

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Downtown Food Enterprises, 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): DBA Downtown Gyros and Cafeteria; DBA Downtown Gyros	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) 32-0146870	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): 800 W. Randolph St. Chicago, IL	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 60607	ZIP Code
County of Residence or of the Principal Place of Business: Cook	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): 800 W. Randolph St. Chicago, IL 60607	

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.)	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/> 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) <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.
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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 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.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor 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 \$2,190,000. 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 of creditors, in accordance with 11 U.S.C. § 1126(b).
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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.									
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"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000									
Estimated Assets <input checked="" type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									
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									

THIS SPACE IS FOR COURT USE ONLY

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Downtown Food Enterprises, Inc.</p>
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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:

<p style="text-align: center;">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 style="text-align: center;">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>
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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)).

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

Name of Debtor(s):
Downtown Food Enterprises, 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 11 U.S.C. §1515 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/ Konstantine Sparagis
Signature of Attorney for Debtor(s)

Konstantine Sparagis 6256702
Printed Name of Attorney for Debtor(s)

Law Offices Of Konstantine Sparagis
Firm Name

8 S. Michigan Avenue
27th Floor
Chicago, IL 60603

Address

312.753.6956 Fax: 866.333.1840
Telephone Number

December 17, 2008
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 Non-Attorney Bankruptcy 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(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 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.

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/ Vasilios Dimitrakopoulos
Signature of Authorized Individual

Vasilios Dimitrakopoulos
Printed Name of Authorized Individual

President
Title of Authorized Individual

December 17, 2008
Date

United States Bankruptcy Court
Northern District of Illinois

In re Downtown Food Enterprises, Inc.

Debtor(s)

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; Fed. R. Bankr. P. 1007(m).

(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>
800 Restaurant, Inc. 308 S. Halsted St. Chicago, IL 60661	800 Restaurant, Inc. 308 S. Halsted St. Chicago, IL 60661	See attached equipment list		70,000.00 (0.00 secured)
BML 6408 N. Western Ave. Chicago, IL 60645	BML 6408 N. Western Ave. Chicago, IL 60645	Collection		1,228.00
Broadway Bank 5960 N. Broadway Chicago, IL 60660	Broadway Bank 5960 N. Broadway Chicago, IL 60660	Store lease	Disputed	24,000.00 (0.00 secured)
CIT Financial USA, Inc. 233 N. Michigan Ave., Ste. 1800 Chicago, IL 60601	CIT Financial USA, Inc. 233 N. Michigan Ave., Ste. 1800 Chicago, IL 60601	ATM Machine		14,000.00 (0.00 secured)
City of Chicago The Dept. of Water Management P.O. Box 6330 Chicago, IL 60680	City of Chicago The Dept. of Water Management P.O. Box 6330 Chicago, IL 60680	Utility		987.00
Columbus Meats, Inc. 906 W. Randolph St. Chicago, IL 60607	Columbus Meats, Inc. 906 W. Randolph St. Chicago, IL 60607	Vendor		1,200.00
ComEd 2100 Swift Drive Attn: Bankruptcy Section Rev. Mgmt Oak Brook, IL 60523	ComEd 2100 Swift Drive Attn: Bankruptcy Section Rev. Mgmt Oak Brook, IL 60523	Utility		1,551.00
Corfu Foods, Inc. 755 Thomas Dr. Bensenville, IL 60106	Corfu Foods, Inc. 755 Thomas Dr. Bensenville, IL 60106	Vendor		6,660.00
Illinois Department of Revenue Bankruptcy Administration Unit 100 W. Randolph St., Level 7- 400 Chicago, IL 60601	Illinois Department of Revenue Bankruptcy Administration Unit 100 W. Randolph St., Level 7-400 Chicago, IL 60601	Sales taxes		26,000.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(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>
Internal Revenue Service PO Box 21126 Philadelphia, PA 19114	Internal Revenue Service PO Box 21126 Philadelphia, PA 19114	Payroll taxes		4,000.00
Kohner, Mann & Kailas Barnabas Business Center 4650 N. Port Washington Rd. Milwaukee, WI 53212	Kohner, Mann & Kailas Barnabas Business Center 4650 N. Port Washington Rd. Milwaukee, WI 53212	Collection for Society Insurance		1,086.00
Liberty Food Service LLC PO Box 711 Elmhurst, IL 60126	Liberty Food Service LLC PO Box 711 Elmhurst, IL 60126	Vendor		2,500.00
Mega Refrigeration 8901 N. Beleforte Morton Grove, IL 60053	Mega Refrigeration 8901 N. Beleforte Morton Grove, IL 60053	Vendor		4,100.00
Merchant Cash & Capital 450 Park Avenue South, 11th Fl. New York, NY 10016	Merchant Cash & Capital 450 Park Avenue South, 11th Fl. New York, NY 10016	Accounts Receivable	Disputed	16,000.00 (0.00 secured)
Migena Zaimi 5255 W. George Chicago, IL 60641	Migena Zaimi 5255 W. George Chicago, IL 60641	Contract		24,000.00
Peoples Gas C/O Bankruptcy Dept. 130 E. Randolph Dr. Chicago, IL 60602	Peoples Gas C/O Bankruptcy Dept. 130 E. Randolph Dr. Chicago, IL 60602	Utility		4,400.00
Roins Produce c/o Alan R. Rhine 111 W. Washington, Ste. 1505 Chicago, IL 60602	Roins Produce c/o Alan R. Rhine 111 W. Washington, Ste. 1505 Chicago, IL 60602	Potential judgment creditor		4,766.00
Takis Royal Foods Inc. 172-74 N. Ada St. Chicago, IL 60607	Takis Royal Foods Inc. 172-74 N. Ada St. Chicago, IL 60607	Vendor		12,121.00
UniCare P.O. Box 5053 Bolingbrook, IL 60440	UniCare P.O. Box 5053 Bolingbrook, IL 60440	Collection for TJ Bullock & Assoc.		2,142.00
United Food Service, LLC 1125 Howard St. Elk Grove Village, IL 60007	United Food Service, LLC 1125 Howard St. Elk Grove Village, IL 60007	Vendor		16,503.00

