

B1 (Official Form 1)(12/11)

**United States Bankruptcy Court  
Southern District of Indiana**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>Gilles Schwinn Cyclery Inc.</b>	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) <b>35-1315194</b>	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): <b>1412 South Greenriver Road Evansville, IN</b>	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code <b>47715</b>	ZIP Code
County of Residence or of the Principal Place of Business: <b>Vanderburgh</b>	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):

<b>Type of Debtor</b> (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.)	<b>Nature of Business</b> (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	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (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
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:	<b>Tax-Exempt Entity</b> (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).	<b>Nature of Debts</b> (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.

<b>Filing Fee</b> (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.	<b>Chapter 11 Debtors</b> 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 \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). 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 checked="" type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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Estimated Liabilities

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input checked="" type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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THIS SPACE IS FOR COURT USE ONLY

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): <b>Gilles Schwinn Cyclery Inc.</b>
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**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location Where Filed: <b>- None -</b>	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: <b>- None -</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;"><b>Exhibit A</b></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;"><b>Exhibit B</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><b>X</b> _____ 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):  
**Gilles Schwinn Cyclery Inc.**

**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

**Signatures**

**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/ Maurice Doll  
 Signature of Attorney for Debtor(s)

Maurice Doll IN#4554-42  
 Printed Name of Attorney for Debtor(s)

Morrie Doll & Associates LLC  
 Firm Name

P.O. Box 703  
Newburgh, IN 47629-0703  
 Address

Email: morriedoll@hotmail.com

812.858.5200 Fax: 812.858.5204  
 Telephone Number

September 19, 2012  
 Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
 Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
 Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
 Address

**X** \_\_\_\_\_  
 Date

**Signature of 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/ Scott Gilles  
 Signature of Authorized Individual

Scott Gilles  
 Printed Name of Authorized Individual

President  
 Title of Authorized Individual

September 19, 2012  
 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:

\_\_\_\_\_  
 Date

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.*

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court**  
**Southern District of Indiana**

In re Gilles Schwinn Cyclery Inc.

Debtor(s)

Case No.

Chapter

11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Asics America Corp P.O. Box 827483 Philadelphia, PA 19182-7483	Asics America Corp P.O. Box 827483 Philadelphia, PA 19182-7483	Trade Creditor		3,150.41
AT&T Yellow Pages P.O. Box 8112 Aurora, IL 60507-8112	AT&T Yellow Pages P.O. Box 8112 Aurora, IL 60507-8112	Trade Creditor advertising		4,988.05
Bamberger, Foreman PO Box 657 7th Floor Hulman Bldg Evansville, IN 47704	Bamberger, Foreman PO Box 657 7th Floor Hulman Bldg Evansville, IN 47704	Trade Creditor- Services		2,273.00
Famco Properties 925 Green Gate Ct. Evansville, IN 47715	Famco Properties 925 Green Gate Ct. Evansville, IN 47715	Trade Creditor - Rent		74,237.07
German American Bankcorp Attn. Jean Ann Dickerson 4424 Vogel Road Evansville, IN 47715	German American Bankcorp Attn. Jean Ann Dickerson 4424 Vogel Road Evansville, IN 47715	Accounts receivable, aged as follows: Current \$6599.11; 1-30 days \$4,854.27; 31-60 days \$595.42; 61-90 days \$561.18; and, over 90 days \$10959.32		129,771.09  (23,569.30 secured)
Harding Shymanski & Co P.O. Box 3677 Evansville, IN 47735	Harding Shymanski & Co P.O. Box 3677 Evansville, IN 47735	Trade Creditor - Accounting Services		15,471.31
Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204	Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204	Sales tax Warrant #0913348		12,826.62
Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204	Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204	Sales taxes Warrant #09133447		7,981.27

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

In re **Gilles Schwinn Cyclery Inc.**

Case No. \_\_\_\_\_

Debtor(s) \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204	Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204	Sales taxes Warrant 08969920		5,925.87
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	941 taxes		27,524.45
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	941 Taxes		18,562.00
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	941 Taxes		15,127.31
Intrepid Fin Services Co. Lockbox 28002 Network Place Chicago, IL 60673-1280	Intrepid Fin Services Co. Lockbox 28002 Network Place Chicago, IL 60673-1280	Accounts receivable, aged as follows: Current \$6599.11; 1-30 days \$4,854.27; 31-60 days \$595.42; 61-90 days \$561.18; and, over 90 days \$10959.32		43,937.93 (23,569.30 secured) (129,771.09 senior lien)
J & B Importers P.O. Box 281528 Atlanta, GA 30384-1528	J & B Importers P.O. Box 281528 Atlanta, GA 30384-1528	Trade Creditor		12,656.64
Kahn, Dees, Donovan & Kahn LLP P.O. Box 3646 Evansville, IN 47735-3646	Kahn, Dees, Donovan & Kahn LLP P.O. Box 3646 Evansville, IN 47735-3646	Trade Creditor - Services		9,287.89
Octane Fitness P.O. Box 1521 Minneapolis, MN 55480-1521	Octane Fitness P.O. Box 1521 Minneapolis, MN 55480-1521	Trade Creditor		2,580.00
Orbea USA P.O. Box 7462 Little Rock, AR 72217	Orbea USA P.O. Box 7462 Little Rock, AR 72217	Trade Creditor		4,654.30
Vanderburgh Treasurer 1 NW MLK Blvd Rm 210 Evansville, IN 47708	Vanderburgh Treasurer 1 NW MLK Blvd Rm 210 Evansville, IN 47708	Property Taxes		3,764.50
Williams C. Gilles 4100 Norwich Place Evansville, IN 47711	Williams C. Gilles 4100 Norwich Place Evansville, IN 47711	Trade Creditor - Rent		43,300.00
Windham Professionals 382 Main St. Salem, NH 03079	Windham Professionals 382 Main St. Salem, NH 03079	Trade Creditor		28,000.00

