

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Carney Enterprises, L.L.C	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):	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): 20-8168879	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. & Street, City, and State): 605 HWY 1 West Iowa City, IA	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 52246	ZIP CODE
County of Residence or of the Principal Place of Business: Johnson	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	ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above):

ZIP CODE

<p align="center">Type of Debtor (Form of Organization) (Check one box.)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) _____</p>	<p align="center">Nature of Business (Check one box)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <hr/> <p align="center">Tax-Exempt Entity (Check box, if applicable)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.)</p>	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <hr/> <p align="center">Nature of Debts (Check one box)</p> <p><input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p align="center">Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b) See Official Form 3A.</p> <p><input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.</p>	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.</p> <hr/> <p>Check all applicable boxes</p> <p><input type="checkbox"/> A plan is being filed with this petition</p> <p><input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).</p>
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<p>Statistical/Administrative Information</p> <p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.</p>	<p>THIS SPACE IS FOR COURT USE ONLY</p>																				
<p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>1-49</td><td>50-99</td><td>100-199</td><td>200-999</td><td>1,000-5,000</td><td>5,001-10,000</td><td>10,001-25,000</td><td>25,001-50,000</td><td>50,001-100,000</td><td>Over 100,000</td> </tr> </table>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000	
<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>												
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<p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td><td>\$50,001 to \$100,000</td><td>\$100,001 to \$500,000</td><td>\$500,001 to \$1 million</td><td>\$1,000,001 to \$10 million</td><td>\$10,000,001 to \$50 million</td><td>\$50,000,001 to \$100 million</td><td>\$100,000,001 to \$500 million</td><td>\$500,000,001 to \$1 billion</td><td>More than \$1 billion</td> </tr> </table>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>												
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<p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td><td>\$50,001 to \$100,000</td><td>\$100,001 to \$500,000</td><td>\$500,001 to \$1 million</td><td>\$1,000,001 to \$10 million</td><td>\$10,000,001 to \$50 million</td><td>\$50,000,001 to \$100 million</td><td>\$100,000,001 to \$500 million</td><td>\$500,000,001 to \$1 billion</td><td>More than \$1 billion</td> </tr> </table>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	
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Voluntary Petition (This page must be completed and filed in every case)	Document Page 2 of 11 Name of Debtor(s): Carney Enterprises, L.L.C
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)

Location Where Filed: NONE	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: NONE	Case Number:	Date Filed:
District:	Relationship:	Judge:

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

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).

Not Applicable

Signature of Attorney for Debtor(s) _____ Date _____

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 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 debtor's residence. (If box checked, complete the following).

(Name of landlord that obtained judgment)

(Address of landlord)

- Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- 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(l)).

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p style="text-align: center;">Document Page 3 of 11</p> <p>Name of Debtor(s): Carney Enterprises, L.L.C</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> Not Applicable Signature of Debtor</p> <p><input checked="" type="checkbox"/> Not Applicable Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of Title 11, United States Code. Certified Copies of the documents required by § 1515 of title 11 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the Chapter of title 11 specified in the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p><input checked="" type="checkbox"/> Not Applicable _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney</p> <p><input checked="" type="checkbox"/> s/ Thomas G. McCuskey _____ Signature of Attorney for Debtor(s)</p> <p>Thomas G. McCuskey Bar No. AT0005094 _____ Printed Name of Attorney for Debtor(s) / Bar No.</p> <p>Thomas G. McCuskey, P.C. _____ Firm Name</p> <p>118 3rd Avenue SE, Suite 309 Cedar Rapids, IA 52406 _____ Address</p> <p>(319) 364-8500 (319) 364-8501 _____ Telephone Number</p> <p>9/14/2009 _____ Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p><input checked="" type="checkbox"/> Not Applicable _____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p><input checked="" type="checkbox"/> Not Applicable _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</small></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> s/ Amanda Lee Carney _____ Signature of Authorized Individual</p> <p>Amanda Lee Carney _____ Printed Name of Authorized Individual</p> <p>Managing Member _____ Title of Authorized Individual</p> <p>9/14/2009 _____ Date</p>	<p><input checked="" type="checkbox"/> Not Applicable _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</small></p>

United States Bankruptcy Court

Northern District of Iowa

In re:

Case No. _____

Chapter 11

Carney Enterprises, L.L.C

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Amanda Lee Carney**, declare under penalty of perjury that I am the **Managing Member** of **Carney Enterprises, L.L.C**, a **Iowa** Corporation and that on **09/08/2009** the following resolution was duly adopted by the **Sole Member** of this Corporation:

"Whereas, it is in the best interest of this Corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Amanda Lee Carney, Managing Member** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be It Further Resolved, that **Amanda Lee Carney, Managing Member** of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

Be It Further Resolved, that **Amanda Lee Carney, Managing Member** of this Corporation, is authorized and directed to employ **Thomas G. McCuskey**, attorney and the law firm of **Thomas G. McCuskey, P.C.** to represent the Corporation in such bankruptcy case."

