

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): L.J. Food Distribution, Inc., an Indiana Corporation	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) 36-4279240	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): c/o Earl Simon, Registered Agent/Office 4709 Golf Rd., Ste. 475 Skokie, IL	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 60076	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): 1601 37th Avenue, Suite 2 Munster, IN	Mailing Address of Joint Debtor (if different from street address):
ZIP Code 46321	ZIP Code

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

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 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 checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" 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

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 type="checkbox"/> 1-49	<input checked="" 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
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Estimated Assets

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input checked="" 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
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Estimated Liabilities

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input checked="" 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
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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): L.J. Food Distribution, Inc., an Indiana Corporation</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):
L.J. Food Distribution, Inc., an Indiana Corporation

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/ Robert R. Benjamin
Signature of Attorney for Debtor(s)

Robert R. Benjamin 0170429
Printed Name of Attorney for Debtor(s)

Querrey & Harrow, Ltd.
Firm Name

175 W. Jackson Boulevard, Suite 1600
Chicago, IL 60604

Address

Email: rbenjamin@querrey.com
(312)540-7000 Fax: (312)540-0578

Telephone Number

July 10, 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

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/ Lampton Jones
Signature of Authorized Individual

Lampton Jones
Printed Name of Authorized Individual

President
Title of Authorized Individual

July 10, 2009
Date

B4 (Official Form 4) (12/07)

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

In re L.J. Food Distribution, Inc., an Indiana Corporation Case No. _____
Debtor(s) 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>
C & M Fine Pack PO Box 66152 Indianapolis, IN 46223	C & M Fine Pack PO Box 66152 Indianapolis, IN 46223	goods purchased		10,885.97
Capitol Wholesale Meats, Inc. 2296 Paysphere Circle Chicago, IL 60674	Capitol Wholesale Meats, Inc. 2296 Paysphere Circle Chicago, IL 60674	goods purchased		17,128.83
Centier Bank 600 East 84th Ave. Merrillville, IN 46410	Centier Bank 600 East 84th Ave. Merrillville, IN 46410	five year term loan due 4/18/13		119,000.00 (1.00 secured)
Chicago International Trucks LLC 94360 Eagle Way Chicago, IL 60678	Chicago International Trucks LLC 94360 Eagle Way Chicago, IL 60678	refrigerated truck leases		258,800.00
Edward Don & Company 2562 Paysphere Circle Chicago, IL 60674	Edward Don & Company 2562 Paysphere Circle Chicago, IL 60674	goods purchased		11,935.45
Farmer Brothers PO Box 934237 Atlanta, GA 31193	Farmer Brothers PO Box 934237 Atlanta, GA 31193	goods purchased		58,398.28
Farmland Foods Inc PO Box 20121 Kansas City, MO 64195	Farmland Foods Inc PO Box 20121 Kansas City, MO 64195	goods purchased		19,743.07
Georgia Pacific 1919 South Broadway Green Bay, WI 54304	Georgia Pacific 1919 South Broadway Green Bay, WI 54304	goods purchased		26,073.90
Halperns Steak & Seafood Inc. PO Box 105579 c/o Fidelity Bank Atlanta, GA 30348	Halperns Steak & Seafood Inc. PO Box 105579 c/o Fidelity Bank Atlanta, GA 30348	goods purchased	Disputed	18,041.97
Ken's Foods, Inc. PO Box 6197 Boston, MA 02212	Ken's Foods, Inc. PO Box 6197 Boston, MA 02212	goods purchased		37,121.40
Lamb Weston Sales, Inc. PO Box 70075 Chicago, IL 60673	Lamb Weston Sales, Inc. PO Box 70075 Chicago, IL 60673	goods purchased		16,743.81

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

In re L.J. Food Distribution, Inc., an Indiana Corporation
Debtor(s)

