(Print Name and Title)

IN RE:

Date 11 ~ 20 - 12

| LIFE ESSENTIAL-RAFIKI, INC. Debtor. |))) | CASE NO. 12 |
|--|---------------|---|
| | | ENALTY OF PERJURY TION OR PARTNERSHIP |
| declare under penalty of perjury that I have I | read the fore | the Corporation named as the debtor in this case, egoing LIST OF CREDITORS HOLDING 20 and correct to the best of my information and |

UNITED STATE BANRUPTCY COURT NORTHERN DISTRICT OF GEORGIA ATLANTA DIVISION

| IN RE: |) CHAPTER 11 |
|--|--|
| LIFE ESSENTIAL-RAFIKI, INC. Debtor. |) |
| | UNDER PENALTY OF PERJURY ORPORATION OR PARTNERSHIP |
| I, Eunice Leslie, the Chief Financial declare under penalty of perjury that I have r it is true and correct to the best of my inform | Officer of the Corporation named as the debtor in this case, read the foregoing MASTER LIST OF CREDITORS and that nation and belief. |
| Date | |
| | Signature Lunie Leslie |
| | Eunice Leslie, Chief Financial Officer |
| | (Print Name and Title) |

B4 (Official Form4) (12/07)

United States Bankruptcy Court

Northern District Of Georgia

| In re_ <u>LIFE ESSENTIAL-RAFITI, INC.</u> , | Case No |
|---|------------|
| Debtor | |
| | 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).

| (t) | (2) | (3) | (4) | (5) |
|--|---|--|---|--|
| Name of creditor and complete mailing address including zip code | Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted | Nature of claim (trade debt, bank loan, government contract, etc.) | Indicate if claim is contingent, unliquidated, disputed, or subject to setoff | Amount of claim (if secured, also state value of security) |
| Cohen Financial c/o Webb, Tanner, Powell, Mertz & Wilson 10 Lumpkin Street | Cohen Financial c/o Webb, Tanner, Powell, Mertz & Wilson 10 Lumpkin Street Lawrenceville, GA 30046 | Unsecured portion of Mortgage | disputed | \$753,825.20 |
| Lawrenceville, GA 30046 | | : | | |
| Georgia Power 241 Ralph McGill Blvd Atlanta, GA 30308 | Georgia Power 241 Ralph McGill Blvd Atlanta, GA 30308 | utility | | \$1,400.00 |
| City of Atlanta | City of Atlanta | utility | Unliquidated | |
| Department of | Department of Watershed | | | |

| Watershed Management | Management 55 Trinity Ave | | |
|---|---|--------------------------|-------------|
| 55 Trinity Ave Suite 1650 Atlanta, GA 30303 | Suite 1650 Atlanta, GA 30303 | | |
| Georgia Natural Gas P.O. Box 440667 Kennesaw, GA 30160 | Georgia Natural Gas P.O. Box 440667 Kennesaw, GA 30160 | utility | \$1,500.00 |
| City of Atlanta Solid Waste 141 Pryor Street Atlanta, GA 30303 | City of Atlanta Solid Waste 141 Pryor Street Atlanta, GA 30303 | Utility | \$900.00 |
| Fulton County Property Taxes South Service Center 5600 Stonewall Tell Road College Park, GA | Fulton County Property Taxes South Service Center 5600 Stonewall Tell Road College Park, GA | Taxes | \$22,000.00 |
| City of Atlanta Business Tax Division 55 Trinity Avenue SW Sutie 1350 Atlanta, GA 30303 | City of Atlanta Business Tax Division 55 Trinity Avenue SW Sutie 1350 Atlanta, GA 30303 | Taxes | \$4,700.00 |
| Georgia Dept of Revenue 141 Pryor Street Atlanta, GA 30303 | Georgia Dept of Revenue 141 Pryor Street Atlanta, GA 30303 | Taxes | \$35,000.00 |
| Armstrong & Associates 4829 Lavista Road Tucker, GA 30084 | Armstrong & Associates 4829 Lavista Road Tucker, GA 30084 | Professional Services | \$13,000.00 |
| Atlanta Development Authority 86 Pryor Street | Atlanta Development Authority 86 Pryor Street | Business Loan | \$40,000.00 |

