

B1 (Official Form 1)(1/08)

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): 2715 N. Milwaukee LLC	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) 20-5621286	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): 2715 N. Milwaukee Avenue Chicago, IL	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 60647-1336	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):

<p>Type of Debtor (Form of Organization) (Check one box)</p> <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.)	<p>Nature of Business (Check one box)</p> <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	<p>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <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
<p>Tax-Exempt Entity (Check box, if applicable)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<p>Nature of Debts (Check one box)</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." <input checked="" type="checkbox"/> Debts are primarily business debts.

<p>Filing Fee (Check one box)</p> <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.	<p>Chapter 11 Debtors</p> <p>Check one box:</p> <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). <p>Check if:</p> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. <p>Check all applicable boxes:</p> <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

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

<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"/>
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

Estimated Assets

<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

Estimated Liabilities

<input type="checkbox"/>	<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"/>
\$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

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): 2715 N. Milwaukee LLC
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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):
2715 N. Milwaukee LLC

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/ Gregory J. Jordan
Signature of Attorney for Debtor(s)

Gregory J. Jordan 6205510
Printed Name of Attorney for Debtor(s)

Apostol, Kowal & Jordan, Ltd.
Firm Name

200 South Wacker Drive, 32nd Floor
Chicago, IL 60606-5878

Address

Email: gjordan@akjlt.com

312-854-7181 Fax: 312-276-9285
Telephone Number

May 14, 2009
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/ Saul Azar
Signature of Authorized Individual

Saul Azar
Printed Name of Authorized Individual

Manager
Title of Authorized Individual

May 14, 2009
Date

B4 (Official Form 4) (12/07)

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

In re 2715 N. Milwaukee LLC

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>
AT&T P.O.Box-105262 Atlanta, GA 30348	AT&T P.O.Box-105262 Atlanta, GA 30348	Utility		799.58
Bank of Lincolnwood 4433 West Touhy Avenue Lincolnwood, IL 60712	Bank of Lincolnwood 4433 West Touhy Avenue Lincolnwood, IL 60712	2715 N. Milwaukee, Chicago IL		6,950,000.00 (4,500,000.00 secured)
Cbeyond 13474 Collection Center Dr. Chicago, IL 60693	Cbeyond 13474 Collection Center Dr. Chicago, IL 60693			1,402.69
City of Chicago Department of Water P. O. Box 6330 Chicago, IL 60680-6330	City of Chicago Department of Water P. O. Box 6330 Chicago, IL 60680-6330	and acct. 831288- 491505		37,654.73
City of Chicago Dept. of Revenue Remittance Center 121 N. LaSalle St. Room 107A Chicago, IL 60602	City of Chicago Dept. of Revenue Remittance Center 121 N. LaSalle St. Room 107A Chicago, IL 60602			1,576.94
ComEd P.O. Box 6111 Carol Stream, IL 60197-6111	ComEd P.O. Box 6111 Carol Stream, IL 60197-6111	and acct. 7168172046 Utility		4,944.06
Donald P. Engel 320 W. Ohio St Chicago, IL 60610	Donald P. Engel 320 W. Ohio St Chicago, IL 60610	Legal Services	Disputed	60,000.00
Foster Lz, LLC 1 Commerce St Wilmington, DE 19801	Foster Lz, LLC 1 Commerce St Wilmington, DE 19801			1,000,000.00
Home Depot c/o Certegy Payment Recovery Servs. P.O. Box 30184 Tampa, FL 33630-3184	Home Depot c/o Certegy Payment Recovery Servs. P.O. Box 30184 Tampa, FL 33630-3184			841.54