Case No. _____

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>
Niagra Bottling, LLC 5675 E. Concourse St. Ontario, CA 91764	Niagra Bottling, LLC 5675 E. Concourse St. Ontario, CA 91764	goods purchased		13,694.40
Paul Piazza & Sons PO Box 52049 New Orleans, LA 70152	Paul Piazza & Sons PO Box 52049 New Orleans, LA 70152	goods purchased		16,825.00
Premium Waters Inc. NW 7996 PO Box 1450 Minneapolis, MN 55485	Premium Waters Inc. NW 7996 PO Box 1450 Minneapolis, MN 55485	goods purchased		27,392.40
Ronnoco Coffee Company 4241 Sarpy Ave. Saint Louis, MO 63110	Ronnoco Coffee Company 4241 Sarpy Ave. Saint Louis, MO 63110	goods purchased		24,314.07
Toyota Financial Services Commercial Finance Dept. 2431 Carol Stream, IL 60132	Toyota Financial Services Commercial Finance Dept. 2431 Carol Stream, IL 60132	lease of Toyota Fork Lift		33,600.00
US Foodservice Inc. Streator Division PO Box 102 Streator, IL 61364	US Foodservice Inc. Streator Division PO Box 102 Streator, IL 61364	goods purchased		21,902.12
Ventura Foods, LLC PO Box 641100 Pittsburgh, PA 15264	Ventura Foods, LLC PO Box 641100 Pittsburgh, PA 15264	goods purchased		24,405.63
Vienna Beef Ltd. 8033 Solutions Center Chicago, IL 60606	Vienna Beef Ltd. 8033 Solutions Center Chicago, IL 60606	goods purchased		13,122.34
Wayne Farms LLC PO Box 945947 Atlanta, GA 31193	Wayne Farms LLC PO Box 945947 Atlanta, GA 31193	goods purchased		19,640.18

**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 July 10, 2009

Signature /s/ Lampton Jones
Lampton Jones
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.

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

In re L.J. Food Distribution, Inc., an Indiana Corporation,
Debtor

Case No. _____

Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	4	531,571.28		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		219,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	10		771,319.60	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		19			
			531,571.28		
				990,319.60	

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

In re L.J. Food Distribution, Inc., an Indiana Corporation,
Debtor

Case No. _____

Chapter 11

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

B6A (Official Form 6A) (12/07)

In re L.J. Food Distribution, Inc., an Indiana Corporation,

Case No. _____

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

B6B (Official Form 6B) (12/07)

In re L.J. Food Distribution, Inc., an Indiana Corporation

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Centier Bank checking	-	11,374.43
3. Security deposits with public utilities, telephone companies, landlords, and others.		Life Style Properties, LLC	-	52,500.00
		State of IL (Tobacco Sales)	-	2,619.00
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		Genworth Life and Annuity Ins. Co.	-	0.00
10. Annuities. Itemize and name each issuer.	X			
			Sub-Total >	66,493.43
			(Total of this page)	

3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		less than 90 days \$349,505.95 (\$262,129.46) over 90 days \$19993.98 (\$1,999.39)	-	264,128.85
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
			Sub-Total >	264,128.85
			(Total of this page)	

Sheet 1 of 3 continuation sheets attached to the Schedule of Personal Property

In re L.J. Food Distribution, Inc., an Indiana Corporation,

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.		Illinois Minority Business Enterprise	-	1.00
		Cook County Minority Business Enterprise	-	1.00
		Chicago Minority Business Enterprise	-	1.00
		Indiana Minority Business Enterprise	-	1.00
		Illinois Sales and Use Tax Acct. ID 2969-3780	-	1.00
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		2007 Ford Expedition	-	15,000.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Office equipment liquidation Value	-	1,000.00
29. Machinery, fixtures, equipment, and supplies used in business.		Liquidation value 2 hand truck motorized and 1 manual, racking pallet jack (manual), 2 fork lifts	-	20,000.00
30. Inventory.		perishables (frozen, cool) (liquidation @25%)	-	80,983.00
		non-perishables (dry-goods) (Liquidation @ 25%)	-	83,961.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
			Sub-Total >	200,949.00
			(Total of this page)	

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	0.00
(Total of this page)	
Total >	531,571.28

(Report also on Summary of Schedules)

Sheet 3 of 3 continuation sheets attached to the Schedule of Personal Property

B6D (Official Form 6D) (12/07)

In re L.J. Food Distribution, Inc., an Indiana Corporation, 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. 51850 Centier Bank 600 East 84th Ave. Merrillville, IN 46410	X -	five year term loan due 4/18/13						119,000.00	118,999.00
		Value \$ 1.00							
Account No. 37355 Centier Bank 600 East 84th Ave. Merrillville, IN 46410	-	line of credit secured by inventory A/R and Genworth Life Police #6764020						100,000.00	0.00
		Value \$ 429,072.85							
Account No. EBY-Brown Co, LLC PO Box 51137 Indianapolis, IN 46251	-	Indiana UCC-1 filing dated 2/3/2006				X	X	0.00	0.00
		Value \$ 0.00							
Account No. 									
		Value \$							
Subtotal (Total of this page)								219,000.00	118,999.00
Total (Report on Summary of Schedules)								219,000.00	118,999.00

0 continuation sheets attached

In re L.J. Food Distribution, Inc., an Indiana Corporation, 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.

