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|--|--|--|--|--|---|--|--|--|--|---|
| United States Bankruptcy Court | | | | | Voluntary Petition | | | | | |
| NA | | | | | | | | | | |
| Name of Debtor (if individual, enter Last, First, Middle): Dave Croft Motors | | | | | 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): 03186921 | | | | | 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): 901 N. Bluff Rd. Collinsville, IL | | | | | Street Address of Joint Debtor (No. and Street, City, and State): | | | | | |
| ZIP CODE 62234 | | | | | ZIP CODE | | | | | |
| County of Residence or of the Principal Place of Business: Madison | | | | | County of Residence or of the Principal Place of Business: | | | | | |
| Mailing Address of Debtor (if different from street address): | | | | | Mailing Address of Joint Debtor (if different from street address): | | | | | |
| ZIP CODE | | | | | ZIP CODE | | | | | |
| Location of Principal Assets of Business Debtor (if different from street address above): | | | | | ZIP CODE | | | | | |
| 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 vehicle dealership 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. | | | |
| Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. | | | | | Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). | | | | | |
| Statistical/Administrative Information <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. | | | | | | | | | | THIS SPACE IS FOR COURT USE ONLY |
| 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 | | | | | | | | | | |
| 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 type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion | | | | | | | | | | |
| Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" 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 | | | | | | | | | | |

| | | | |
|--|---|--|--|
| Voluntary Petition <i>(This page must be completed and filed in every case.)</i> | | Name of Debtor(s): Dave Croft Motors | |
| All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.) | | | |
| Location Where Filed: NA | Case Number: | Date Filed: | |
| Location Where Filed: NA | 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: NA | Case Number: | Date Filed: | |
| District: NA | 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 have 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> | | |
| 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? | | | |
| <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.</p> <p><input checked="" type="checkbox"/> No.</p> | | | |
| 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.) | | | |
| <p><input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.</p> <p>If this is a joint petition:</p> <p><input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.</p> | | | |
| Information Regarding the Debtor - Venue (Check any applicable box.) | | | |
| <p><input checked="" type="checkbox"/> 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.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><input type="checkbox"/> 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.</p> | | | |
| Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.) | | | |
| <p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="text-align: right;">_____ (Name of landlord that obtained judgment)</p> <p style="text-align: right;">_____ (Address of landlord)</p> <p><input type="checkbox"/> 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</p> <p><input type="checkbox"/> Debtor has included with 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.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p> | | | |

From: Boggs, Avellino, Lach & Boggs 314 726 2360

09/16/2008 09:55

#847 P. 004/010

| | | |
|---|--|--|
| B1 (Official Form) 1 (1/08) | | Page 3 |
| Voluntary Petition <i>(This page must be completed and filed in every case.)</i> | | Name of Debtor(s): Dave Croft Motors |
| Signatures | | |
| Signature(s) of Debtor(s) (Individual/Joint) | Signature of a Foreign Representative | |
| 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. <input checked="" type="checkbox"/> Signature of Debtor _____ <input checked="" type="checkbox"/> Signature of Joint Debtor _____ Telephone Number (if not represented by attorney) _____ Date _____ | 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.) <input type="checkbox"/> 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. <input type="checkbox"/> 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. <input checked="" type="checkbox"/> _____ (Signature of Foreign Representative) _____ (Printed Name of Foreign Representative) _____ Date | |
| <input checked="" type="checkbox"/> <u>T. Darin Boggs</u> Signature of Attorney* Signature of Attorney for Debtor(s) <u>T. Darin Boggs</u> Printed Name of Attorney for Debtor(s) <u>Boggs, Avellino, Lach & Boggs, L.L.C.</u> Firm Name <u>7912 Bonhomme Ave., Ste. 400</u> Address <u>St. Louis, MO 63105</u> <u>314-726-2310</u> Telephone Number <u>09/15/08</u> 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 | |
| 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 the relief in accordance with the chapter of title 11, United States Code, specified in this petition. <input checked="" type="checkbox"/> _____ Signature of Authorized Individual <u>Crawford D. Croft</u> Printed Name of Authorized Individual <u>President</u> Title of Authorized Individual <u>09/15/08</u> Date | 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 <input checked="" type="checkbox"/> _____ _____ 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. <i>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.</i> | |

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS

IN RE: DAVE CROFT MOTORS,)
) Case No.: BK 08-_____)
Debtor.) Proceedings Under Chapter 11)

EXHIBIT A TO VOLUNTARY PETITION

Dave Croft Motors, by its attorneys, T. Darin Boggs and Boggs, Avellino, Lach & Boggs, L.L.C., states that none of its securities are required to be registered under § 12 of the Securities Exchange Act of 1934. Accordingly, the remainder of Exhibit A is omitted.