In re Downtown Food Enterprises, Inc.
Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

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

I, the President 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 December 17, 2008

Signature /s/ Vasilios Dimitrakopoulos
Vasilios Dimitrakopoulos
President

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 Downtown Food Enterprises, Inc.

Case No. _____

Debtor

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, 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 the 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" 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" 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 AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No. xxx9339								
800 Restaurant, Inc. 308 S. Halsted St. Chicago, IL 60661	-							
		5/2005	Chattel lien					
			See attached equipment list					
		Value \$	0.00				70,000.00	70,000.00
Account No. 0127								
Automatic Icemakers P.O. Box 5436 Chicago, IL 60680	-							
		08	Lease					
			Ice maker					
		Value \$	0.00				307.00	307.00
Account No. xxxxx5001								
Broadway Bank 5960 N. Broadway Chicago, IL 60660	X -					X		
			Chattel lien					
			Store lease					
		Value \$	0.00				24,000.00	24,000.00
Account No. xx4703								
CIT Financial USA, Inc. 233 N. Michigan Ave., Ste. 1800 Chicago, IL 60601	-							
			Lease					
			ATM Machine					
		Value \$	0.00				14,000.00	14,000.00
Subtotal							108,307.00	108,307.00
(Total of this page)								

1 continuation sheets attached

In re Downtown Food Enterprises, Inc.,
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY	
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No. xx6473								
Merchant Cash & Capital 450 Park Avenue South, 11th Fl. New York, NY 10016								
					X			
						16,000.00	16,000.00	
Account No.								
Account No.								
Account No.								
Account No.								
						Subtotal		
						(Total of this page)	16,000.00	16,000.00
						Total	124,307.00	124,307.00
						(Report on Summary of Schedules)		

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Total
(Report on Summary of Schedules)

In re Downtown Food Enterprises, Inc.

Case No. _____

Debtor

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 the 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 \$10,950* 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).

 Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* 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 \$2,425* 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 April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

2 continuation sheets attached

In re Downtown Food Enterprises, Inc.
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	
								AMOUNT ENTITLED TO PRIORITY	
Account No. Associate Area Counsel, SB/SE 200 West Adams Street Ste. 2300 Chicago, IL 60606	-						0.00	0.00	
Account No. D. Patrick Mullarkey, Tax Division PO Box 55 Ben Franklin Station Washington, DC 20044	-						0.00	0.00	
Account No. xx-xxx6870 Illinois Department of Revenue Bankruptcy Administration Unit 100 W. Randolph St., Level 7-400 Chicago, IL 60601	-		Sales taxes				26,000.00	26,000.00	
Account No. xx-xxx6870 Internal Revenue Service PO Box 21126 Philadelphia, PA 19114	-		Payroll taxes				4,000.00	4,000.00	
Account No. Internal Revenue Service Mail Stop 5010 CHI 230 S. Dearborn Street Chicago, IL 60604	-						0.00	0.00	
Subtotal							30,000.00	0.00	30,000.00
(Total of this page)							30,000.00	0.00	30,000.00

Sheet 1 of 2 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

In re Downtown Food Enterprises, Inc.
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H W J C	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No.									
United States Attorney 219 S. Dearborn Street Chicago, IL 60604		-						0.00	0.00
Account No.									
Account No.									
Account No.									
Account No.									