B4 (Official Form 4) (12/07) - Cont.
 In re **2715 N. Milwaukee LLC**

Case No. _____

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>
James Capello	James Capello	2715 N. Milwaukee, Chicago IL	Disputed	100,000.00 (4,500,000.00 secured) (9,326,561.00 senior lien)
Lake Shore Waste Services LLC 4808 West Wilson Ave. Chicago, IL 60630	Lake Shore Waste Services LLC 4808 West Wilson Ave. Chicago, IL 60630	Waste Removal		700.00
Lou Cole 6200 N. Drake Ave Chicago, IL 60659	Lou Cole 6200 N. Drake Ave Chicago, IL 60659	2715 N. Milwaukee, Chicago IL		800,000.00 (4,500,000.00 secured) (9,426,561.00 senior lien)
Novoa Inc. 850 Old Willow Rd. Suite 115 Prospect Heights, IL 60070	Novoa Inc. 850 Old Willow Rd. Suite 115 Prospect Heights, IL 60070	2715 N. Milwaukee, Chicago IL		2,376,561.00 (4,500,000.00 secured) (6,950,000.00 senior lien)
Peoples Gas Chicago, IL 60687	Peoples Gas Chicago, IL 60687		Disputed	80,473.33
Robert Rothstein 36 W. Randolph St. Chicago, IL 60601-3510	Robert Rothstein 36 W. Randolph St. Chicago, IL 60601-3510		Disputed	Unknown
Schwartz Brothers Insurance Agency One South Wacker Drive, Suite 3600 Chicago, IL 60606-4614	Schwartz Brothers Insurance Agency One South Wacker Drive, Suite 3600 Chicago, IL 60606-4614	Insurance		4,958.80
U.S. Cellular P.O. Box 0203 Palatine, IL 60055-0203	U.S. Cellular P.O. Box 0203 Palatine, IL 60055-0203			361.55
Wamu P.O. Box 660022 Dallas, TX 75266-0022	Wamu P.O. Box 660022 Dallas, TX 75266-0022	Credit card purchases		1,506.00

B4 (Official Form 4) (12/07) - Cont.

In re **2715 N. Milwaukee LLC**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

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

I, the Manager 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 **May 14, 2009**

Signature **/s/ Saul Azar**

Saul Azar

Manager

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.

AT&T
P.O.Box-105262
Atlanta, GA 30348

Bank of Lincolnwood
4433 West Touhy Avenue
Lincolnwood, IL 60712

Cbeyond
13474 Collection Center Dr.
Chicago, IL 60693

City of Chicago Department of Water
P. O. Box 6330
Chicago, IL 60680-6330

City of Chicago Dept. of Revenue
Remittance Center
121 N. LaSalle St. Room 107A
Chicago, IL 60602

ComEd
P.O. Box 6111
Carol Stream, IL 60197-6111

Cook County Treasurer
118 N. Clark St., Suite 112
Chicago, IL 60602

Donald P. Engel
320 W. Ohio St
Chicago, IL 60610

Foster Lz, LLc
1 Commerce St
Wilmington, DE 19801

Home Depot
c/o Certegy Payment Recovery Servs.
P.O. Box 30184
Tampa, FL 33630-3184

Illinois Department of Revenue
PO Box 19475
Springfield, IL 62794

Illinois Dept. Employment Security
Bankruptcy Unit
401 S. State St.
Chicago, IL 60605

Internal Revenue Service
Centralized Insolvency Operations
PO Box 21126
Philadelphia, PA 19114

James Capello

Lake Shore Waste Services LLC
4808 West Wilson Ave.
Chicago, IL 60630

Lou Cole
6200 N. Drake Ave
Chicago, IL 60659

Novoa Inc.
850 Old Willow Rd. Suite 115
Prospect Heights, IL 60070

Peoples Gas
Chicago, IL 60687

Reed Smith LLP
10 South Wacker Drive, Suite 4000
Chicago, IL 60606-7507

Robert Rothstein
36 W. Randolph St.
Chicago, IL 60601-3510

Schwartz Brothers Insurance Agency
One South Wacker Drive, Suite 3600
Chicago, IL 60606-4614

U.S. Cellular
P.O. Box 0203
Palatine, IL 60055-0203

Wamu
P.O. Box 660022
Dallas, TX 75266-0022