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| Atlanta, GA 30303 | Atlanta, GA 30303 | | | |
|-------------------|-------------------|------------|---------|--|
| | • | | <u></u> | |
| | | | | |
| | | | | |
| Date: // ~ & | 0-12 | | | |
| | | Debtor | Zui | |

[Declaration as in Form 2]

Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530 DOCKET NUMBER : 041060553
CONTROL NUMBER : K014085
DATE INCORPORATED: 07/24/1990
DATE DISSOLVED : 11/09/2002
EFFECTIVE DATE : 04/07/2004
REFERENCE : 0091
PRINT DATE : 04/15/2004

FORM NUMBER

KUHUSU W. WANZU 2329 CASCADE ROAD, S.W. ATLANTA, GA 30311

CERTIFICATE OF REINSTATEMENT

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

LIFE ESSENTIAL-RAFIKI, INC. A DOMESTIC PROFIT CORPORATION

was incorporated and later dissolved on the dates stated above. Said corporation has filed an application for reinstatement, has paid all fees and penalties due to the Secretary of State, and has filed an updated annual registration. Attached hereto is a true and correct copy of said application.

WHEREFORE, said corporation is hereby reinstated as of the effective date of this certificate, having met the requirements for reinstatement under Title 14 of the Official Code of Georgia Annotated. The corporation's reinstatement shall relate back to and take effect as of the date of the administrative dissolution and the corporation may resume its business as if the administrative dissolution had never occurred.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Cathy Cox Secretary of State



Cathy Cox Secretary of State

KUHUSU W. WANZU 2329 CASCADE RD., S.W. ATLANTA, GA 30311 CORPORATIONS DIVISION

Suite 315 West Tower

2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

(404) 656-2817

041060553

Reservation Number: 040970435 Control Number: KC14085

Date Dissolved : 11/09/2002
Telephone Number : (404)656-2817
Amount Due : \$175.00
Print Date : 04/07/2004

Form Number : 522

APPLICATION FOR REINSTATEMENT OF A DOMESTIC CORPORATION

Pursuant to the provisions of Title 14 of the Official Code of Georgia Annotated, the undersigned domestic corporation hereby applies to the Secretary of State for a certificate of reinstatement of a domestic corporation and submits the following:

LIFE ESSENTIAL-RAFIKI, INC.

Was administratively dissolved by the Office of Secretary of State on the date stated above for failure to comply with the requirements of Title 14 of the Official Code of Georgia Annotated. Grounds for the dissolution either did not exist or have been eliminated. All taxes owed by the corporation have been paid. The name, satisfying the requirements of Title 14 of the Official Code of Georgia Annotated, by which the corporation will hereafter be known is

LIFE ESSENTIAL-RAFIKI, INC.

This application must be accompanied by the annual registration and the amount due above which is the sum of the filing fee, and the total annual fees.

Complete and return all copies of this form with a check made payable to the Secretary of State for the amount due above. This application must be signed by the Chairman of the Board of Directors, President, or other Corporate Officer.

Signature & Title

Date .

dalo

VALA OE STATE

Secretary of State

Corporations Division 315 West Tower 2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530 CONTROL NUMBER : 9014085

DATE INCORPORATED: 07/24/1990

BATE DISSOLVED : 07/06/1997

EFFECTIVE DATE : 12/07/1998

REFERENCE : 0093

PRINT DATE : 122

DOCKET NUMBER

983430895

CHAD HENDERSON 999 PEACHTREE ST. SUITE 2850 ATLANTA GA 30309

CERTIFICATE OF REINSTATEMENT

l, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

LIFE ESSENTIAL-RAFIKI, INC. A DOMESTIC PROFIT CORPORATION

was incorporated and later dissolved on the dates stated above. Said corporation has filed an application for reinstatement, has paid all fees and penalties due to the Secretary of State, and has filed an updated annual registration. Attached hereto is a true and correct copy of said application.