0 continuation sheets attached

B6F (Official Form 6F) (12/07)

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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. A New Dairy, Inc. 1234 W. Randolph Chicago, IL 60607		goods purchased -				630.29
Account No. Asianic, Inc. Custocraft Food Service 208 W. Madison Oak Park, IL 60302		goods purchased -				2,831.00
Account No. Aunt Beth's Cookies 1828 Clover Rd. Mishawaka, IN 46546		goods purchased -				9,279.36
Account No. Bea's Best Corned Beef PO Box 09190 Chicago, IL 60609		goods purchased -				9,902.46
Subtotal (Total of this page)						22,643.11

9 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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	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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. Blackwood Industries, Inc. 809 Southeast 28th Street Bentonville, AR 72712			goods purchased			1,766.22	
Account No. Brand Concessions, LLC PO Box 12892 Oklahoma City, OK 73157		-	goods purchased			7,718.28	
Account No. Butterball, LLC PO Box 65859 Charlotte, NC 28265		-	goods purchased			8,666.25	
Account No. Buy-Rite Wholesale 875 North Lively Drive Wood Dale, IL 60191		-	goods purchased			3,022.15	
Account No. C & M Fine Pack PO Box 66152 Indianapolis, IN 46223		-	goods purchased			10,885.97	
Sheet no. <u>1</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	32,058.87

B6F (Official Form 6F) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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	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. Capitol Wholesale Meats, Inc. 2296 Paysphere Circle Chicago, IL 60674		-	goods purchased			17,128.83
Account No. Cardinal 30 Corporate Drive Wayne, NJ 07470		-	goods purchased			666.37
Account No. 8651543 Chicago International Trucks LLC 94360 Eagle Way Chicago, IL 60678		-	refrigerated truck leases			258,800.00
Account No. Chicago Vendor Supply PO Box 388367 Chicago, IL 60638		-	goods purchased			589.40
Account No. Concept Amentities, Inc. 3236 Cliff Sieler Ct. Las Vegas, NV 89117		-	goods purchased			1,507.89
Sheet no. <u>2</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	278,692.49

B6F (Official Form 6F) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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	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. Cogle Commission Co. 345 N. Aberdeen Chicago, IL 60607		-	goods purchased			232.80
Account No. Devault Foods 1 Devalt Lane PO Box 587 Devault, PA 19432		-	goods purchased			4,327.83
Account No. DOT Foods, Inc. PO Box 952589 Saint Louis, MO 63195		-	goods purchased			8,043.74
Account No. Economy Packing Company 939 W. Fullerton Chicago, IL 60607		-	goods purchased			893.10
Account No. Edward Don & Company 2562 Paysphere Circle Chicago, IL 60674		-	goods purchased			11,935.45
Sheet no. <u>3</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	25,432.92

B6F (Official Form 6F) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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	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. European Imports Ltd. 2475 North Elston Chicago, IL 60647		-	goods purchased			93.94
Account No. Farmer Brothers PO Box 934237 Atlanta, GA 31193		-	goods purchased			58,398.28
Account No. Farmland Foods Inc PO Box 20121 Kansas City, MO 64195		-	goods purchased			19,743.07
Account No. Georgia Pacific 1919 South Broadway Green Bay, WI 54304		-	goods purchased			26,073.90
Account No. Golden Country Oriental Food 2355 South Blue Island Ave. Chicago, IL 60608		-	goods purchased			1,806.75
Sheet no. <u>4</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	106,115.94

B6F (Official Form 6F) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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	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.						
Halpern's Steak & Seafood, Inc. 4685 Welcome All Road Atlanta, GA 30349	-		see Halpern's above for value			0.00
Account No.						
Halperns Steak & Seafood Inc. PO Box 105579 c/o Fidelity Bank Atlanta, GA 30348	-		goods purchased		X	18,041.97
Account No.						
Heinz North America Department CH 10388 Palatine, IL 60055	-		goods purchased			8,926.61
Account No.						
Ken's Foods, Inc. PO Box 6197 Boston, MA 02212	-		goods purchased			37,121.40
Account No.						
Lamb Weston Sales, Inc. PO Box 70075 Chicago, IL 60673	-		goods purchased			16,743.81
Sheet no. <u>5</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	80,833.79