Sheet **2** of **2** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal (Total of this page)	0.00	0.00
Total (Report on Summary of Schedules)	30,000.00	30,000.00

In re Downtown Food Enterprises, Inc.
Debtor

Case No. _____

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 the 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 (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. 1001 American Express c/o Beckett and Lee P.O. Box 3001 Malvern, PA 19355		-	08 Credit Card			769.00
Account No. 6870 BML 6408 N. Western Ave. Chicago, IL 60645		-	08 Collection			1,228.00
Account No. 4584 Brinks Home Security P.O. Box 70834 Charlotte, NC 28272		-	08 Security system			210.00
Account No. 1925 City of Chicago The Dept. of Water Management P.O. Box 6330 Chicago, IL 60680		-	08 Utility			987.00
Subtotal (Total of this page)						3,194.00

4 continuation sheets attached

In re Downtown Food Enterprises, Inc.,
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. 6870 Columbus Meats, Inc. 906 W.Randolph St. Chicago, IL 60607			Vendor				1,200.00	
Account No. 8043 ComEd 2100 Swift Drive Attn: Bankruptcy Section Rev. Mgmt Oak Brook, IL 60523		-	08 Utility				1,551.00	
Account No. 6870 Corfu Foods, Inc. 755 Thomas Dr. Bensenville, IL 60106		-	05 Vendor				6,660.00	
Account No. xx6473 Cynergy Data 109-15 14th Ave., Ste. 200 College Point, NY 11356		-	Notice only				0.00	
Account No. 6870 Grecian Delight Foods, Inc. 1201 Tonne Rd. Elk Grove Village, IL 60007		-	05 Notice only - Collected under United Food Service				0.00	
Sheet no. <u>1</u> of <u>4</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	9,411.00

In re Downtown Food Enterprises, Inc.,
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. 0507 Independent Recycling Services 2401 S. Laflin St. Chicago, IL 60608		-	08 Vendor				604.00	
Account No. 3935 Kohner, Mann & Kailas Barnabas Business Center 4650 N. Port Washington Rd. Milwaukee, WI 53212		-	08 Collection for Society Insurance				1,086.00	
Account No. 6870 Liberty Food Service LLC PO Box 711 Elmhurst, IL 60126		-	Vendor				2,500.00	
Account No. 6870 Mega Refrigeration 8901 N. Beleforte Morton Grove, IL 60053		-	Vendor				4,100.00	
Account No. 6870 Migena Zaimi 5255 W. George Chicago, IL 60641		-	Contract				24,000.00	
Sheet no. <u>2</u> of <u>4</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	32,290.00

In re Downtown Food Enterprises, Inc.,
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. 1928 Order Network 372 W. Ontario St. Ste. 303 Chicago, IL 60610			08 Vendor				152.00	
Account No. J380 Paychex 1000 E. Warrenville Rd. Ste. 200 Naperville, IL 60563			08 Vendor				486.00	
Account No. xxxxxxxx1483 Peoples Gas C/O Bankruptcy Dept. 130 E. Randolph Dr. Chicago, IL 60602			Utility				4,400.00	
Account No. 6870 PLS Check Cashing Store 300 N. Elizabeth St. Chicago, IL 60607			Trade creditor				129.00	
Account No. 6870 Renzo Dairy PO Box 505 Franklin Park, IL 60131			Vendor				230.00	
Sheet no. <u>3</u> of <u>4</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	5,397.00