WHEREFORE, said corporation is hereby reinstated as of the effective date of this certificate, having met the requirements for reinstatement under Title 14 of the Official Code of Georgia Annotated. The corporation's reinstatement shall relate back to and take effect as of the date of the administrative dissolution and the corporation may resume its business as if the administrative dissolution had never occurred.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

Jewis A. Massey

LEWIS A. MASSEY

SECRETARY OF STATE





CORPORATIONS DIVISION 315 West Tower 2 Martin Luther King, Jr. Drive Atlanta, Georgia 30334-1530 (404) 656-2817

CHAD HENDERSON 999 PEACHTREE ST. STE 2850 ATLANTA GA 30309

RESERVATION NUMBER: 983010189 CONTROL NUMBER : 9014085 07/06/1997 DATE DISSOLVED 404-656-2817 TELEPHONE NUMBER : \$145.00 AMOUNT DUE 10/28/1998 PRINT DATE FORM NUMBER

APPLICATION FOR REINSTATEMENT OF A DOMESTIC CORPORATION

Pursuant to the provisions of Title 14 of the Official Code of Georgia Annotated, the undersigned domestic corporation hereby applies to the Secretary of State for a certificate of reinstatement of a domestic corporation and submits the following:

LIFE ESSENTIAL-RAFIKI, INC. A DOMESTIC PROFIT CORPORATION

Was administratively dissolved by the Office of Secretary of State on the date stated above for failure to comply with the requirements of Title 14 of the Official Code of Georgia Annotated. Grounds for the dissolution either did not exist or have been eliminated. All taxes owed by the corporation have been paid. The name, satisfying the requirements of Title 14 of the Official Code of Georgia Annotated, by which the corporation will hereafter be known is

LIFE ESSENTIAL-RAFIKI, INC.

This application must be accompanied by the annual registration coupon printed below and the amount due above which is the sum of the filing fee and the total agnual fees.

Complete and return all copies of this form with a check made payeone to Secretary of State for the amount due above. This application must be signed b the Chairman of the Board of Directors, President, or other Corporate Officer.

Secretary of State histories and Regulation

> Suite 315, West Country 2 Martin Euther Play Ir. Dr. Atlanta, Georgia 20334-1530

CHARTER NUMBER 2 9014085
BATE INCOMPORATED: JULY
CRUMTY
ENABLIER
TELEPHONE
1 009-656

2 9014085 D# 0: July 24 294 Fulton : Gerald Inf Dumas : 409-656-2968

MAILED TO:

MELVIN ROBINSON 40 BROAD STREET, SUITE 501 ATLANTA 64 30703

CERTIFICATE OF INCOMPORATION

I, MAX CLEIAND, SECRETARY OF STATE AND THE CORPORATIONS COMMISSIONER OF THE STATE OF GEORGIA ON MERENT CERTIFY, UNDER THE STAL OF MY OFFICE, THAT

"LIFE ESSENTIAL -BAF DE L. INC."

THE CUPY OF SAID ARTICLES OF INCORPORATION.

AND THE STATE OF SECRETA ON THE DATE SET FORTH BELOW.

DATE: AUGUST 29, 1998



Www.chica.com

MEX CULTAND -SECRETARY OR STATE

EN SERVICE CORPORATE

CONTRACTIONS

ARTICLES OF INCORPORATION

OF

LIFE ESSENTIAL-RAFIKI, INC.

This petition of Kuhusa Wanzu, respectfully shows:

ARTICLE I. Georgia Code

Petitioner, Kuhusa Manzu, the mailing address being, 1466
Avon Avenue, Atlanta, Georgia, is acting as incorporator for the
corporation to be formed under the provisions of the Georgia
Code, Title 22, Part I, the Georgia Business Corporation Code.

ARTICLE II. Name

The name of the proposed corporation is LIFE ESSENTIAL-RAFIKI, INC.

ARTICLE III. Ducation

The corporation shall have perpetual existence.

ARTICLE IV. Office and Registered Agent

The initial registered agent is Kuhusa Wanzu and the initial registered offfice is located at 1466 Avon Avenue, Atlanta, Beorgia.

ARTICLE V. Initial Board

The initial Board of Directors shall have two members whose names and addresses are as follows:

Kuhusa Wanzu Aisha Wanzu 1466 Auon Avenue Atlanta, Georgia

Victor McIntyre Lavonia McIntyre 1388 Sordon Street Atlanta, Georgia

- ARTICLE VI. Profit

The corporation shall be organized for pecuniary gain or profit and shall have capital stock and shareholders.

ARTICLE VII. Purpose

The corporation shall be organized and operated for the purpose of operating a nature food store for profit to the general public in every proper and legitimate manner according to usage and customs of business.

ARTICLE VIII. Capitalization

Section 1.

The corporation shall initially issue and sell one million (1,000,000) shares of common stock at par value of Five Dollars (\$5.00) per share. The corporation shall not commence business until it shall have received not less than Five Hundred Dollars (\$500.00) in payment for the insurance of shares in stock.