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

In re Gilles Schwinn Cyclery Inc.

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

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

I, the 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 September 19, 2012

Signature /s/ Scott Gilles  
**Scott Gilles**  
**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.

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court  
Southern District of Indiana**

In re Gilles Schwinn Cyclery Inc.  
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	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>4</b>	<b>34,304.30</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>2</b>		<b>173,709.02</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>5</b>		<b>94,176.81</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>12</b>		<b>230,348.88</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>1</b>			
H - Codebtors	<b>Yes</b>	<b>1</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>26</b>			
Total Assets			<b>34,304.30</b>		
Total Liabilities				<b>498,234.71</b>	

Form 6 - Statistical Summary (12/07)

**United States Bankruptcy Court  
Southern District of Indiana**

In re Gilles Schwinn Cyclery Inc.  
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 Gilles Schwinn Cyclery Inc. 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 >	<b>0.00</b>	(Total of this page)
Total >	<b>0.00</b>	

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

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

In re Gilles Schwinn Cyclery Inc. 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 petition 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.	X			
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
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.	X			
10. Annuities. Itemize and name each issuer.	X			

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

3 continuation sheets attached to the Schedule of Personal Property

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

In re Gilles Schwinn Cyclery Inc. 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).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		<b>100% ownership of Gilles Fitness LLC</b>	-	<b>Unknown</b>
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<b>X</b>			
16. Accounts receivable.		<b>Accounts receivable, aged as follows: Current \$6599.11; 1-30 days \$4,854.27; 31-60 days \$595.42; 61-90 days \$561.18; and, over 90 days \$10959.32</b>	-	<b>23,569.30</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			
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.	<b>X</b>			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<b>X</b>			

Sub-Total > **23,569.30**  
 (Total of this page)

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

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

In re Gilles Schwinn Cyclery Inc. 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
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.	<b>X</b>			
22. Patents, copyrights, and other intellectual property. Give particulars.	<b>X</b>			
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
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.		<b>Customer lists for marketing purposes.</b>	-	<b>Unknown</b>
25. Automobiles, trucks, trailers, and other vehicles and accessories.		<b>2004 Ford Ranger Pickup, fair condition Location: 1412 South Greenriver Road, Evansville IN 47715</b>	-	<b>4,300.00</b>
		<b>2004 Buick Rendezvous, fair condition, 135000 miles</b>	-	<b>2,760.00</b>
		<b>2005 Chevy Astro Service Van, Fair Condition, 240000 miles.</b>	-	<b>3,675.00</b>
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.	<b>X</b>			
29. Machinery, fixtures, equipment, and supplies used in business.	<b>X</b>			
30. Inventory.		<b>Store fixtures, equipment, and items held for retail sale to the general public</b>	-	<b>Unknown</b>
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
			Sub-Total >	<b>10,735.00</b>
			(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 Gilles Schwinn Cyclery Inc., 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
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.	<b>X</b>			

Sub-Total >	<b>0.00</b>
(Total of this page)	
Total >	<b>34,304.30</b>

(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 Gilles Schwinn Cyclery Inc. Case No. \_\_\_\_\_  
 Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN						
Account No. xxxxxxxxxxxx3474			5/5/2011					
German American Bankcorp Attn. Jean Ann Dickerson 4424 Vogel Road Evansville, IN 47715		-	UCC-1 Filing Accounts receivable, aged as follows: Current \$6599.11; 1-30 days \$4,854.27; 31-60 days \$595.42; 61-90 days \$561.18; and, over 90 days \$10959.32				129,771.09	106,201.79
			Value \$ 23,569.30					
Account No. xxxxxxxxxxxx3474			5/5/2011					
German American Bankcorp Attn. Jean Ann Dickerson 4424 Vogel Road Evansville, IN 47715		-	UCC-1 Store fixtures, equipment, and items held for retail sale to the general public				0.00	Unknown
			Value \$ Unknown					
Account No. xxx4331			1/26/2011					
Intrepid Fin Services Co. Lockbox 28002 Network Place Chicago, IL 60673-1280		-	UCC-1 Accounts receivable, aged as follows: Current \$6599.11; 1-30 days \$4,854.27; 31-60 days \$595.42; 61-90 days \$561.18; and, over 90 days \$10959.32				43,937.93	43,937.93
			Value \$ 23,569.30					
Account No. xxx4331			1/26/2011					
Intrepid Fin Services Co. Lockbox 28002 Network Place Chicago, IL 60673-1280		-	UCC-1 Store fixtures, equipment, and items held for retail sale to the general public				0.00	Unknown
			Value \$ Unknown					
Subtotal							<b>173,709.02</b>	<b>150,139.72</b>
(Total of this page)								

1 continuation sheets attached

B6D (Official Form 6D) (12/07) - Cont.