B6F (Official Form 6F) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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 E 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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. Largus Printing 732 W. 4th St. Munster, IN 46321		-	office supplies			932.51	
Account No. Master Distributors 4202 Technology Drive Hope, MI 48628		-	goods purchased			9,008.46	
Account No. Meats by Linz, Inc. 414 State St. Calumet City, IL 60409		-	goods purchased			549.82	
Account No. Michael Foods PO Box 98378 Chicago, IL 60693		-	goods purchased			1,601.72	
Account No. Niagra Bottling, LLC 5675 E. Concourse St. Ontario, CA 91764		-	goods purchased			13,694.40	
Sheet no. <u>6</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	25,786.91

B6F (Official Form 6F) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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	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. Northwest Packaging/San Benito The Neil Jones Foods Co. PO Box 30 Vancouver, WA 98666		-	goods purchased			3,288.88
Account No. Pasta Factory 11225 W. Grand Ave. Melrose Park, IL 60164		-	goods purchased			547.50
Account No. Paul Piazza & Sons PO Box 52049 New Orleans, LA 70152		-	goods purchased			16,825.00
Account No. Premium Waters Inc. NW 7996 PO Box 1450 Minneapolis, MN 55485		-	goods purchased			27,392.40
Account No. RFD/Food Distribution Center PO Box 617637 Chicago, IL 60661		-	goods purchased			80.25
Sheet no. <u>7</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	48,134.03

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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	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. Ronnoco Coffee Company 4241 Sarpy Ave. Saint Louis, MO 63110		-	goods purchased			24,314.07
Account No. Supreme Lobster Seafood Co. 220 East North Ave. Villa Park, IL 60181		-	goods purchased			7,238.65
Account No. 55039636-100000044601 Toyota Financial Services Commercial Finance Dept. 2431 Carol Stream, IL 60132		-	lease of Toyota Fork Lift			33,600.00
Account No. US Foodservice Inc. Streator Division PO Box 102 Streator, IL 61364		-	goods purchased			21,902.12
Account No. Ventura Foods, LLC PO Box 641100 Pittsburgh, PA 15264		-	goods purchased			24,405.63
Sheet no. <u>8</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	111,460.47

B6F (Official Form 6F) (12/07) - Cont.

In re L.J. Food Distribution, Inc., an Indiana Corporation, Case No. _____
 Debtor

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	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					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. Vienna Beef Ltd. 8033 Solutions Center Chicago, IL 60606		-	goods purchased			13,122.34	
Account No. Vitners Fine Foods 4202 W. 4th St. Chicago, IL 60632		-	goods purchased			183.75	
Account No. Wayne Farms LLC PO Box 945947 Atlanta, GA 31193		-	goods purchased			19,640.18	
Account No. Wenner Bread Products, Inc. 33 Rajon Rd. Bayport, NY 11705		-	goods purchased			5,014.80	
Account No. Wiscon Corp. 2050 North 15th Ave. Melrose Park, IL 60160		-	goods purchased			2,200.00	
Sheet no. <u>9</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	40,161.07
						Total (Report on Summary of Schedules)	771,319.60

In re L.J. Food Distribution, Inc., an Indiana Corporation

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, 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).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Chicago International Trucks LLC 94360 Eagle Way Chicago, IL 60678	lease of four (4) dual axel straight refrigerator and one (1) single axel straight refrigerated @\$13,850.00 expiriign 2009 through 2012
Lifestyle Properties LLC 2501 Chicago Street Valparaiso, IN 46383	commercial lease of 1601 West 37th Ave. Hobart, IN 46342 @ \$17,5000/month expires Septmber 30, 2017
Toyota Financial Services Commercial Finance Dept. 2431 Carol Stream, IL 60132	Toyota Fork lift @ \$793.50/month through Feb. 2013

B6H (Official Form 6H) (12/07)

In re L.J. Food Distribution, Inc., an Indiana Corporation,
Debtor

Case No. _____

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or 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).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Lampton Jones	Centier Bank 600 East 84th Ave. Merrillville, IN 46410

0 continuation sheets attached to Schedule of Codebtors

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

In re **L.J. Food Distribution, Inc., an Indiana Corporation**
Debtor(s)

Case No. _____
Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **21** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **July 10, 2009**

Signature **/s/ Lampton Jones**
Lampton Jones
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.