In re Downtown Food Enterprises, Inc.,
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. xx Mx xx0870 Roins Produce c/o Alan R. Rhine 111 W. Washington, Ste. 1505 Chicago, IL 60602		-	Potential judgment creditor				4,766.00	
Account No. 6532 Sara Lee Coffee & Tea P.O. Box 70819 Chicago, IL 60673		-	08 Vendor				419.00	
Account No. 6870 Takis Royal Foods Inc. 172-74 N. Ada St. Chicago, IL 60607		-	08 Vendor				12,121.00	
Account No. 4669 UniCare P.O. Box 5053 Bolingbrook, IL 60440		-	08 Collection for TJ Bullock & Assoc.				2,142.00	
Account No. WNTO United Food Service, LLC 1125 Howard St. Elk Grove Village, IL 60007		-	08 Vendor				16,503.00	
Sheet no. <u>4</u> of <u>4</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	35,951.00
							Total (Report on Summary of Schedules)	86,243.00

800 Restaurant, Inc.
308 S. Halsted St.
Chicago, IL 60661

American Express
c/o Beckett and Lee
P.O. Box 3001
Malvern, PA 19355

Associate Area Counsel, SB/SE
200 West Adams Street
Ste. 2300
Chicago, IL 60606

Automatic Icemakers
P.O. Box 5436
Chicago, IL 60680

Automatic Icemakers
P.O. Box 5436
Chicago, IL 60680

BML
6408 N. Western Ave.
Chicago, IL 60645

Brinks Home Security
P.O. Box 70834
Charlotte, NC 28272

Broadway Bank
5960 N. Broadway
Chicago, IL 60660

CIT Financial USA, Inc.
233 N. Michigan Ave., Ste. 1800
Chicago, IL 60601

City of Chicago
The Dept. of Water Management
P.O. Box 6330
Chicago, IL 60680

Coca-Cola Enterprises, Inc.
2500 Windy Ridge Pkwy.
Atlanta, GA 30339

Columbus Meats, Inc.
906 W. Randolph St.
Chicago, IL 60607

ComEd
2100 Swift Drive
Attn: Bankruptcy Section Rev. Mgmt
Oak Brook, IL 60523

Corfu Foods, Inc.
755 Thomas Dr.
Bensenville, IL 60106

Corfu Foods, Inc.
755 Thomas Dr.
Bensenville, IL 60106

Cynergy Data
109-15 14th Ave., Ste. 200
College Point, NY 11356

D. Patrick Mullarkey, Tax Division
PO Box 55
Ben Franklin Station
Washington, DC 20044

Grecian Delight Foods, Inc.
1201 Tonne Rd.
Elk Grove Village, IL 60007

Grecian Delight Foods, Inc.
1201 Tonne Rd.
Elk Grove Village, IL 60007

Illinois Department of Revenue
Bankruptcy Administration Unit
100 W. Randolph St., Level 7-400
Chicago, IL 60601

Independent Recycling Services
2401 S. Laflin St.
Chicago, IL 60608

Internal Revenue Service
PO Box 21126
Philadelphia, PA 19114

Internal Revenue Service
Mail Stop 5010 CHI
230 S. Dearborn Street
Chicago, IL 60604

John Melides

Kohner, Mann & Kailas
Barnabas Business Center
4650 N. Port Washington Rd.
Milwaukee, WI 53212

Liberty Food Service LLC
PO Box 711
Elmhurst, IL 60126

Mahoney Environmental
1819 Moen
Joliet, IL 60436

Mega Refrigeration
8901 N. Beleforte
Morton Grove, IL 60053

Merchant Cash & Capital
450 Park Avenue South, 11th Fl.
New York, NY 10016

Migena Zaimi
5255 W. George
Chicago, IL 60641

Nick Kanari

Order Network
372 W. Ontario St.
Ste. 303
Chicago, IL 60610

Paychex
1000 E. Warrenville Rd.
Ste. 200
Naperville, IL 60563

Peoples Gas
C/O Bankruptcy Dept.
130 E. Randolph Dr.
Chicago, IL 60602

PLS Check Cashing Store
300 N. Elizabeth St.
Chicago, IL 60607

Renzo Dairy
PO Box 505
Franklin Park, IL 60131

Roins Produce
c/o Alan R. Rhine
111 W. Washington, Ste. 1505
Chicago, IL 60602

Sara Lee Coffee & Tea
P.O. Box 70819
Chicago, IL 60673

Takis Royal Foods Inc.
172-74 N. Ada St.
Chicago, IL 60607

UniCare
P.O. Box 5053
Bolingbrook, IL 60440

United Food Service, LLC
1125 Howard St.
Elk Grove Village, IL 60007

United States Attorney
219 S. Dearborn Street
Chicago, IL 60604