In re Gilles Schwinn Cyclery Inc.  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B 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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W J C						
Account No. <b>xxx1502</b>								
<b>Specialized Bicycle Components Inc. 15130 Concord Circule Morgan Hill, CA 95037</b>								
			<b>2/5/1998</b>					
			<b>UCC-1 Lien</b>					
			<b>All "Specialized" merchandise, anda ccounts with repsect to such inventory</b>					
			Value \$ <b>0.00</b>				<b>0.00</b>	<b>0.00</b>
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							<b>0.00</b>	<b>0.00</b>
Total (Report on Summary of Schedules)							<b>173,709.02</b>	<b>150,139.72</b>

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

Total  
(Report on Summary of Schedules)

B6E (Official Form 6E) (4/10)

In re Gilles Schwinn Cyclery Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

 **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

 **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

 **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* 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 \$5,775\* 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 \$2,600\* 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).

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.



B6E (Official Form 6E) (4/10) - Cont.

In re Gilles Schwinn Cyclery Inc.  
Debtor

Case No. \_\_\_\_\_

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

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

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>xxxxx4201</b>  <b>Commonwealth of Kentucky Department of Revenue P.O. Box 491 Frankfort, KY 40602-0491</b>	-		<b>7/6/2012</b>  <b>Taxes, penalty, interest and fees</b>				<b>Unknown</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>  <b>Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204</b>	-		<b>3/31/2012</b>  <b>Sales taxes Warrant #09133447</b>				<b>7,981.27</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>  <b>Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204</b>	-		<b>4/30/2012</b>  <b>Sales tax Warrant #0913348</b>				<b>12,826.62</b>	<b>12,826.62</b>
Account No. <b>xx-xxx5194</b>  <b>Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204</b>	-		<b>10/31/2011</b>  <b>Withholding tax Warrant #08969917</b>				<b>190.05</b>	<b>0.00</b>
Account No. <b>xx-xxx5194</b>  <b>Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204</b>	-		<b>11/30/2011</b>  <b>Withholding taxes Warrant #08969913</b>				<b>163.50</b>	<b>Unknown</b>
Subtotal								<b>12,826.62</b>
(Total of this page)							<b>21,161.44</b>	<b>190.05</b>

Sheet 1 of 4 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Gilles Schwinn Cyclery Inc.  
Debtor

Case No. \_\_\_\_\_

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

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

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C  Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>xx-xxx5194</b>			<b>12/31/2011</b>					
<b>Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204</b>	-		<b>Withholding taxes Warrant #08969908</b>				<b>196.95</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>			<b>10/31/2011</b>					
<b>Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204</b>	-		<b>Sales Tax Warrant #08969919</b>				<b>411.01</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>			<b>9/30/2011</b>					
<b>Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204</b>	-		<b>Sales taxes Warrant 08969920</b>				<b>5,925.87</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>			<b>9/30/2011</b>					
<b>Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204</b>	-		<b>Withholding taxes Warrant #08969927</b>				<b>216.62</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>			<b>3/31/2010</b>					
<b>Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204</b>	-		<b>Sales tax Warrant #09004431</b>				<b>342.68</b>	<b>Unknown</b>
Subtotal							<b>7,093.13</b>	<b>0.00</b>
(Total of this page)							<b>7,093.13</b>	<b>0.00</b>

Sheet **2** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Gilles Schwinn Cyclery Inc.  
Debtor

Case No. \_\_\_\_\_

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

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

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. <b>xx-xxx5194</b>  Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204		-	<b>8/31/2011</b>  <b>Sales taxes Warrant #09004522</b>				<b>796.46</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>  Indiana Department of Revenue 100 N. Senate Ave. Rm N203-Bankruptcy Indianapolis, IN 46204		-	<b>3/31/2012</b>  <b>Withholding taxes Warrant #09028610</b>				<b>147.52</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>  Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346		-	<b>6/30/2012</b>  <b>941 Taxes</b>				<b>15,127.31</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>  Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346		-	<b>6/30/2010</b>  <b>941 Taxes</b>				<b>18,562.00</b>	<b>Unknown</b>
Account No. <b>xx-xxx5194</b>  Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346		-	<b>9/30/2012</b>  <b>941 taxes</b>				<b>27,524.45</b>	<b>Unknown</b>
Subtotal								<b>0.00</b>
(Total of this page)							<b>62,157.74</b>	<b>0.00</b>

Sheet **3** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (4/10) - Cont.