DATED: September 17, 2008

By: /s/ T. Darin Boggs
T. Darin Boggs
Boggs, Avellino, Lach & Boggs, L.L.C.
7912 Bonhomme Ave., Ste. 400
St. Louis, MO 63105
(314) 726-2310
bbblawyers@aol.com
Counsel for Debtor

CERTIFICATE OF SERVICE

I hereby certify that on September 17, 2008, I electronically filed the above with the Clerk of the U.S. Bankruptcy Court using the CM/ECF System which will send electronic notifications of such filing to the following or sent by the United States Postal Service to:

U.S. TRUSTEES OFFICE
401 Main St., Suite 1100
Peoria, IL 61602

/s/ T. DARIN BOGGS

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS

IN RE: DAVE CROFT MOTORS,)
) Case No.:
 Debtor.) Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

| <i>Name of Creditors 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>Amount of claim (if secured also state value of security)</i> |
|---|--|---|--|
| Chrysler Financial Corp 901 Warrenville Rd. Suite 500 P.O. Box 5220 Lisle, IL 60532 | Frank 1-800-335-6657 | Trade Debt | \$1,770,000.00 \$1,300,000.00 |
| Regions Bank Eastport Plaza Center Collinsville, IL 62234 | Bruce Watkins 1-205-560-3552 | Trade Debt | \$301,598.73 \$200,000.00 |
| Belleville News Democrat P.O. Box 427 Belleville, IL 62222 | Mary Cook 618-345-7822 | Trade Debt | \$81,633.60 |
| Suburban Journals #2 Executive Drive Collinsville, IL 62234 | 618-344-0264 Ext. 109 | Trade Debt | \$41,660.25 |
| The Telegraph P.O. Box 278 Alton, IL 62002 | Amanda Hornacek 618-463-2506 | Trade Debt | \$10,775.00 |
| Charter Media St. Louis P.O. Box 957926 St. Louis, MO 63195 | 314-394-2500 | Trade Debt | \$7,000.00 |
| Todays Advantage P.O. Box 8003 Alton, IL 62002 | 618-463-0612 | Trade Debt | \$8,114.00 |


| | | | |
|--|-----------------------------|------------|-------------|
| Clear Channel Broadcasting 5536 Collections Center Dr. Chicago, IL 60693 | 314-333-8000 | Trade Debt | \$9,865.00 |
| Ruban Brown P.O. Box 790379 St. Louis, MO 63179 | John Butler 314-290-3300 | Trade Debt | \$15,000.00 |
| Citi Advantage Business Card P.O. Box 6309 The Lakes, NV 88901- 6309 | 1-800-732-6000 | Trade Debt | \$32,000.00 |
| Prestige Auto 12 Millpark St. Louis, MO 63043 | 314-427-6660 | Trade Debt | \$2,401.00 |
| Collinsville Tire & Auto 105 United Drive Collinsville, IL 62234 | 618-345-9615 | Trade Debt | \$3,000.00 |
| Enterprise Rental P.O. Box 16230 St. Louis, MO 63105 | 314-889-8400 | Trade Debt | \$9,600.00 |
| Winfield Companies One 157 Center Edwardsville, IL 62025 | 618-692-0776 | Trade Debt | \$3,000.00 |
| Moto "FKG Oil" 721 West Main Belleville, IL 62220 | 618-233-7042 | Trade Debt | \$8,138.45 |
| Reynolds & Reynolds 23150 Network Place Chicago, IL 60673-1231 | 1-800-227-5020 | Trade Debt | \$9,000.00 |
| Safe Guard Products, Inc. Ten The Pines Court St. Louis, MO 63141 | | Trade Debt | \$1,000.00 |
| Safe Guard Products, Inc. Ten The Pines Court St. Louis, MO 63141 | | Trade Debt | \$2,280.00 |

