

B1 (Official Form 1)(1/08)

**United States Bankruptcy Court  
Eastern District of Kentucky**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>Andover Golf and Country Club, 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>61-1158955</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>3450 Todds Road Lexington, KY</b>	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code <b>40509</b>	ZIP Code
County of Residence or of the Principal Place of Business: <b>Fayette</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) <ul style="list-style-type: none"> <li><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></li> <li><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</li> <li><input type="checkbox"/> Partnership</li> <li><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</li> </ul>	<b>Nature of Business</b> (Check one box) <ul style="list-style-type: none"> <li><input type="checkbox"/> Health Care Business</li> <li><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)</li> <li><input type="checkbox"/> Railroad</li> <li><input type="checkbox"/> Stockbroker</li> <li><input type="checkbox"/> Commodity Broker</li> <li><input type="checkbox"/> Clearing Bank</li> <li><input checked="" type="checkbox"/> Other</li> </ul>	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box) <ul style="list-style-type: none"> <li><input type="checkbox"/> Chapter 7</li> <li><input type="checkbox"/> Chapter 9</li> <li><input checked="" type="checkbox"/> Chapter 11</li> <li><input type="checkbox"/> Chapter 12</li> <li><input type="checkbox"/> Chapter 13</li> <li><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</li> <li><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</li> </ul>
<b>Tax-Exempt Entity</b> (Check box, if applicable) <ul style="list-style-type: none"> <li><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</li> </ul>		<b>Nature of Debts</b> (Check one box) <ul style="list-style-type: none"> <li><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."</li> <li><input checked="" type="checkbox"/> Debts are primarily business debts.</li> </ul>

<b>Filing Fee</b> (Check one box) <ul style="list-style-type: none"> <li><input checked="" type="checkbox"/> Full Filing Fee attached</li> <li><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.</li> <li><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.</li> </ul>	<b>Chapter 11 Debtors</b> Check one box: <ul style="list-style-type: none"> <li><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</li> <li><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</li> </ul> Check if: <ul style="list-style-type: none"> <li><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.</li> </ul> Check all applicable boxes: <ul style="list-style-type: none"> <li><input type="checkbox"/> A plan is being filed with this petition.</li> <li><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).</li> </ul>
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**Statistical/Administrative Information**

Debtor estimates that funds will be available for distribution to unsecured creditors.  
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

**Estimated Number of Creditors**

<input type="checkbox"/> 1-49	<input checked="" type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
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**Estimated Assets**

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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**Estimated Liabilities**

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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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>Andover Golf and Country Club, 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):  
**Andover Golf and Country Club, Inc.**

**Signatures**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.  
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Attorney\***

**X** /s/ Tracey N. Wise  
Signature of Attorney for Debtor(s)

Tracey N. Wise  
Printed Name of Attorney for Debtor(s)

Wise DelCotto PLLC  
Firm Name

200 North Upper Street  
Lexington, KY 40507

\_\_\_\_\_  
Address

(859) 231-5800 Fax: (859) 281-1179  
Telephone Number

October 2, 2009  
Date

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

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

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

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

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

\_\_\_\_\_  
Address

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

\_\_\_\_\_  
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.*

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** /s/ Rick McClure  
Signature of Authorized Individual

Rick McClure  
Printed Name of Authorized Individual

President  
Title of Authorized Individual

October 2, 2009  
Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court  
Eastern District of Kentucky**

In re Andover Golf and Country Club, 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>
Harrell's P. O. Box 807 Lakeland, FL 33802	Harrell's P. O. Box 807 Lakeland, FL 33802	Vendor		48,210.06
John Deere Credit Corporation 6400 NW 86th Street Johnston, IA 50131-6601	John Deere Credit Corporation 6400 NW 86th Street Johnston, IA 50131-6601	John Deere equipment		94,833.38  (61,000.00 secured)
Titleist P.O. Box 532402 Atlanta, GA 30353-2402	Titleist P.O. Box 532402 Atlanta, GA 30353-2402	Vendor		30,555.57
Taylor Made P.O. Box 406043 Atlanta, GA 30384-6043	Taylor Made P.O. Box 406043 Atlanta, GA 30384-6043	Vendor		19,641.03
Footjoy P. O. Box 532402 Charlotte, NC 28290-2402	Footjoy P. O. Box 532402 Charlotte, NC 28290-2402	Vendor		15,133.18
Callaway Golf P.O. Box 9002 Carlsbad, CA 92018-9002	Callaway Golf P.O. Box 9002 Carlsbad, CA 92018-9002	Vendor		13,969.17
Polo Ralph Lauren P. O. Box 911371 Dallas, TX 75391	Polo Ralph Lauren P. O. Box 911371 Dallas, TX 75391	Vendor		10,588.41
Textron Financial Services Dept AT 40219 Atlanta, GA 31192-0219	Textron Financial Services Dept AT 40219 Atlanta, GA 31192-0219	Vendor		7,550.00
Farm Plan P.O. Box 4450 Carol Stream, IL 60197-4450	Farm Plan P.O. Box 4450 Carol Stream, IL 60197-4450	Vendor		6,843.37
Greg Norman The CIT Group Commercial Services, Inc. P. O. Box 1036 Charlotte, NC 28201-1036	Greg Norman The CIT Group Commercial Services, Inc. P. O. Box 1036 Charlotte, NC 28201-1036	Vendor		4,122.72
Thomas Pump & Controls P. O. Box 176 Bagdad, KY 40003	Thomas Pump & Controls P. O. Box 176 Bagdad, KY 40003	Vendor		3,450.83