Section 2.

Each shareholder holding a sertificate of ownership of a suare has the right to one vote per share in all matters pertaining to policy and control of the operation.

Section 3.

Certificates of stock shall be issued in the manner prescribed by law to each stockholder, showing the number of shares to which he is entitled. Each certificate shall be signed by the President and Treasurer or Secretary and shall have the corporation affixed thereto. When fully paid, all stock shall be nonassessable.

Section 2.

In furtherance and not in limitation of the powers conferred by the laws of the State of Georgia, the Board of this Corporation is expressly authorized and empowered to make, alter or repeal the bylaws of this corporation (other than bylaws providing by their terms for amendment or repeal only with the approval of the stockholders). In addition to the powers and authorities herein or by statute expressly conferred upon it, the Board of Directors may exercise or do by this corporation, subject nevertheless, to the laws of the State of Georgia and to any other provision herein, and to the bylaws of this corporation as any such now constituted or hereafter amended. For all tax purposes, this corporation shall be organized as a corporation.

ARTICLE X. Dividends

Section 1.

The Board of Directors, in its discretion, may from time to time declare and pay dividends as permitted by the laws of the State of Georgia.

Section 2.

Any and all dividends may be paid in additional and full and fractional reinvested shares of the corporation at net asset value under such terms and conditions as may be prescribed by the Board of Directors. In such event there may be extended to the stockholders entitled to receive such dividend of a portion thereof in cash such right to be exercised only within the time and under such conditions as may be prescribed by the Board of Directors.

Section 4.

Subscriptions to the captions to the capital stock shall be paid in at such times and such installments as the Board of Directors may require.

Section 5.

Stock shall be transferrable only by entry upon the books of the corporation of the outstanding certificates or certificate, surrendered upon the transfer of stock, shall at once be cancelled and posted on margin or stub in the book from which it was taken when issued and a new certificate issued in the name of the assignee.

Section 6.

The shareholders shall have any presmptive rights to buy any unissued shares of the corporation.

ARTICLE IX. Directors

The number of directors which shall constitute the whole Board of Directors to this corporation shall be fixed by or in the manner provided in the bylams of this corporation, but such number may from time to time be increased or decreased in such manner as may be prescribed by the bylams. The initial Board of Directors shall consist of the following:

Kuhusa Wanzu Aisha Wanzu 1466 Augn Avenus Atlanta, Seprgia

Victor McIntyre Lavonia McIntyre 1388 Bordon Street Atlanta, Georgia

Section 3.

The Board of Directors in its discretion may, in connection with any dividend paid in cash, extend to the stockholders entitled to receive such dividend, the right to reinvest such dividend or a portion thereof in shares of the corporation at net asset value under such terms and conditions as may be prescribed by the Board of Directors. Such right of purchase shall not be considered an option or warrant to purchase shares of the corporation and shall be exercised only within the time and under such conditions as may be prescribed by the Board of Directors.

ORTICLE XI. Amendment

The Corporation reserves the right to amend, after, change or repeal any provision contained in the Certificates of Incorporation in the manner now or hereafter provided by statute and ights granted to stockholders herein are granted subject to i. eservation.

ARTICLE XIL. (itles

The titles to the foregoing articles are solely for identification and shall neither be considered as a part of the article nor used to interpret the meaning thereof.

IN WITNESS WHEREOF, the understanding executes those Articles of Incorporation.

Melvin Robinson Attorney for Incorporation

44 Broad Street, N.W. Suite 501, Grant Building Atlanta, Georgia 30303 (404) 586-0696

or Mer h El sal

WHEN ALERES

CONSENT TO APPOINTMENT AS REGISTERED AGENT

| MAX CLELAND | • | |
|----------------------------|--------|------|
| Secretary of State | | |
| Suite 305 - West Tower | | _ |
| 2 Martin Luther King, Jr., | Orive, | S.E. |
| Atlanta, Georgia 30334 | | |

| THE THE PROPERTY OF THE PROPER | | |
|--|------------------------|----------|
| (Type or Print Name o | Person de Chraoressone | |
| | * ** | |
| do nereby consent to serve as registered agent for th | e corporation | |
| LIPE ESSENTIAL— | RAFIRI INC | J |
| This day of | . 19.50. | |

KURWSHI SEE

Address of Registered Agent (Type or Print Address)