| | | | |
|---|--------------|------------|-------------|
| Crystal Fusion Technologies Ten The Pines Court St. Louis, MO 63141 | | Trade Debt | \$229.00 |
| Bright-Assoc. Escrow Services Ten The Pines Court St. Louis, MO 63141 | | Trade Debt | \$2,245.00 |
| Safe Guard Products, Inc. Ten the Pines Court St. Louis, MO 63141 | | Trade Debt | \$6,128.00 |
| CNA National Warranty Co. Ten The Pines Court St. Louis, MO 63141 | | Trade Debt | \$24,293.00 |
| Cardif Life Insurance Co. Ten The Pines Court St. Louis, MO 63141 | | Trade Debt | \$1,966.31 |
| Al's Auto Supply 1217 Camp Jackson Road Cahokia, IL 62206 | 618-451-9970 | Trade Debt | \$388.56 |
| Am-Pac Tire Dist., Inc. 11 Lami Industrial Drive St. Peters, MO 63304 | 314-385-3239 | Trade Debt | \$385.28 |
| Auto Distributing 526 Lincoln Avenue Fairview Heights, IL 62208 | 618-628-4200 | Trade Debt | \$1,859.00 |
| Auto Trim Restyling P.O. Box 1745 Maryland Heights, MO 63043-1745 | 314-423-6800 | Trade Debt | \$599.00 |
| Autographics P.O. Box 363 Chesterfield, MO 63006 | 314-836-3345 | Trade Debt | \$469.00 |

| | | | |
|--|----------------------|------------|--------------|
| Automotive Technology, Inc. 544 Mae Court Fenton, MO 63026 | 314-343-8101 | Trade Debt | \$242.97 |
| Barnes Distribution Dept. CH 14079 Palatine, IL 60055-4079 | 1-800-555-2878 | Trade Debt | \$8,954.00 |
| B.G. Services 2202 W. Chesterfield Blvd Suite 200 Springfield, MO 65807 | 800-545-4109 | Trade Debt | \$1,849.65 |
| Brake Solutions 10 Technology Drive Unit 4 West Lebanon, NH 03784 | | Trade Debt | \$955.87 |
| Branna, LLC 2444 E. 800 N. Road Pana, IL 62557 | 217-226-4095 | Trade Debt | \$52.00 |
| Dave "Crawford" Croft 29 Country Club View Edwardsville, IL 62025 | Dave 618-344-0202 | Trade Debt | \$347,464.28 |
| Clean Uniform Services P.O. Box 840140 Kansas City, MO 64184- 0140 | 618-654-4531 | Trade Debt | \$2,510.97 |
| Collinsville Auto Body 911 N. Bluff Road Collinsville, IL 62234 | 618-345-1194 | Trade Debt | \$1,653.00 |

DATED: September 16, 2008

DAVE CROFT MOTORS

BY: 
Crawford D. Croft

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS

IN RE: DAVE CROFT MOTORS,

Debtor.

)

)

Case No.: BK 08-_____

)

Proceedings Under Chapter 11

STATEMENT OF CORPORATE OWNERSHIP
PURSUANT TO BANKRUPTCY RULE 7001.1

COMES NOW, Dave Croft Motors, by its attorneys, T. Darin Boggs and Boggs, Avellino, Lach & Boggs, L.L.C., and pursuant to Rule 7001.1 of the Federal Rules of Bankruptcy Procedure states that no corporation directly or indirectly owns ten percent (10%) or more of the equity interest of Dave Croft Motors.

DATED: September 17, 2008

By: /s/ T. Darin Boggs
T. Darin Boggs
Boggs, Avellino, Lach & Boggs, L.L.C.
7912 Bonhomme Ave., Ste. 400
St. Louis, MO 63105
(314) 726-2310
bbblawyers@aol.com
Counsel for Debtor

CERTIFICATE OF SERVICE

I hereby certify that on September 17, 2008, I electronically filed the above with the Clerk of the U.S. Bankruptcy Court using the CM/ECF System which will send electronic notifications of such filing to the following or sent by the United States Postal Service to:

U.S. TRUSTEE
Becker Building
401 Main St., Suite 1100
Peoria, IL 61602

/s/ T. DARIN BOGGS

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS

IN RE: DAVE CROFT MOTORS,)
Debtor.) Case No.: BK 08-_____
) Proceedings Under Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, CRAWFORD D. CROFT, declare under penalty of perjury that I am the President of Dave Croft Motors, and that the following is a true and correct copy of the resolutions adopted by the Directors of said Corporation at a special meeting duly called and held on the 16th day of September, 2008.


