

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF GEORGIA

Case number (if known) Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name Gainesville ALF, LLC

2. All other names debtor used in the last 8 years DBA Oxtan Place of Gainesville, LLC DBA Manor House of Gainesville, LLC

3. Debtor's federal Employer Identification Number (EIN) 47-2826077

4. Debtor's address Principal place of business Mailing address, if different from principal place of business 2030 Windward Lane Gainesville, GA 30501 621 North Cherokee Road Social Circle, GA 30025

5. Debtor's website (URL)

6. Type of debtor Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) Partnership (excluding LLP) Other. Specify:

Debtor **Gainesville ALF, LLC**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- 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).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor _____	Relationship _____
District _____	When _____ Case number, if known _____

Debtor **Gainesville ALF, LLC**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, 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.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **Gainesville ALF, LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **September 30, 2016**
MM / DD / YYYY

X /s/ Dwayne Edwards
Signature of authorized representative of debtor

Title **Managing Member**

Dwayne Edwards
Printed name

18. Signature of attorney

X /s/ Theodore N. Stapleton
Signature of attorney for debtor

Date **September 30, 2016**
MM / DD / YYYY

Theodore N. Stapleton
Printed name

Theodore N. Stapleton, P.C.
Firm name

Ste 100-B
2802 Paces Ferry Road
Atlanta, GA 30339
Number, Street, City, State & ZIP Code

Contact phone **770-436-3334** Email address **tstaple@tstaple.com**

Bar number and State

Fill in this information to identify the case:

Debtor name Gainesville ALF, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF GEORGIA

Case number (if known): _____

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
A Place for Mom P.O.Box 674164 Detroit, MI 48267		Account				\$12,943.03
BOKF, N.A. as Trustee for One Williams Center, 10SW attn Marrien Neilson Tulsa, OK 74103		42 Unit Assisted Care Facility- 4.43 acres Windward Lane, Gainesville, GA		\$8,375,000.00	\$8,000,000.00	\$375,000.00
Caldwell Elect.Contractors 2035 Atlas Circle Gainesville, GA 30501		Account				\$650.00
City of Gainsville Dept. of Water Resources 757 Queen City Pkwy. SW Gainesville, GA 30501		Account				\$1,374.97
Dr. Robert Klassen P.O.Box 907217 Gainesville, GA 30501		Account				\$2,000.00
Georgia Power 96 Annex Atlanta, GA 30396		Account				\$5,750.00
Green Hall Chamber of Commerce P.O.Box 374 Gainesville, GA 30503		Account				\$465.00
Guardian Pharmacy 1750 Enterprise Way Suite 105 Marietta, GA 30067		Account				\$200.00

Debtor **Gainesville ALF, LLC**
Name _____

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Hall County Board of Assessors P.O.Box 1780 Gainesville, GA 30503		Account				\$7,349.12
Hulsey Environmental Srvcs. 1430 Calvary Church Rd. Gainesville, GA 30507		Account				\$550.00
Illustratus 8455 Lenard Dr Overland Park, KS 66214		Account				\$769.50
Liberty Utility 2300 Victory Dr. Columbus, GA 31901		Account				\$675.00
Merchant Bonding Company P.O.Box 14498 Des Moines, IA 50306		Account				\$5,800.00
Monster Pest Control 1025 Old Roswell Rd. Suite 206 Roswell, GA 30076		Account				\$330.00
Paul Davis Restor. of Lanier 4034 Windward Lane Flowery Branch, GA 30542		Account				\$78,967.34
PFG Milton's P.O.Box 931533 Atlanta, GA 31131		Account				\$12,836.21
Prikare 2350 Limestone Pkwy. Gainesville, GA 30501		Account				\$200.00
Senior TV 975 E. Tallmadge Ave. Akron, OH 44310		Account				\$302.49
Waste Management 2625 W. Grandview Rd. Phoenix, AZ 85023		Account				\$1,028.91

Debtor Gainesville ALF, LLC
Name _____

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Xerox Corporation P.O.Box 767355 Roswell, GA 30076		Account				\$59,602.31

A Place for Mom
P.O.Box 674164
Detroit, MI 48267

Air Gas
920 W. Ridge Rd.
Gainesville, GA 30501

BOKF, N.A. as Trustee for
One Williams Center, 10SW
attn Marrien Neilson
Tulsa, OK 74103

Caldwell Elect.Contractors
2035 Atlas Circle
Gainesville, GA 30501

City of Gainsville
Dept. of Water Resources
757 Queen City Pkwy. SW
Gainesville, GA 30501

Dr. Robert Klassen
P.O.Box 907217
Gainesville, GA 30501

Georgia Power
96 Annex
Atlanta, GA 30396

Green Hall Chamber of Commerce
P.O.Box 374
Gainesville, GA 30503

Guardian Pharmacy
1750 Enterprise Way
Suite 105
Marietta, GA 30067

Hall County Board of Assessors
P.O.Box 1780
Gainesville, GA 30503

Hulsey Environmental Srvcs.
1430 Calvary Church Rd.
Gainesville, GA 30507

Illustratus
8455 Lenard Dr
Overland Park, KS 66214

Liberty Utility
2300 Victory Dr.
Columbus, GA 31901

Merchant Bonding Company
P.O.Box 14498
Des Moines, IA 50306

Monster Pest Control
1025 Old Roswell Rd.
Suite 206
Roswell, GA 30076

North Hall Ace Hardware
5137 Cleveland Hwy.
Gainesville, GA 30506

Paul Davis Restor. of Lanier
4034 Windward Lane
Flowery Branch, GA 30542

PFG Milton's
P.O.Box 931533
Atlanta, GA 31131

Prikare
2350 Limestone Pkwy.
Gainesville, GA 30501

Senior TV
975 E. Tallmadge Ave.
Akron, OH 44310

Tench HVAC
1733 Lathem Dr.
Gainesville, GA 30504

Waste Management
2625 W. Grandview Rd.
Phoenix, AZ 85023

Xerox Corporation
P.O.Box 767355
Roswell, GA 30076

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

In re Gainesville ALF, LLC

Debtor(s)

Case No.

Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Gainesville ALF, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Dwayne Edwards
621 North Cherokee Road
Social Circle, GA 30025

Todd Barker
1029 Cherokee Road
Perry, GA 31069

None [*Check if applicable*]

September 30, 2016

Date

/s/ Theodore N. Stapleton

Theodore N. Stapleton

Signature of Attorney or Litigant
Counsel for **Gainesville ALF, LLC**

Theodore N. Stapleton, P.C.

Ste 100-B

2802 Paces Ferry Road

Atlanta, GA 30339

770-436-3334 Fax: 404-935-5344

tstaple@tstaple.com