In re Gilles Schwinn Cyclery Inc.  
Debtor

Case No. \_\_\_\_\_

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

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

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D I S P U T E D	U N L I Q U I D A T E D	C O N T I N G E N T	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	
								AMOUNT ENTITLED TO PRIORITY	
Account No. <b>xxx-xx-x2605, etc</b>									
<b>Vanderburgh Treasurer 1 NW MLK Blvd Rm 210 Evansville, IN 47708</b>								<b>0.00</b>	
							<b>3,764.50</b>	<b>3,764.50</b>	
Account No.									
Account No.									
Account No.									
Account No.									
Subtotal (Total of this page)							<b>3,764.50</b>	<b>0.00</b>	<b>3,764.50</b>
Total (Report on Summary of Schedules)							<b>94,176.81</b>	<b>12,826.62</b>	<b>3,954.55</b>

Sheet **4** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

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

In re Gilles Schwinn Cyclery Inc., 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  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
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. <b>xx0911</b>  <b>Accident Fund</b> <b>P.O. Box 77000 Dept 77125</b> <b>Detroit, MI 48277-0125</b>	-					<b>1,363.27</b>
Account No. <b>xx7219, xx0356, xx2216</b>  <b>Aflac Attn Remit Proc Services</b> <b>1932 Wynnton Road</b> <b>Columbus, GA 31999-0797</b>	-					<b>129.60</b>
Account No. <b>xxxx-xxxxx1961</b>  <b>Allied Waste Services</b> <b>P.O Box 9001099</b> <b>Louisville, KY 40290-1099</b>	-					<b>402.51</b>
Account No. <b>4114, 4115, 0042,5504</b>  <b>Asics America Corp</b> <b>P.O. Box 827483</b> <b>Philadelphia, PA 19182-7483</b>	-					<b>3,150.41</b>
Subtotal (Total of this page)						<b>5,045.79</b>

11 continuation sheets attached

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

In re Gilles Schwinn Cyclery Inc. 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	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>xx 2499</b>  <b>AT&amp;T Yellow Pages</b> <b>P.O. Box 8112</b> <b>Aurora, IL 60507-8112</b>	-		<b>7/14/2008</b> <b>Trade Creditor advertising</b>				<b>4,988.05</b>	
Account No. <b>xx7988</b>  <b>Bamberger, Foreman</b> <b>PO Box 657 7th Floor Hulman Bldg</b> <b>Evansville, IN 47704</b>	-		<b>7/30/2011</b> <b>Trade Creditor- Services</b>				<b>2,273.00</b>	
Account No. <b>6500, 3910</b>  <b>Black Equipment Co Inc.</b> <b>P.O. Box 5286</b> <b>Evansville, IN 47715</b>	-		<b>3/11/2011</b> <b>Trade Creditor</b>				<b>235.17</b>	
Account No. <b>0081, 2213, 8331, 4453</b>  <b>Cintas</b> <b>7233 Enterprise Park Dr.</b> <b>Evansville, IN 47715</b>	-		<b>7/26/2012</b> <b>Trade Creditor - Services</b>				<b>312.00</b>	
Account No. <b>x1973</b>  <b>Complete Fleet Solutions</b> <b>6209 Maxwell Ave.</b> <b>Evansville, IN 47715</b>	-		<b>11/30/2011</b> <b>Trade Creditor</b>				<b>1,463.83</b>	
Sheet no. <u>1</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>9,272.05</b>

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

In re Gilles Schwinn Cyclery Inc. 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. <b>xxxx xxxxxxxlite</b>  <b>Easter Seals</b> <b>3701 Bellemeade Ave.</b> <b>Evansville, IN 47714</b>	-		<b>9/8/2011</b> <b>Trade Creditor - advertising</b>				<b>250.00</b>
Account No. <b>4847, 8996, 3062, 6517, 0704,</b>  <b>EVansville Courier &amp; Press</b> <b>P.O. Box 630503</b> <b>Cincinnati, OH 45263-0503</b>	-		<b>4/30/11</b> <b>Trade Creditor Advertising</b>				<b>1,171.43</b>
Account No. <b>2292</b>  <b>Fall Creek Land Design</b> <b>9252 Moorings Blvd.</b> <b>Indianapolis, IN 46256</b>	-		<b>7/5/2011</b> <b>Trade Creditor</b>				<b>169.43</b>
Account No. <b>0105, 0106, 1106, 0106, 0107,</b>  <b>Famco Properties</b> <b>925 Green Gate Ct.</b> <b>Evansville, IN 47715</b>	-		<b>10/1/2005</b> <b>Trade Creditor - Rent</b>				<b>74,237.07</b>
Account No. <b>1613</b>  <b>Fitness Repair Pros.</b> <b>P.O.Box 47712</b> <b>Indianapolis, IN 46247</b>	-		<b>2/6/2012</b> <b>Trade Creditor</b>				<b>816.00</b>
Sheet no. <u>2</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	<b>76,643.93</b>