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

Be it therefore resolved, that Crawford D. Croft, President of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of the Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be it further resolved, that Crawford D. Croft, President of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case, and;

Be it further resolved, that Crawford D. Croft, President of this Corporation, is authorized and directed to employ T. Darin Boggs, and Boggs, Avellino, Lach & Boggs, L.L.C., to represent the Corporation in such bankruptcy case."

DATE: September 16, 2008


Crawford D. Croft, President

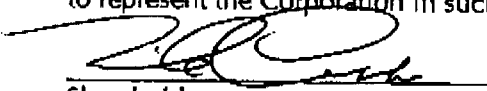
RESOLUTION OF THE DIRECTORS OF DAVE CROFT MOTORS


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

Be it therefore resolved, that Crawford D. Croft, President of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of the Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be it further resolved, that Crawford D. Croft, President of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds, and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

Be it further resolved, that Crawford D. Croft, President of this Corporation, is authorized and directed to employ T. Darin Boggs, and Boggs, Avellino, Lach & Boggs, L.L.C., to represent the Corporation in such bankruptcy case.


Shareholder Dated: 9/16/08


Shareholder Dated: 9/16/08

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS

IN RE: DAVE CROFT MOTORS,)
) Case No.: 08-
Debtor.) Chapter 11

APPLICATION FOR EMPLOYMENT OF ATTORNEY

COMES NOW, the Debtor, DAVE CROFT MOTORS ("Debtor"), and applies to the Court for an Order approving the employment of T. DARIN BOGGS, and BOGGS, AVELLINO, LACH & BOGGS, L.L.C., as attorneys in this Chapter 11 Case and in support thereof Debtor states as follows:

1. On September 17, 2008, Debtor filed a Petition for Relief under Chapter 11 of the Bankruptcy Code.
2. Debtor has retained T. Darin Boggs, and Boggs, Avellino, Lach & Boggs, L.L.C., to represent it in carrying out its duties under the Bankruptcy Code.
3. Attorney T. Darin Boggs is admitted to practice before this Court.
4. Debtor proposes to employ the attorneys for the following purposes,
 - (a) To represent the Debtor in the Chapter 11 case and to advise the Debtor as to its rights, duties, and powers as a debtor in possession;
 - (b) To prepare and file all necessary statements, schedules, and other documents and to negotiate and prepare one or more plans of reorganization for the Debtor;

- (c) To represent the Debtor at all hearings, meetings of creditors, conferences, trials, and other proceedings in this case; and
- (d) To perform such other legal services as may be necessary in connection with this case.

5. Debtor has made careful and diligent inquiry and is satisfied the attorney is qualified and competent to represent Debtor in this case.

6. To the best of Debtor's knowledge, T. Darin Boggs, and Boggs, Avellino, Lach & Boggs, L.L.C., has no connection with any other creditors, parties in interest, their attorneys, or accountants in this case.

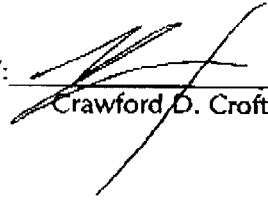
7. Debtor has entered into an employment agreement with the attorneys charging an hourly rate of \$160.00 per hour. The Debtor proposes to compensate the attorney as provided in this agreement, subject to the approval of the Court.

8. Debtor is informed and believes that the attorney does not hold or represent an interest adverse to the estate with respect to matters on which he is employed, and that employment of the attorney is in the best interest of the estate.

WHEREFORE, Debtor prays the Court enter an Order approving the employment of T. Darin Boggs, and Boggs, Avellino, Lach & Boggs, L.L.C., as attorneys for the Debtor in this case.

DAVE CROFT MOTORS, the applicant,

BY:


Crawford D. Croft

APPROVED:


T. Darin Boggs

Boggs, Avellino, Lach & Boggs, L.L.C.
7912 Bonhomme Ave., Ste. 400
St. Louis, MO 63105
(314) 726-2310

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS

IN RE: DAVE CROFT MOTORS,)
) Case No.: 08-
Debtor.) Chapter 11


VERIFIED STATEMENT OF ATTORNEY

Pursuant to 11 U.S.C. 329(a) and Bankruptcy Rules 2014(a) and 2016(b), T. Darin Boggs ("the Attorney"), on behalf of himself being of lawful age, states and declares as follows:

1. The Attorney is admitted to practice law in the State of Illinois and before the United States District Court for the Southern District of Illinois.
2. The Attorney is a disinterested person, as that term is defined by the Bankruptcy Code and does not hold or represent an interest adverse to the estate with respect to the matters on which he is to be employed.
3. The Attorney has entered into an agreement dated September 15, 2008, with Dave Croft Motors, the Debtor, regarding the services to be performed for the Debtor in connection with this case and the compensation to be paid for such services. The agreement has been guaranteed by Dave Croft Motors, the Debtor.
4. The Attorney has not shared or agreed to share any portion of the compensation to be paid in connection with this case with any other persons except members or associates of the Firm. Debtor has retained T. Darin Boggs to represent it in carrying out its duties under the Bankruptcy Code.
5. To the best of my knowledge, T. Darin Boggs has no connections with the Creditors, other parties in interest, their attorneys or accountants in this case.


Respectfully submitted,

DAVE CROFT MOTORS

By 
T. Darin Boggs, #06203836

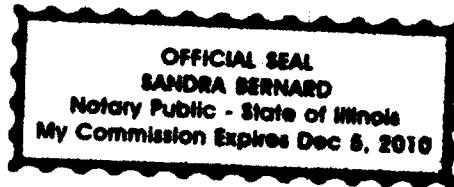
BOGGS, AVELLINO, LACH & BOGGS, L.L.C.
7912 Bonhomme Avenue, Suite 400
St. Louis, MO 63105
(314) 726-2310 PHONE
(314) 726-2360 FAX
E-Mail: tboggs@balblawyers.com
Attorneys for Debtor

Subscribed and sworn to before me this 17th day of September, 2008 by T. Darin Boggs


Notary Public

Official Seal
Sandra Bernard, Notary Public, State of Illinois,

My Commission expires December 5, 2010.



IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS

IN RE: DAVE CROFT MOTORS,)
) Case No.: BK 08-_____
Debtor.) Proceedings Under Chapter 11

ORDER

The Court having considered the foregoing Application of the Debtor, Dave Croft Motors, to employ attorneys, in the Declaration of T. Darin Boggs, in support thereof, and it appearing that the law firm of Boggs, Avellino, Lach & Boggs, L.L.C., its members and associates, are a disinterested person and that employment of said law firm generally by the Debtor, is in the best interest of this Estate;

IT IS HEREBY ORDERED, that the Debtor herein is authorized to employ the law firm of Boggs, Avellino, Lach & Boggs, L.L.C., generally, as attorneys for the Debtor with compensation to be paid in such amounts as may be allowed by the Court upon proper application or applications therefore.

DATE: _____

United States Bankruptcy Judge

From: Boggs, Avellino, Lach & Boggs

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09/16/2008 09:56

#847 P.010/010

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS

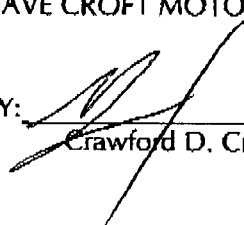
IN RE: DAVE CROFT MOTORS,)
Debtor.) Case No.:
) Chapter 11

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of Creditors is true and correct to the best of my knowledge and that it corresponds to the creditors listed in my schedules.

DATED: September 16, 2008

DAVE CROFT MOTORS

BY: 
Crawford D. Croft

Chrysler Financial Corp
901 Warrenville Rd.
Suite 500
P.O. Box 5220
Lisle, IL 60532