Executed on: 9/14/2009

Signed: s/ Amanda Lee Carney
Amanda Lee Carney

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

In re Carney Enterprises, L.L.C, Case No. _____
Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
Wells Fargo PO Box 348750 Sacramento, CA 95834	1-800-225-5935 Wells Fargo PO Box 348750 Sacramento, CA 95834	Bank Loan	CONTINGENT UNLIQUIDATED	\$54,984.34
Napa Iowa City 1141 HWY 1 West Iowa City, IA 52246	319-337-2137 Napa Iowa City 1141 HWY 1 West Iowa City, IA 52246	Trade Debt	CONTINGENT UNLIQUIDATED	\$28,454.18
Good's All American Transfer LTD DBA Bud's Tire & Repair Service 2860 Independence Rd. Iowa City, IA 52240	319-351-4300 Good's All American Transfer LTD DBA Bud's Tire & Repair Service 2860 Independence Rd. Iowa City, IA 52240	Trade Debt	CONTINGENT UNLIQUIDATED	\$21,725.28
Transtar 7350 Young Drive Cleveland, OH 44146		Trade Debt	CONTINGENT UNLIQUIDATED	\$9,941.60
Selective AW Welt Ambrisco Insurance 24 Westside Dr. Iowa City, IA 52246	319-887-3700 Selective AW Welt Ambrisco Insurance 24 Westside Dr. Iowa City, IA 52246	Insurance Contract	CONTINGENT UNLIQUIDATED	\$9,694.00
Clear Channell Broadcasting Inc. Broad Cast Park 600 Old Marion Rd., N.E. Cedar Rapids, IA 52402	319-354-9500 Clear Channell Broadcasting Inc. Broad Cast Park 600 Old Marion Rd., N.E. Cedar Rapids, IA 52402	Trade Debt	CONTINGENT UNLIQUIDATED	\$8,317.00

In re Carney Enterprises, L.L.C, Case No. _____
 Debtor Chapter 11

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American Tire Distributors 507 Des Moines 3915 Delaware Ave, Suite 5 Des Moines, IA 50313	515-265-3554 American Tire Distributors 507 Des Moines 3915 Delaware Ave, Suite 5 Des Moines, IA 50313	Trade Debt	CONTINGENT UNLIQUIDATED	\$7,734.56
Wells Fargo Visa PO Box 6426 Carol Streal, IL 60197-6426	1800-225-5935 Wells Fargo Visa PO Box 6426 Carol Streal, IL 60197-6426	Trade Debt	CONTINGENT UNLIQUIDATED	\$7,251.06
Lowe's Commercial Business Acct. PO Box 530970 Atlanta, GA 30353-0970	800-444-1408 Lowe's Commercial Business Acct. PO Box 530970 Atlanta, GA 30353-0970	Buis. Credit Card	CONTINGENT UNLIQUIDATED	\$5,545.34
Phelps The Uniform Specialists 3500 Park Ave. West Muscatine, IA 52761	800-344-7043 Phelps The Uniform Specialists 3500 Park Ave. West Muscatine, IA 52761	Trade Debt	CONTINGENT UNLIQUIDATED	\$3,865.03
Delimart Convenience Stores 1486 S. 1st Ave., Unit A Iowa City, IA 52240	319-338-8058 Delimart Convenience Stores 1486 S. 1st Ave., Unit A Iowa City, IA 52240	Trade Debt	CONTINGENT UNLIQUIDATED	\$3,651.67
H & H Heartland Passport Customer Care One Heartland Way Jeffersonville, IN 47130	1-888-963-3600 H & H Heartland Passport Customer Care One Heartland Way Jeffersonville, IN 47130	Trade Debt	CONTINGENT UNLIQUIDATED	\$3,244.47

In re Carney Enterprises, L.L.C, Case No. _____
 Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
American General Financial Services 5428 Blairs Forest Way, NE Cedar Rapids, IA 52402	319-393-1730 American General Financial Services 5428 Blairs Forest Way, NE Cedar Rapids, IA 52402	Trade Debt	CONTINGENT UNLIQUIDATED DISPUTED	\$3,219.96
Car Quest Auto Parts PO Box 503749 St. Louis, MO 6150	1-888-340-5043 Car Quest Auto Parts PO Box 503749 St. Louis, MO 6150	Trade Debt	CONTINGENT UNLIQUIDATED	\$3,104.37
Plaza Auto Auction, Inc. PO Box 147 Mt. Vernon, IA 52314	319-895-6232 Plaza Auto Auction, Inc. PO Box 147 Mt. Vernon, IA 52314	Trade Debt	CONTINGENT UNLIQUIDATED	\$2,126.33
Hartwig Motors, Inc. PO Box 2417 Iowa City, IA 52244	319-337-2101 Hartwig Motors, Inc. PO Box 2417 Iowa City, IA 52244	Trade Debt	CONTINGENT UNLIQUIDATED	\$2,107.71
Greater Quad City Auto Auction 4015 78th Ave. PO Box 409 Milan, IL 61264	1-309-787-6300 Greater Quad City Auto Auction 4015 78th Ave. PO Box 409 Milan, IL 61264	Trade Debt	CONTINGENT UNLIQUIDATED	\$2,026.00
Mid States Transmission Parts 209 West 76th Street Davenport, IA 52806	1-563-386-7166 Mid States Transmission Parts 209 West 76th Street Davenport, IA 52806	Trade Debt	CONTINGENT UNLIQUIDATED	\$2,001.64