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

In re Gilles Schwinn Cyclery Inc. 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. xxxxxxxx xxxness, 2312  Fixing Fitness 13160 SR 23 Granger, IN 46530	-		8/20/2012 Trade Creditor				816.00	
Account No. 7576, 7934, xxNE FC, xUG FC  G.R, Freeman Htg & Air 1135 Indy Court Evansville, IN 47725	-		5/1/2012 Trade Creditor - Services				1,463.39	
Account No. 4940, 5227, 6295, 6562,  Garrett Printing & Graphics 1405 North First Ave. Evansville, IN 47710	-		3/9/2011 Trade Creditor				1,074.27	
Account No. xx94FC, xx91FC, 1541, xx94FC,  Harding Shymanski & Co P.O. Box 3677 Evansville, IN 47735	-		2/28/2010 Trade Creditor - Accounting Services				15,471.31	
Account No. 3011, 5492, 6531  Hartford Life Insurance P.O. Box 1583 Hartford, CT 06144-1583	-		1/9/2912 Trade Creditor - Services				712.50	
Sheet no. <u>3</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>19,537.47</b>



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

In re Gilles Schwinn Cyclery Inc. 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				
Account No. xxx2006, xxx 2006, xxx2006,  Holy Rosary Church 1301 S. Green River Road Evansville, IN 47715	-		3/3/2006 Pledge - Advertising			670.00
Account No. xx1611  Indianapolis Power & Light Co P.O. Box 110 Indianapolis, IN 46206-0110	-		9/16/2011 Trade Creditor - Utility Services			328.49
Account No. 5543, 6502, 2713, etc.  J & B Importers P.O. Box 281528 Atlanta, GA 30384-1528	-		6/10/2012 Trade Creditor			12,656.64
Account No. xxxxxxxx3 Bal  Johnson (Vision) Health Tech 1600 Landmark Drive Cottage Grove, WI 53527	-		12/8/2011 Trade Creditor			669.82
Account No. 3423, 4455, 5654, etc.  Kahn, Dees, Donovan & Kahn LLP P.O. Box 3646 Evansville, IN 47735-3646	-		1/21/2012 Trade Creditor - Services			9,287.89
Sheet no. <u>4</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>23,612.84</b>

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

In re Gilles Schwinn Cyclery Inc. 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	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>3008, 3351</b>  <b>Kali Protectives</b> 16840 Joleen Way Morgan Hill, CA 95037-4606		-	<b>9/9/2012</b> Trade Creditor				<b>789.60</b>	
Account No. <b>xx x9851</b>  <b>Leemarc Industries LLC</b> 2471 Coral Street Vista, CA 92081-8431		-	<b>6/23/2012</b> Trade Creditor				<b>1,500.00</b>	
Account No. <b>0812, 0232</b>  <b>Lin-Gas</b> 406 S. Baker Ave. Evansville, IN 47712		-	<b>9/6/2012</b> Trade Creditor				<b>72.97</b>	
Account No. <b>6130</b>  <b>Lincoln Baker, Attorney at Law</b> P.O. Box 586 Petersburg, IN 47567		-	<b>11/30/2007</b>				<b>1,787.50</b>	
Account No. <b>x1216</b>  <b>Magnum Fitness Systems</b> 2201 12th Ave. South Milwaukee, WI 53172		-	<b>12/15/2011</b> Trade Creditor				<b>27.75</b>	
Sheet no. <u>5</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>4,177.82</b>

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

In re Gilles Schwinn Cyclery Inc. 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. <b>812, 0232</b>  <b>Meisler Trailer Rental</b> <b>P.O. Box 3357</b> <b>Evansville, IN 47712</b>	-		<b>9/6/2012</b> <b>Trade Creditor</b>				<b>72.97</b>
Account No. <b>xx2134</b>  <b>MH Equipment</b> <b>2630 Cullen Ave.</b> <b>Evansville, IN 47712</b>	-		<b>8/31/2012</b> <b>Trade Creditor</b>				<b>549.11</b>
Account No. <b>102</b>  <b>Nick Berry</b> <b>1022 E. Jackson St.</b> <b>Shelbyville, IN 46176</b>	-		<b>7/1/2011</b> <b>Trade Creditor</b>				<b>170.00</b>
Account No. <b>3842</b>  <b>Octane Fitness</b> <b>P.O. Box 1521</b> <b>Minneapolis, MN 55480-1521</b>	-		<b>8/31/2012</b> <b>Trade Creditor</b>				<b>2,580.00</b>
Account No. <b>3532, 2912, 0712</b>  <b>Office Depot</b> <b>P.O. Box 689020</b> <b>Des Moines, IA 50368-9020</b>	-		<b>8/15/2012</b> <b>Trade Creditor</b>				<b>348.85</b>
Sheet no. <u>6</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	<b>3,720.93</b>