Regions Bank
Eastport Plaza Center
Collinsville, IL 62234

Belleville News Democrat
P.O. Box 427
Belleville, IL 62222

Suburban Journals
#2 Executive Drive
Collinsville, IL 62234

The Telegraph
P.O. Box 278
Alton, IL 62002

Charter Media St. Louis
P.O. Box 957926
St. Louis, MO 63195

Today's Advantage
P.O. Box 8003
Alton, IL 62002

Clear Channel Broadcasting
5536 Collections Center Dr.
Chicago, IL 60693

Ruban Brown
P.O. Box 790379
St. Louis, MO 63179

Citi Advantage Business Card
P.O. Box 6309
The Lakes, NV 88901-6309

Prestige Auto
12 Millpark
St. Louis, MO 63043

Collinsville Tire & Auto
105 United Drive
Collinsville, IL 62234

Enterprise Rental
P.O. Box 16230
St. Louis, MO 63105

Winfield Companies
One 157 Center
Edwardsville, IL 62025

Moto "FKG Oil"
721 West Main
Belleville, IL 62220

Reynolds & Reynolds
23150 Network Place
Chicago, IL 60673-1231

Safe Guard Products, Inc.
Ten The Pines Court
St. Louis, MO 63141

Safe Guard Products, Inc.
Ten The Pines Court
St. Louis, MO 63141

Crystal Fusion Technologies
Ten The Pines Court
St. Louis, MO 63141

Bright-Assoc. Escrow Services
Ten The Pines Court
St. Louis, MO 63141

Safe Guard Products, Inc.
Ten the Pines Court
St. Louis, MO 63141

CNA National Warranty Co.
Ten The Pines Court
St. Louis, MO 63141

Cardif Life Insurance Co.
Ten The Pines Court
St. Louis, MO 63141

Al's Auto Supply
1217 Camp Jackson Road
Cahokia, IL 62206

Am-Pac Tire Dist., Inc.
11 Lami Industrial Drive
St. Peters, MO 63304

Auto Distributing
526 Lincoln Avenue
Fairview Heights, IL 62208

Auto Trim Restyling
P.O. Box 1745
Maryland Heights, MO 63043-1745

Autographics
P.O. Box 363
Chesterfield, MO 63006

Automotive Technology, Inc.
544 Mae Court
Fenton, MO 63026

Barnes Distribution
Dept. CH 14079
Palatine, IL 60055-4079

B.G. Services
2202 W. Chesterfield Blvd
Suite 200
Springfield, MO 65807

Brake Solutions
10 Technology Drive
Unit 4
West Lebanon, NH 03784

Branna, LLC
2444 E. 800 N. Road
Pana, IL 62557

Dave "Crawford" Croft
29 Country Club View
Edwardsville, IL 62025

Clean Uniform Services
P.O. Box 840140
Kansas City, MO 64184-0140

Collinsville Auto Body
911 N. Bluff Road
Collinsville, IL 62234

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF ILLINOIS

IN RE: DAVE CROFT MOTORS,)
Debtor.) Case No.: BK08 -
)
) IN PROCEEDINGS UNDER CHAPTER 11

**EMERGENCY MOTION FOR ORDER AUTHORIZING DEBTOR
TO UTILIZE CASH COLLATERAL PURSUANT TO 11 U.S.C. §363
AND GRANTING ADEQUATE PROTECTION**

Comes now DAVE CROFT MOTORS (Debtor), by its attorneys, T. DARIN BOGGS and BOGGS, AVELLINO, LACH & BOGGS, L.L.C., and for its Emergency Motion for Order Authorizing Debtor to Utilize Cash Collateral Pursuant to 11 U.S.C. §363 and Granting Adequate Protection, states as follows:

JURISDICTION

1. On September 17, 2008, Debtor filed a Voluntary Petition for Relief under Chapter 11 of the United States Bankruptcy Code (the "Code"). Since the Petition date, Debtor has continued in possession of its property and has operated its business as a Debtor in possession.

2. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §157 and 1334 and this is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(M).

DEBT AND CAPITAL STRUCTURE

3. Debtor's total indebtedness, both secured and unsecured, as of the Petition Date, is in excess of \$2,000,000.00.

4. Chrysler Financial ("Chrysler"), and Regency Bank ("Regency"), collectively, "Lenders" are the Debtor's primary secured creditors ("Pre-Petition Indebtedness").

5. To secure repayment of the Pre-Petition Indebtedness the Debtor granted to the Lenders, security interests in the following asserts: Vehicles, accounts receivable, inventory, general intangibles, equipment, machinery, parts, and proceeds therefrom. The value of said assets is estimated to be in excess of \$2,000,000.00; the Lenders' liens are estimated at \$1,600,000.00.

PROPOSED USE OF CASH COLLATERAL

6. As Debtor in Possession, Debtor needs to utilize funds that are Lenders' cash collateral (the "Cash Collateral") in order to meet the Debtor's on-going regular daily operation requirements during its Chapter 11 case, including payment of utility bills, fuel costs, wages and employee related expenses.

7. In addition, Debtor asks that it be granted the right to use the Cash Collateral on an expedited and interim basis pursuant to an Emergency Order ("Emergency Order"), so that it can use Cash Collateral up to \$100,000.00 for the twenty-day period before this Court concludes a final hearing on this Motion. To avoid immediate and irreparable harm to Debtor's business and cash flows, it is imperative that Debtor use Cash Collateral in the amounts requested.