Atlanta, Georgia 30311



MAX CLELAND Secretary of State State of Georgia

BUSINESS SERVICES AND REGULATION

Suite 315, West Tower

2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334

(494) 656-2817

A100

Eff. 7/1/89 J. F. GULLION Director

MATICLES OF INCORPORATION DATA ENTRY FORM FOR GEORGIA CORPORATIONS

| | | WRITE ABOVE THIS LINE - | | |
|------|--|---------------------------------|-----------------|-----------------|
| NO | TICE TO APPLICANT: PRIM | IT PLAINLY OR TYPE | THE REMAINDER O | F THIS FORM. |
| 11. | Corporate Name: Life E | septial—Rat | FIKL, INC. | |
| | Mailing Address: 1466 | IVON AVE | | |
| | City: Atlanta a | ounty: Follow | Since: (Jepro1 | Zip Code: |
| III. | Fus Submitted By: Ku In | usa Wanz | V | |
| | Amount Enclosed: \$ 1,0.0 | | k Number: | |
| IV. | | | V | |
| | Bulleton : | | | |
| | City: 0// | State: | 2 | ip Code: 303 [] |
| | Incorporator: | | · | |
| | (BCQCQOTACO): | | | |
| | Address: | | | |
| | City: | State: | Z | ip Code: |
| V, | Registered Agent/Office: Ku | husa Wai | uzu | |
| | Address: 1466 A | 100 Ave | | |
| | | county: Fultow | State: (3-3 | Zip Code: |
| VI. | ARTICLES OF INCORPORATE | ON FILING CHECKOFF LIS | Ago | icant Examiner |
| | Original and one conformed of Corporate name varification no | py of Articles of Incorporation | | |
| | 3. Authorized shares stated | 7999 | | |
| | 4. Incorporator's signature | | | |
| | 5. Post affective date, if applicable | | | |
| VI | 6. Number of pages ettached: 1. Applicant/Attorney: 10 | in Hohenson | Telephone: 404 | 586-069 |
| | Address: 44 Broad | C+ C+ 501 | (| |
| | | | #### | 2ip Code:3030 |

| Cohen Financial | Georgia Power |
|--|------------------------------|
| c/o Webb, Tanner, Powell, Mertz & Wilson | 241 Ralph McGill Blvd |
| 10 Lumpkin Street | Atlanta, GA 30308 |
| Lawrenceville, GA 30046 | , |
| 1, 222222 | |
| City of Atlanta | Georgia Natural Gas |
| Department of Watershed Management | P.O. Box 440667 |
| 55 Trinity Ave | Kennesaw, GA 30160 |
| Suite 1650 | |
| Atlanta, GA 30303 | |
| Waste Management | Fulton County Property Taxes |
| 1001 Fannin, Suite 4000 | South Service Center |
| | 1 |
| Houston, Texas 77002 | 5600 Stonewall Tell Road |
| | College Park, GA |
| City CARL TO THE TOTAL THE TOTAL TO THE TOTAL THE TOTAL TO THE TOTAL THE TOTAL TO T | |
| City of Atlanta Business Tax Division | City of Atlanta Solid Waste |
| 55 Trinity Avenue SW | 141 Pryor Street |
| Sutie 1350 | Atlanta, GA 30303 |
| Atlanta, GA 30303 | |
| | |
| Georgia Dept of Revenue | Armstrong & Associates |
| 141 Pryor Street | 4829 Lavista Road |
| Atlanta, GA 30303 | Tucker, GA 30084 |
| | 140KGI, G11 50004 |
| | |
| Atlanta Development Authority | |
| 86 Pryor Street | |
| Atlanta, GA 30303 | |
| 71114114, 071 30303 | |
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U. S. BANKRUPTCY COURT NORTHERN DISTRICT OF GEORGIA ATLANTA DIVISION