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

In re Gilles Schwinn Cyclery Inc. 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. <b>xx2281, xx4274</b>  <b>Old National Bank</b> <b>P.O. Box 968</b> <b>Evansville, IN 47706</b>	-		<b>3/2/2012</b> <b>Trade Creditor - Financial Services &amp; Fees</b>				<b>2,010.00</b>
Account No. <b>xx/xxxxx6 etc</b>  <b>Orbea USA</b> <b>P.O. Box 7462</b> <b>Little Rock, AR 72217</b>	-		<b>3/31/2010</b> <b>Trade Creditor</b>				<b>4,654.30</b>
Account No. <b>u/k</b>  <b>Pekin Insurance Col.</b> <b>2505 Court St.</b> <b>Pekin, IL 61558-0001</b>	-		<b>8/17/12,</b> <b>Trade Creditor - Services</b>				<b>1,207.00</b>
Account No. <b>xxxx xxx xxxxx xxoler</b>  <b>Phsi Pure Water Finance</b> <b>P.O. Box 404582</b> <b>Atlanta, GA 30384-4582</b>	-		<b>12/12/2011</b> <b>Trade Creditor</b>				<b>62.75</b>
Account No. <b>xxxx xxFILL</b>  <b>Pitney Bowes Purchase Power</b> <b>P.O. Box 371874</b> <b>Pittsburgh, PA 15250-7874</b>	-		<b>8/25/2012</b> <b>Trade Creditor</b>				<b>200.00</b>
Sheet no. <u>7</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	<b>8,134.05</b>

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

In re Gilles Schwinn Cyclery Inc. 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				
Account No. <b>xxx9284</b>  <b>Power Systems</b> <b>P.O. Box 51030</b> <b>Knoxville, TN 37950-1030</b>	-		<b>10/27/2011</b> <b>Trade Creditor - Fees</b>			<b>35.00</b>
Account No. <b>1412, 0050, 0051</b>  <b>Raben Tire</b> <b>P.O. Box 4835</b> <b>Evansville, IN 47712</b>	-		<b>5/10/2012</b> <b>Trade Creditor</b>			<b>318.38</b>
Account No. <b>0960, 0211, 3549, 1311, 0311</b>  <b>Safeth-Kleen Corp.</b> <b>P.O. Box 650509</b> <b>Dallas, TX 75265-0509</b>	-		<b>4/11/2011</b> <b>Trade Creditor</b>			<b>882.89</b>
Account No. <b>4356, 5496</b>  <b>Serfas</b> <b>29752 Avenida De Las Banderas</b> <b>Rancho Santa Margarita, CA 92688</b>	-		<b>9/2/2012</b> <b>Trade Creditor</b>			<b>1,639.79</b>
Account No. <b>xx2632</b>  <b>Sonitrol Security Systems</b> <b>208 NW Third Street</b> <b>Evansville, IN 47708</b>	-		<b>9/14/2012</b> <b>Trade Creditor</b>			<b>369.00</b>
Subtotal (Total of this page)						<b>3,245.06</b>

Sheet no. 8 of 11 sheets attached to Schedule of  
 Creditors Holding Unsecured Nonpriority Claims

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

In re Gilles Schwinn Cyclery Inc. 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	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. 2114  Swiftwick 7104 Crossroads Blvd, Suite 123 Brentwood, TN 37027		-	9/14/2012 Trade Creditor				150.00	
Account No. 9562, 1410, 1762, 2508, 4041  Terminix International 6001 Old Boonville Hwy. Evansville, IN 47715		-	1/3/2011 Trade Creditor - Services				246.00	
Account No. 2012  Timothy Reichert 3137 E. Sycamore Ave. Terre Haute, IN 47802		-	1/2/2012 Trade Creditor				165.00	
Account No. 812, 2012, 2UPS  Todd Gough 1311 E. Missouri St. Evansville, IN 47711		-	8/23/2012 Trade Creditor				271.44	
Account No. E460, E470, E480, E510, E520  United Parcel Services Lockbox 577 Carol Stream, IL 60132-0577		-	11/13/2010 Trade Creditor - Services				404.55	
Sheet no. <u>9</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	1,236.99

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

In re Gilles Schwinn Cyclery Inc. 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 D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>xx0512</b>  <b>Vectren Energy Delivery</b> <b>P.O. Box 6250</b> <b>Indianapolis, IN 46206-6250</b>	-		<b>9/5/2012</b> <b>Trade Creditor -Utilities</b>				<b>2,192.50</b>	
Account No. <b>xxxxxx5681</b>  <b>Verizon</b> <b>PO Box 9688</b> <b>Mission Hills, CA 91346-9688</b>	-		<b>9/26/2012</b> <b>Trade Creditor</b>				<b>715.36</b>	
Account No. <b>0110, 0111</b>  <b>Williams C. Gilles</b> <b>4100 Norwich Place</b> <b>Evansville, IN 47711</b>	-		<b>10/1/2010</b> <b>Trade Creditor - Rent</b>				<b>43,300.00</b>	
Account No. <b>xx0108, x2008, x3008, etc.</b>  <b>Windham Professionals</b> <b>382 Main St.</b> <b>Salem, NH 03079</b>	-		<b>1/1/2008</b> <b>Trade Creditor</b>				<b>28,000.00</b>	
Account No. <b>xxx5620</b>  <b>WOW Bicsness Solutions</b> <b>6045 Wedeking Ave.</b> <b>Evansville, IN 47715</b>	-		<b>9/1/2012</b> <b>Trade Creditor- Services</b>				<b>359.51</b>	
Sheet no. <u>10</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>74,567.37</b>