8. Pursuant to Section 363(c)(2) of the Code, the Court may permit Debtor's use of Cash Collateral so long as the interest of any third party in the Cash Collateral is adequately protected. Pursuant to Bankruptcy Rule 4001(c)(2), the Court may permit the Debtor's use of Cash Collateral prior to a final hearing as is necessary to avoid immediate and irreparable harm.

9. As adequate protection under 364(c) and 361 of the Code, and as security for an inducement to Lenders to permit the Debtor to use Cash Collateral, the Debtor has agreed to provide to Regency a first priority lien and security interest on the inventory acquired and the accounts receivable generated by the Debtor respectively, arising from and after the Petition Date. The Debtor shall as additional and adequate protection make interest payments as required under the current notes.

**THE DEBTOR REQUIRES ENTRY OF AN EMERGENCY
ORDER TO AVOID IMMEDIATE AND IRREPARABLE HARM**

10. The Debtor's request to use Cash Collateral on an emergency basis is only so much as is necessary in order to avoid immediate and irreparable harm until the Court concludes a final hearing on this Motion. Trade Creditors may tighten the Debtor's credit terms and Debtor reasonably anticipates that many creditors will insist on cash on delivery terms upon the commencement of these proceedings.

11. If the interim relief requested is not granted, the Debtor will be threatened with a virtual shut down of its business. The Debtor will suffer immediate and irreparable harm to its cash flows, good will, reputation and tenant safety will be at risk. The Debtor's prospects for consummating any plan of reorganization will be dim if the Motion is not granted. Any disruptions will severely impact Debtor's cash flow and cash availability adversely, and irreparably hinder Debtor's reorganization effort. At the final hearing, Debtor will seek entry of a Final Order ("Final Order") approving the use of Cash Collateral on a final basis.

DEBTOR HAS MET THE LEGAL STANDARDS FOR ENTRY OF AN EMERGENCY ORDER

12. The immediate and irreparable harm standard, applied to a business that hopes to reorganize, may be satisfied with a threatened loss of business.

13. A Committee of Unsecured Creditors has not been appointed in this case. The Debtor proposes to serve and give immediate notice of the final hearing on this Motion to: (a) The United States Trustee, (b) the Lenders, and (c) each of the creditors on the list filed by the Debtor pursuant to Bankruptcy Rule 1007(d).

14. Because denial of the emergency relief sought herein would cause immediate and irreparable injury, loss and damage to the Debtor and its reorganization efforts, the notice of this emergency hearing, through attempted facsimile transmission to the Lenders, the Office of the U.S. Trustee and mailing to the list of twenty largest unsecured creditors of the Debtor is not only in compliance with Federal Rules of the Bankruptcy Procedure 4001(c)(1) and (3), but it is substantially more than adequate and sufficient in these urgent circumstances given the immediate and irreparable harm that will result from failure to obtain interim financing.

15. The Debtor respectfully requests that this Court schedule a hearing on the date of the filing of this Motion to approve the Debtor's request for use of Cash Collateral.

PRAYER FOR RELIEF

WHEREFORE, Debtor respectfully requests that this Court:

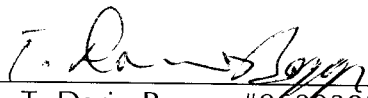
- A. Enter an Emergency Order authorizing the Debtor to use Cash Collateral until a final hearing is held;
- B. After the final hearing, enter a Final Order approving in all respects the terms of the Emergency Order;

- C. Find that Lenders are adequately protected as is necessary under Sections 361 and 363 of the Bankruptcy Code;
- D. Authorize such other and further relief as this Court deems just and proper.

DATED this 17th day of September, 2008.

Respectfully submitted,

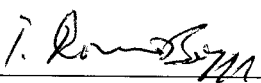
DAVE CROFT MOTORS

By 
T. Darin Boggs, #06203836

BOGGS, AVELLINO, LACH & BOGGS, L.L.C.
7912 Bonhomme Avenue, Suite 400
St. Louis, MO 63105
(314) 726-2310 PHONE
(314) 726-2360 FAX
E-Mail: tboggs@balblawyers.com
Attorneys for Debtor

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this 17th day of September, 2008, he/she has served the foregoing instrument via the Court's CM/ECF Electronic noticing upon US Trustee, Becker Building, Room 1100, 401 Main Street, Peoria, Illinois 61602; and via facsimile upon Chrysler Financial and Regency Bank; and via U.S. First Class Mail upon the remaining twenty largest unsecured creditors.


T. Darin Boggs