B7 (Official Form 7) (12/07)

United States Bankruptcy Court Northern District of Illinois

In re L.J. Food Distribution, Inc., an Indiana Corporation Debtor(s)

Case No. Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined.

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following:

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives;

1. Income from employment or operation of business

None []

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced.

Table with 2 columns: AMOUNT and SOURCE. Values include \$8,760,916.00 and \$9,264,120.00 for 2008 and 2007 Gross Receipts.

2. Income other than from employment or operation of business

None []

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case.

AMOUNT SOURCE

3. Payments to creditors

None *Complete a. or b., as appropriate, and c.*

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Centier Bank 600 East 84th Ave. Merrillville, IN 46410		\$0.00	\$219,000.00
American Express Box 0001 Los Angeles, CA 90096-0001	May, June, July 2009	\$19,742.14	\$0.00
Asianic, Inc. Custocraft Food Service 208 W. Madison Oak Park, IL 60302	May, June, July, 2009	\$18,982.75	\$2,831.00
Aunt Beth's Cookies 1828 Clover Rd. Mishawaka, IN 46546	May, June, July 2009	\$10,329.12	\$9,279.36
Bea's Best Corned Beef PO Box 09190 Chicago, IL 60609	May, June, July 2009	\$31,817.57	\$9,902.46
Best Bargains Inc. PO Box 873 New Munster, WI 53152	May, June, July 2009	\$31,817.57	\$0.00
Brand Consessions, LLC PO Box 12892 Oklahoma City, OK 73157	May, June, July 2009	\$17,537.28	\$7,718.28
Butterball, LLC PO Box 65859 Charlotte, NC 28265	May, June, July 2009	\$14,484.57	\$8,666.25
Buy-Rite Wholesale 875 North Lively Drive Wood Dale, IL 60191	May, June, July 2009	\$9,433.60	\$3,022.15
C & M Fine Pack PO Box 66152 Indianapolis, IN 46223	May, June, July 2009	\$12,949.90	\$10,885.97
Capitol Wholesale Meats, Inc. 2296 Paysphere Circle Chicago, IL 60674	May, June, July 2009	\$85,404.76	\$17,128.83

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Chicago International Leasing 94360 Eagle Way Chicago, IL 60678	May, June, July 2009	\$43,673.47	\$0.00
Conagra Foods 12132 Collections Center Dr. Chicago, IL 60693	May, June, July 2009	\$5,731.53	\$0.00
DOT Foods, Inc. PO Box 952589 Saint Louis, MO 63195	May, June, July 2009	\$177,990.42	\$8,043.74
E. Formella & Sons 10330 S. Argonne Woods Dr. Suite 300 Mchenry, IL 60051	May, June, July 2009	\$9,157.92	\$0.00
Edward Don & Company 2562 Paysphere Circle Chicago, IL 60674	May, June, July 2009	\$21,539.52	\$11,935.45
Farmer Brothers PO Box 934237 Atlanta, GA 31193	May, June, July 2009	\$138,596.46	\$58,398.28
Farmland Foods Inc PO Box 20121 Kansas City, MO 64195	May, June, July 2009	\$103,822.26	\$19,743.07
Heinz North America Department CH 10388 Palatine, IL 60055	May, June, July 2009	\$6,601.12	\$8,926.61
Ken's Foods, Inc. PO Box 6197 Boston, MA 02212	May, June, July 2009	\$53,276.15	\$37,121.40
Lamb Weston Sales, Inc. PO Box 70075 Chicago, IL 60673	May, June, July 2009	\$34,585.14	\$16,743.81
Lifestyle Properties, LLC 2501 Chicago St. Suite 3 Valparaiso, IN 46383	May, June, July 2009	\$52,500.00	\$0.00
Master Distributors 4202 Technology Drive Hope, MI 48628	May, June, July 2009	\$72,748.94	\$9,008.46
Michael Foods PO Box 98378 Chicago, IL 60693	May, June, July 2009	\$30,382.50	\$1,601.72
Nathan's Famous Inc. 1400 Old Country Rd. Suit 400 Westbury, NY 11590	May, June, July 2009	\$9,776.00	\$0.00
Niagra Bottling, LLC 5675 E. Concourse St. Ontario, CA 91764	May, June, July 2009	\$13,694.40	\$13,694.40
NIPSCO	May, June, July 2009	\$16,009.42	\$0.00