01182697 - HC November 20, 2012

Code Case No Qty Amount By

11IN 12-78958 1 \$1,046.00 CK

Judge - Not Yet Assigned

Debtor - LIFE ESSENTIAL-RAFIK

TOTAL: \$1,046.00

FROM: Randall Kea Strozier, III

Randall Kea Strozier, Attorney At Law

807 Lake Mist Drive Woodstock, GA 30188

| Case Number: 12-78958-pwb Doc 1 Filed 11/2 Case Number: 12-78958 Chapterpetition June 11/2 | 20/12 Enter 14/32 23 of 23 | red 11/20/12 12:50:52 | | | |
|---|--|---|--|--|--|
| Please submit the following original documents to the Court for have a filed-stamped copy of the documents, please submit an e | | | | | |
| MISSING DOCUMENTS DUE: 14 Days | | Petition Deficiencies: | | | |
| ☐ Matrix (list of creditors' names & full addresses) | □ Name | | | | |
| Pro Se Affidavit (due with in 7 days, signature must be nota | Last 4 digits of SSN | | | | |
| or witnessed by a Court Intake Clerk, accompanied by a pictur | □ Address □County | | | | |
| □ Signed Statement of Social Security Number - Form B21(due | s) Type of Debtor | | | | |
| □ Voluntary Petition on Official Form One (12/11) | | □ Chapter | | | |
| □ Exhibit D (Individuals only) (12/09) | □ Nature of Debts | | | | |
| Statement of Financial Affairs (4/10) ■ Statement of Financial Affairs (4/10) | | □ Statistical Estimates | | | |
| Schedules: A B D E F G H (C&E 4/10) | | □ Signatures | | | |
| ■ Declaration Page for Summary & Schedules (10/07) | | Attorney Bar Number | | | |
| Summary of Schedules (12/07) | | | | | |
| ☑ Statistical Summary (12/07) | | <u>Case filed via</u> : | | | |
| Attorney Disclosure Statement (12/94) | . Vanno | ☐ Intake Counter by: | | | |
| ☐ Statement of Intent - Ch.7 (due within 30 days, individual only)(12/08) | | □ Attorney | | | |
| ☐ Petition Preparer Disclosure Statement Form280 (10/05) | | □ Debtor - verified ID | | | |
| ☐ Declaration & Notice: Non-Atty Pet. Preparer B19 (12/07) ☐ Certification of Notice 342- Form 201B (Ind only) (12/09) | | Other - copy of ID of: Charles Best | | | |
| ☐ Statement of Monthly Income/Means Test (Ind only) (12/10) | ☐ Mailed by: | | | | |
| ☐ Certificate of Credit Counseling (Individuals only) | □Attorney | | | | |
| ☐ Chapter 13 Plan, complete with signatures (4/08) (under local | □ Debtor | | | | |
| Pay Advices (Individuals only) | □ Other: | | | | |
| | · · · · · · · · · · · · · · · · · · · | | | | |
| 1 | | History of Case Association | | | |
| .11 Business | | | | | |
| ☐ 20 Largest Unsecured Creditors | gest Unsecured Creditors Prior cases with | | | | |
| ☑ List of Equity Security Holders | | | | | |
| Small Business - Balance Sheet | Related case w | ithin years: none | | | |
| Small Business - Statement of Operations | | | | | |
| Small Business - Cash Flow Statement | | | | | |
| Small Business - Federal Tax Returns | | | | | |
| Official and Local Bankruptcy Forms are available on the Court's webs attorney, please read the information regarding Filing Bankruptcy With www.uscourts.gov/bankruptcycourts/prose.html | site at: <u>www.gan</u> out An Attorney | b.uscourts.gov. If filing bankruptcy without an at: | | | |
| NG FEE INFORMATION - if the required filing fees are not paid in full at the time of case filing, an Order will be forthcoming: | | | | | |
| Paid \$1,046.00 □ 2g-Order Granting □ 3g-Order Granting 10 days | | | | | |
| Paid \$1,046.00 □ 2g-Order Granting □ 3g-Order Granting 10 days □ FILING FEE OF \$ □ 2d-Order Denying | | | | | |
| ☐ IFP filed (Ch.7 Individuals Only) | | | | | |
| □ No Application to Pay Fees in Installments filed | | | | | |
| | No Application to Pay Fees in Installments filed | | | | |

You may mail documents and filing fee payments (no personal checks accepted - cashier's check or money orders only) to the address below. All fee payments and documents filed with the Court must show the debtor's name and bankruptcy case number.

> UNITED STATES BANKRUPTCY COURT Richard B. Russell Building 75 Spring Street, S. W., Room 1340 Atlanta, Georgia 30303 404-215-1000

| Intake Clerk: | Heather Coggins | Date: | 11/20/12 | Case Opener: | Date: |
|---------------|-----------------|-------|----------|--------------|-------|