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

In re Gilles Schwinn Cyclery Inc., Debtor Case No. \_\_\_\_\_

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. <b>xx2011, xx2011</b>			<b>7/20/2011</b>					
<b>Zurich North America 8712 Innovation Way Chicago, IL 60682-0087</b>		-	<b>Trade Creditor - Insurance Services</b>				<b>1,154.58</b>	
Account No.								
Account No.								
Account No.								
Account No.								
Sheet no. <u>11</u> of <u>11</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>1,154.58</b>
							Total (Report on Summary of Schedules)	<b>230,348.88</b>



B6G (Official Form 6G) (12/07)

In re Gilles Schwinn Cyclery Inc. 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.
<b>Famco Properties 925 Green Gate Ct. Evansville, IN 47715</b>	<b>Building lease. Lessee</b>
<b>Scott Gillis c/o 1412 S Greenriver Road Evansville, IN 47715</b>	<b>2002 Toyota Highlander. Lessee</b>
<b>United Leasing Inc. 3700 E. Morgan Ave. Evansville, IN 47715</b>	<b>2005 C6500 Box Truck, Lessee</b>
<b>United Leasing Inc. 3700 E. Morgan Ave. Evansville, IN 47715</b>	<b>2006 GMC W4500 Truck. Lessee</b>
<b>United Leasing Inc. 3700 E. Morgan Ave. Evansville, IN 47715</b>	<b>2006 Chev Exp. Van. Lessee</b>
<b>Wells Fargo PO Box 95807 Lake Mary, FL 32795-3807</b>	<b>2006 Chev Suburban. Lessee</b>
<b>Williams C. Gilles 4100 Norwich Place Evansville, IN 47711</b>	<b>Building lease. Lessee</b>

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

In re Gilles Schwinn Cyclery Inc.  
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
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0 continuation sheets attached to Schedule of Codebtors

B6 Declaration (Official Form 6 - Declaration). (12/07)

**United States Bankruptcy Court  
Southern District of Indiana**

In re Gilles Schwinn Cyclery Inc.  
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 28 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date September 19, 2012

Signature /s/ Scott Gilles  
**Scott Gilles**  
**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) (04/10)

United States Bankruptcy Court
Southern District of Indiana

In re Gilles Schwinn Cyclery Inc.

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. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.

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. If the answer to an applicable question is "None," mark the box labeled "None."

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: an officer, director, managing executive, or owner of 5 percent or more 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 full-time or part-time.

"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; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

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. State also the gross amounts received during the two years immediately preceding this calendar year.

AMOUNT SOURCE

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. Give particulars. If a joint petition is filed, state income for each spouse separately.

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 credit 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 \$5,850\*. 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 credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other 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 CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
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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
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**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
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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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\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

**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
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**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
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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
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**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
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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
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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
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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
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**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)
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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
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**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
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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
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**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

**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 September 19, 2012 Signature /s/ Scott Gilles  
**Scott Gilles**  
**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
Southern District of Indiana

In re Gilles Schwinn Cyclery Inc.

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

Table with 2 columns: Description of compensation and Amount. Rows include: For legal services, I have agreed to accept (\$15,000.00), Prior to the filing of this statement I have received (\$4,500.00), and Balance Due (\$10,500.00).

2. \$ 0.00 of the filing fee has been paid.

3. The source of the compensation paid to me was:
[ ] Debtor [X] Other (specify): Scott Gilles, personally

4. The source of compensation to be paid to me is:
[ ] Debtor [X] Other (specify): Scott Gilles

5. [X] I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
[ ] I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
d. [Other provisions as needed]

Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.

7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:
Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: September 19, 2012

/s/ Maurice Doll
Maurice Doll IN#4554-42
Morrie Doll & Associates LLC
P.O. Box 703
Newburgh, IN 47629-0703
812.858.5200 Fax: 812.858.5204
morriedoll@hotmail.com

**United States Bankruptcy Court  
Southern District of Indiana**

In re Gilles Schwinn Cyclery Inc.  
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
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**None**

**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 September 19, 2012

Signature /s/ Scott Gilles  
**Scott Gilles**  
**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  
Southern District of Indiana**

In re Gilles Schwinn Cyclery Inc.

Debtor(s)

Case No.