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Northwest Packaging/San Benito The Neil Jones Foods Co. PO Box 30 Vancouver, WA 98666	May, June, July 2009	\$8,712.32	\$3,288.88
Pacific Coral Seafood	May, June, July 2009	\$7,875.00	\$0.00
Premium Waters Inc. NW 7996 PO Box 1450 Minneapolis, MN 55485	May, June, July 2009	\$21,280.27	\$27,392.40
Slade Gorton & Co.	May, June, July 2009	\$22,000.00	\$0.00
Ronnoco Coffee Company 4241 Sarpy Ave. Saint Louis, MO 63110	May, June, July 2009	\$40,490.07	\$24,314.07
Supreme Lobster Seafood Co. 220 East North Ave. Villa Park, IL 60181	May, June, July 2009	\$17,865.90	\$7,238.65
US Foodservice Inc. Streator Division PO Box 102 Streator, IL 61364	May, June, July 2009	\$78,588.68	\$21,902.12
Ventura Foods, LLC PO Box 641100 Pittsburgh, PA 15264	May, June, July 2009	\$23,575.20	\$24,405.63
Vienna Beef Ltd. 8033 Solutions Center Chicago, IL 60606	May, June, July 2009	\$43,028.40	\$13,122.34

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Lampton Jones Shareholder	one year (wages) prior to filing	\$94,224.00	\$0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Halpern's Steak 2008 CV 157726	contract breach	Fulton County, Georgia	pending

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Querrey & Harrow 175 W. Jackson Boulevard, Suite 1600 Chicago, IL 60604	June 2009	\$8,539.00

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
Thomas McLaughlin	May 2009	2003 Ford Expedition \$4,000.00

None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

None If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
1601 37th Ave., Suite 2 Hobart, IN		Jan. 2008 to present
9750 Parkway Munster, IN		2003 to Dec. 2007

16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18. Nature, location and name of business

None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Lawrence E. Grandt 1590 S. Milwaukee Ave., Suite 222 Libertyville, IL 60048	2000 to present

None b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME ADDRESS DATES SERVICES RENDERED

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME ADDRESS

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
Centier Bank 600 East 84th Ave. Merrillville, IN 46410	June 2008

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
July 2009	Lampton Jones	\$164,944 (liquidation)
Dec. 2008	Lampton Jones	\$175,050 (liquidation)

None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
July 2009	Lampton Jones
Dec. 2008	Lampton Jones

21 . Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
Lampton Jones	shareholder/president	100%

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Lampton Jones	President	100% interest in sub Chapter S Corp

22 . Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME ADDRESS DATE OF WITHDRAWAL

None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS TITLE DATE OF TERMINATION

23 . Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Lampton Jones	one year prior to filing wages	\$94,224.00

President

24. Tax Consolidation Group.

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION TAXPAYER IDENTIFICATION NUMBER (EIN)

25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND TAXPAYER IDENTIFICATION NUMBER (EIN)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date July 10, 2009 Signature /s/ Lampton Jones
Lampton Jones
President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: 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 Illinois**

In re L.J. Food Distribution, Inc., an Indiana Corporation,
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Lampton Jones	common	100%	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF 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 of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date July 10, 2009

Signature /s/ Lampton Jones
Lampton Jones
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.

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

In re **L.J. Food Distribution, Inc., an Indiana Corporation** Debtor(s) Case No. _____
Chapter **11**