In re Carney Enterprises, L.L.C, Case No. _____
 Debtor Chapter 11

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Tom Riley Law Firm, L.L.C. 4040 1st Ave NE PO Box 998 Cedar Rapids, IA 52406-0998	319-363-4040 Tom Riley Law Firm, L.L.C. 4040 1st Ave NE PO Box 998 Cedar Rapids, IA 52406-0998	Buis. Attorney Fees	CONTINGENT UNLIQUIDATED	\$1,966.70
Linder Tire Service, Inc. 632 South Riverside Drive Iowa City, IA 52246			CONTINGENT UNLIQUIDATED	\$1,939.53

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

I, Amanda Lee Carney, Managing Member of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: 9/14/2009

Signature: s/ Amanda Lee Carney

Amanda Lee Carney ,Managing Member

 (Print Name and Title)

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.

In re: **Carney Enterprises, L.L.C**

Case No.

List of Equity Security Holders

REGISTERED NAME OF HOLDER OF SECURITY LAST KNOWN ADDRESS OR PLACE OF BUSINESS	CLASS OF SECURITY	NUMBER REGISTERED	KIND OF INTEREST REGISTERED
Amanda Lee Carney 3112 Hickory Dr. N.E. Solon, IA 52333	LLC Intere	0	Membership

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

I, **Amanda Lee Carney, Managing Member** of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date: 9/14/2009

s/ Amanda Lee Carney
Amanda Lee Carney ,Managing Member
 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.

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

In re **Carney Enterprises, L.L.C**

Case No.

Debtor.

Chapter **11**

STATEMENT OF CORPORATE OWNERSHIP

Comes now **Carney Enterprises, L.L.C** (the "Debtor") and pursuant to Fed. R. Bankr. P. 1007(a) and 7007.1 state as follows:

_____ All corporations that directly or indirectly own 10% or more of any class of the corporation's equity interests are listed below:

Owner	% of Shares Owned
None	

OR,

There are no entities to report.

By /s/ Thomas G. McCuskey

Thomas G. McCuskey

Signature of Attorney

Counsel for **Carney Enterprises, L.L.C**

Bar no.: **AT0005094**

Address.: **Thomas G. McCuskey, P.C.
118 3rd Avenue SE, Suite 309
Cedar Rapids, IA 52406**

Telephone No.: **(319) 364-8500**

Fax No.: **(319) 364-8501**

E-mail address:

UNITED STATES BANKRUPTCY COURT
Northern District of Iowa

In re: **Carney Enterprises, L.L.C**

Case No. _____

Chapter **11**

BUSINESS INCOME AND EXPENSES

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:

1. Gross Income For 12 Months Prior to Filing: \$ 1,951,046.80

PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:

2. Gross Monthly Income: \$ 122,660.00

PART C - ESTIMATED FUTURE MONTHLY EXPENSES:

3. Net Employee Payroll (Other Than Debtor)	\$ <u>11,600.00</u>
4. Payroll Taxes	<u>1,160.00</u>
5. Unemployment Taxes	<u>0.00</u>
6. Worker's Compensation	<u>244.00</u>
7. Other Taxes	<u>11,348.00</u>
8. Inventory Purchases (Including raw materials)	<u>71,700.00</u>
9. Purchase of Feed/Fertilizer/Seed/Spray	<u>0.00</u>
10. Rent (Other than debtor's principal residence)	<u>4,000.00</u>
11. Utilities	<u>900.00</u>
12. Office Expenses and Supplies	<u>6,944.00</u>
13. Repairs and Maintenance	<u>136.00</u>
14. Vehicle Expenses	<u>0.00</u>
15. Travel and Entertainment	<u>0.00</u>
16. Equipment Rental and Leases	<u>468.00</u>
17. Legal/Accounting/Other Professional Fees	<u>0.00</u>
18. Insurance	<u>816.00</u>
19. Employee Benefits (e.g., pension, medical, etc.)	<u>0.00</u>

20. Payments to Be Made Directly By Debtor to Secured Creditors For Pre-Petition Business Debts (Specify):
None _____

21. Other (Specify):
None _____

22. Total Monthly Expenses (Add items 3 - 21) \$ 109,316.00

PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:

23. AVERAGE NET MONTHLY INCOME (Subtract Item 22 from Item 2) \$ 13,344.00