Chapter

11

**VERIFICATION OF CREDITOR MATRIX**

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: September 19, 2012

/s/ Scott Gilles

**Scott Gilles/President**

Signer/Title

ACCIDENT FUND  
P.O. BOX 77000 DEPT 77125  
DETROIT, MI 48277-0125

AFLAC ATTN REMIT PROC SERVICES  
1932 WYNNTON ROAD  
COLUMBUS, GA 31999-0797

ALLIED WASTE SERVICES  
P.O BOX 9001099  
LOUISVILLE, KY 40290-1099

ASICS AMERICA CORP  
P.O. BOX 827483  
PHILADELPHIA, PA 19182-7483

AT&T YELLOW PAGES  
P.O. BOX 8112  
AURORA, IL 60507-8112

BAMBERGER, FOREMAN  
PO BOX 657 7TH FLOOR HULMAN BLDG  
EVANSVILLE, IN 47704

BLACK EQUIPMENT CO INC.  
P.O. BOX 5286  
EVANSVILLE, IN 47715

CINTAS  
7233 ENTERPRISE PARK DR.  
EVANSVILLE, IN 47715

COMMONWEALTH OF KENTUCKY  
DEPARTMENT OF REVENUE  
P.O. BOX 491  
FRANKFORT, KY 40602-0491

COMPLETE FLEET SOLUTIONS  
6209 MAXWELL AVE.  
EVANSVILLE, IN 47715

EASTER SEALS  
3701 BELLEMEADE AVE.  
EVANSVILLE, IN 47714

EVANSVILLE COURIER & PRESS  
P.O. BOX 630503  
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FITNESS REPAIR PROS.  
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FIXING FITNESS  
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GRANGER, IN 46530

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ATTN. JEAN ANN DICKERSON  
4424 VOGEL ROAD  
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HARDING SHYMANSKI & CO  
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HARTFORD, CT 06144-1583



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INDIANAPOLIS, IN 46204

INDIANAPOLIS POWER & LIGHT CO  
P.O. BOX 110  
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PHILADELPHIA, PA 19101-7346

INTREPID FIN SERVICES CO.  
LOCKBOX 28002 NETWORK PLACE  
CHICAGO, IL 60673-1280

J & B IMPORTERS  
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ATLANTA, GA 30384-1528

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COTTAGE GROVE, WI 53527

KAHN, DEES, DONOVAN & KAHN LLP  
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MORGAN HILL, CA 95037-4606

LEEMARC INDUSTRIES LLC  
2471 CORAL STREET  
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SOUTH MILWAUKEE, WI 53172

MEISLER TRAILER RENTAL  
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SHELBYVILLE, IN 46176

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MINNEAPOLIS, MN 55480-1521

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P.O. BOX 689020  
DES MOINES, IA 50368-9020

OFFICE OF SHERIFF OF VANDERBURGH COUNTY  
3500 NORTH HARLAN AVENUE  
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OLD NATIONAL BANK  
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ORBEA USA  
P.O. BOX 7462  
LITTLE ROCK, AR 72217

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PEKIN, IL 61558-0001

PHSI PURE WATER FINANCE  
P.O. BOX 404582  
ATLANTA, GA 30384-4582

PITNEY BOWES PURCHASE POWER  
P.O. BOX 371874  
PITTSBURGH, PA 15250-7874

POWER SYSTEMS  
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KNOXVILLE, TN 37950-1030

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DALLAS, TX 75265-0509

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C/O 1412 S GREENRIVER ROAD  
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29752 AVENIDA DE LAS BANDERAS  
RANCHO SANTA MARGARITA, CA 92688

SHAWN W. WALTERS  
INTERNAL REVENUE SERVICE  
7409 EAGLE CREST BLVD.  
EVANSVILLE, IN 47715-8162

SONITROL SECURITY SYSTEMS  
208 NW THIRD STREET  
EVANSVILLE, IN 47708

SPECIALIZED BICYCLE COMPONENTS INC.  
15130 CONCORD CIRCULE  
MORGAN HILL, CA 95037

SWIFTWICK  
7104 CROSSROADS BLVD, SUITE 123  
BRENTWOOD, TN 37027

TERMINIX INTERNATIONAL  
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EVANSVILLE, IN 47715

TIMOTHY REICHERT  
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TERRE HAUTE, IN 47802

TODD GOUGH  
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UNITED LEASING INC.  
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UNITED PARCEL SERVICES  
LOCKBOX 577  
CAROL STREAM, IL 60132-0577

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MISSION HILLS, CA 91346-9688

WELLS FARGO  
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LAKE MARY, FL 32795-3807

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EVANSVILLE, IN 47715

ZURICH NORTH AMERICA  
8712 INNOVATION WAY  
CHICAGO, IL 60682-0087

**United States Bankruptcy Court  
Southern District of Indiana**

In re Gilles Schwinn Cyclery Inc.

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 Gilles Schwinn Cyclery Inc. 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*]

September 19, 2012

Date

/s/ Maurice Doll**Maurice Doll IN#4554-42**Signature of Attorney or Litigant  
Counsel for Gilles Schwinn Cyclery Inc.**Morrie Doll & Associates LLC****P.O. Box 703****Newburgh, IN 47629-0703****812.858.5200 Fax:812.858.5204****morriedoll@hotmail.com**