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

In re Andover Golf and Country Club, 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>
Universal Linen Service 1803 Commerce Road Louisville, KY 40208	Universal Linen Service 1803 Commerce Road Louisville, KY 40208	Vendor		3,124.93
Fairway & Greene P. O. Box 73 Brattleboro, VT 05302-0073	Fairway & Greene P. O. Box 73 Brattleboro, VT 05302-0073	Vendor		2,676.04
Cutter & Buck, Inc. P.O. Box 34855 Seattle, WA 98124-1855	Cutter & Buck, Inc. P.O. Box 34855 Seattle, WA 98124-1855	Vendor		2,659.43
Nike USA, Inc. PO Box 847648 Dallas, TX 75284-7648	Nike USA, Inc. PO Box 847648 Dallas, TX 75284-7648	Vendor		2,550.51
Queensgate P O Box 14120 Cincinnati, OH 45250-0120	Queensgate P O Box 14120 Cincinnati, OH 45250-0120	Vendor		2,491.65
Sysco/Louisville Food Service P. O. Box 32470 Louisville, KY 40232	Sysco/Louisville Food Service P. O. Box 32470 Louisville, KY 40232	Vendor		2,448.44
Pepsi-Cola Bottling Company 559 South Forbes Road Lexington, KY 40504	Pepsi-Cola Bottling Company 559 South Forbes Road Lexington, KY 40504	Vendor		2,363.30
Rozzi's Famous Fireworks, Inc. 11605 Lebanon Road P. O. Box 5 Loveland, OH 45140	Rozzi's Famous Fireworks, Inc. 11605 Lebanon Road P. O. Box 5 Loveland, OH 45140	Vendor		2,000.00
Century Equipment 8650 Berk Blvd Hamilton, OH 45015-2204	Century Equipment 8650 Berk Blvd Hamilton, OH 45015-2204	Vendor		1,913.74

**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 October 2, 2009

Signature /s/ Rick McClure  
Rick McClure  
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  
Eastern District of Kentucky**

In re Andover Golf and Country Club, 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>1,100,000.00</b>		
B - Personal Property	<b>Yes</b>	<b>12</b>	<b>495,523.88</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>2</b>		<b>3,663,697.39</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>2</b>		<b>13,054.54</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>13</b>		<b>208,017.18</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>32</b>			
		Total Assets	<b>1,595,523.88</b>		
			Total Liabilities	<b>3,884,769.11</b>	

**United States Bankruptcy Court  
Eastern District of Kentucky**

In re Andover Golf and Country Club, 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 Andover Golf and Country Club, 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
<b>7 tracts of land designated as 3450 - 3452 Todds Road (includes land, buildings golf course, swimming pool, tennis courts) Lexington, KY 40509 (DB 1938/463 and 1938/467) (DB 2065/586) (DB 1553/692 corrected by DB 2075/631)</b>	<b>Fee simple</b>	<b>-</b>	<b>1,100,000.00</b>	<b>3,544,394.31</b>

Sub-Total > **1,100,000.00** (Total of this page)  
 Total > **1,100,000.00**  
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property



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

In re Andover Golf and Country Club, 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		<b>Petty cash</b>	-	<b>575.52</b>
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.		<b>Whitaker Bank checking acct. no. ****4105</b>	-	<b>673.00</b>
		<b>Whitaker Bank - money market acct. no. ****4121</b>	-	<b>0.00</b>
		<b>Chase Bank - checking acct. no. ****2985</b>	-	<b>47,307.50</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.	<b>X</b>			
4. Household goods and furnishings, including audio, video, and computer equipment.	<b>X</b>			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	<b>X</b>			
6. Wearing apparel.	<b>X</b>			
7. Furs and jewelry.	<b>X</b>			
8. Firearms and sports, photographic, and other hobby equipment.	<b>X</b>			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	<b>X</b>			
10. Annuities. Itemize and name each issuer.	<b>X</b>			
Sub-Total >				<b>48,556.02</b>
(Total of this page)				