VERIFICATION OF CREDITOR MATRIX

Number of Creditors: _____ **54**

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

Date: **July 10, 2009**

/s/ Lampton Jones
Lampton Jones/President
Signer/Title

A New Dairy, Inc.
1234 W. Randolph
Chicago, IL 60607

Asianic, Inc.
Custocraft Food Service
208 W. Madison
Oak Park, IL 60302

Aunt Beth's Cookies
1828 Clover Rd.
Mishawaka, IN 46546

Bea's Best Corned Beef
PO Box 09190
Chicago, IL 60609

Blackwood Industries, Inc.
809 Southeast 28th Street
Bentonville, AR 72712

Brand Consessions, LLC
PO Box 12892
Oklahoma City, OK 73157

Butterball, LLC
PO Box 65859
Charlotte, NC 28265

Buy-Rite Wholesale
875 North Lively Drive
Wood Dale, IL 60191

C & M Fine Pack
PO Box 66152
Indianapolis, IN 46223

Capitol Wholesale Meats, Inc.
2296 Paysphere Circle
Chicago, IL 60674

Cardinal
30 Corporate Drive
Wayne, NJ 07470

Centier Bank
600 East 84th Ave.
Merrillville, IN 46410

Chicago International Trucks LLC
94360 Eagle Way
Chicago, IL 60678

Chicago Vendor Supply
PO Box 388367
Chicago, IL 60638

Concept Amentities, Inc.
3236 Cliff Sieler Ct.
Las Vegas, NV 89117

Cougler Commission Co.
345 N. Aberdeen
Chicago, IL 60607

Devault Foods
1 Devault Lane
PO Box 587
Devault, PA 19432

DOT Foods, Inc.
PO Box 952589
Saint Louis, MO 63195

EBY-Brown Co, LLC
PO Box 51137
Indianapolis, IN 46251

Economy Packing Company
939 W. Fullerton
Chicago, IL 60607

Edward Don & Company
2562 Paysphere Circle
Chicago, IL 60674

European Imports Ltd.
2475 North Elston
Chicago, IL 60647

Farmer Brothers
PO Box 934237
Atlanta, GA 31193

Farmland Foods Inc
PO Box 20121
Kansas City, MO 64195

Georgia Pacific
1919 South Broadway
Green Bay, WI 54304

Golden Country Oriental Food
2355 South Blue Island Ave.
Chicago, IL 60608

Halpern's Steak & Seafood, Inc.
4685 Welcome All Road
Atlanta, GA 30349

Halperns Steak & Seafood Inc.
PO Box 105579
c/o Fidelity Bank
Atlanta, GA 30348

Heinz North America
Department CH 10388
Palatine, IL 60055

Heinz North America
PO Box 57
Pittsburgh, PA 15222

Ken's Foods, Inc.
PO Box 6197
Boston, MA 02212

Lamb Weston Sales, Inc.
PO Box 70075
Chicago, IL 60673

Lampton Jones

Largus Printing
732 W. 4th St.
Munster, IN 46321

Lifestyle Properties LLC
2501 Chicago Street
Valparaiso, IN 46383

Master Distributors
4202 Technology Drive
Hope, MI 48628

Meats by Linz, Inc.
414 State St.
Calumet City, IL 60409

Michael Foods
PO Box 98378
Chicago, IL 60693

Niagra Bottling, LLC
5675 E. Concourse St.
Ontario, CA 91764

Northwest Packaging/San Benito
The Neil Jones Foods Co.
PO Box 30
Vancouver, WA 98666

Pasta Factory
11225 W. Grand Ave.
Melrose Park, IL 60164

Paul Piazza & Sons
PO Box 52049
New Orleans, LA 70152

Premium Waters Inc.
NW 7996
PO Box 1450
Minneapolis, MN 55485

RFD/Food Distribution Center
PO Box 617637
Chicago, IL 60661

Ronnoco Coffee Company
4241 Sarpy Ave.
Saint Louis, MO 63110

Supreme Lobster Seafood Co.
220 East North Ave.
Villa Park, IL 60181

Toyota Financial Services
Commercial Finance
Dept. 2431
Carol Stream, IL 60132

US Foodservice Inc.
Streator Division
PO Box 102
Streator, IL 61364

Ventura Foods, LLC
PO Box 641100
Pittsburgh, PA 15264

Vienna Beef Ltd.
8033 Solutions Center
Chicago, IL 60606

Vitners Fine Foods
4202 W. 4th St.
Chicago, IL 60632

Wayne Farms LLC
PO Box 945947
Atlanta, GA 31193

Wenner Bread Products, Inc.
33 Rajon Rd.
Bayport, NY 11705

Wiscon Corp.
2050 North 15th Ave.
Melrose Park, IL 60160

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

In re L.J. Food Distribution, Inc., an Indiana Corporation
Debtor(s)

Case No. _____
Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

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

None [*Check if applicable*]

July 10, 2009

Date

/s/ Robert R. Benjamin

Robert R. Benjamin 0170429

Signature of Attorney or Litigant

Counsel for L.J. Food Distribution, Inc., an Indiana Corporation

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Chicago, IL 60604

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