3 continuation sheets attached to the Schedule of Personal Property

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

In re Andover Golf and Country Club, 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>X</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</b>	-	<b>160,651.38</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>			
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>			
			Sub-Total >	<b>160,651.38</b>
			(Total of this page)	

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

In re Andover Golf and Country Club, 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
22. Patents, copyrights, and other intellectual property. Give particulars.	<b>X</b>			
23. Licenses, franchises, and other general intangibles. Give particulars.		<b>Liquor license</b>	-	<b>1,600.00</b>
		<b>Food service permit</b>	-	<b>Unknown</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>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</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>Golf Course Equipment - see attached list</b>	-	<b>137,650.00</b>
		<b>Clubhouse furnishings - see attached list</b>	-	<b>34,376.33</b>
		<b>Office Equipment - see attached list</b>	-	<b>5,422.00</b>
		<b>Kitchen equipment - see attached list</b>	-	<b>11,411.18</b>
		<b>Food inventory (market)</b>	-	<b>6,648.92</b>
30. Inventory.		<b>Bar inventory (market)</b>	-	<b>11,077.31</b>
		<b>Pro Shop inventory - see attached list</b>	-	<b>48,039.64</b>
		<b>Golf course inventory -see attached list</b>	-	<b>30,090.10</b>
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
Sub-Total >				<b>286,315.48</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 Andover Golf and Country Club, 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>Member list</b>	-	<b>1.00</b>

Sub-Total >	<b>1.00</b>
(Total of this page)	
Total >	<b>495,523.88</b>

(Report also on Summary of Schedules)

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

<b>Creditor</b>	<b>Collateral</b>	<b>Fair Market Value</b>
<b>John Deere</b>	<b>John Deere Tractor with Backhoe Loader</b>	<b>15,000.00</b>
<b>John Deere</b>	<b>John Deere 4520 Tractor</b>	<b>10,000.00</b>
<b>John Deere</b>	<b>John Deere 3245C 4WD Rough Mower</b>	<b>8,000.00</b>
<b>John Deere</b>	<b>Used John Deere 2000 Aercore</b>	<b>8,000.00</b>
<b>John Deere</b>	<b>John Deere 2500E Hybrid Gas Green Mower</b>	<b>6,500.00</b>
<b>John Deere</b>	<b>John Deere 3245C used Fairway Mower</b>	<b>500.00</b>
<b>John Deere</b>	<b>Used John Deere 1200A Bunker Rake</b>	<b>4,000.00</b>
<b>John Deere</b>	<b>Used John Deere Gas Pro Gator w/200 Gallon Sprayer</b>	<b>9,000.00</b>
<b>Leasing One</b>	<b>Trencher</b>	<b>8,000.00</b>
<b>Trinity Capital</b>	<b>Laser Level</b>	<b>2,000.00</b>
	<b>Lastedc 721XR Mower</b>	<b>6,000.00</b>
	<b>BEFCO 303 Spreader</b>	<b>500.00</b>
	<b>Jacobson LF3400 Fairway Mower</b>	<b>5,000.00</b>
	<b>John Deere 2653A Utility Mower</b>	<b>4,000.00</b>
	<b>John Deere 2030 Gator Utility Vehicle</b>	<b>1,000.00</b>
	<b>John Deere HD75 Mower</b>	<b>0.00</b>
	<b>5 Used John Deere Turf Gators</b>	<b>0.00</b>
	<b>6 John Deere 180A Walk Behind Mowers</b>	<b>5,000.00</b>
	<b>3 John Deere 2500 Green Mowers</b>	<b>15,000.00</b>
	<b>John Deere 2020 Pro Gator Utility Vehicle</b>	<b>7,000.00</b>

<b>Creditor</b>	<b>Collateral</b>	<b>Fair Market Value</b>
	<b>John Deere 1200A Bunker Rake</b>	<b>0.00</b>
	<b>2 John Deere HD75 Mowers</b>	<b>0.00</b>
	<b>3 John Deere Trailers</b>	<b>300.00</b>
	<b>Greens Roller</b>	<b>5,000.00</b>
	<b>60" Aerifier</b>	<b>4,000.00</b>
	<b>Trailer</b>	<b>1,500.00</b>
	<b>Verticutter</b>	<b>500.00</b>
	<b>7 Radios</b>	<b>250.00</b>
	<b>Welder</b>	<b>100.00</b>
	<b>Thatching Reel</b>	<b>500.00</b>
	<b>Toro Multi Pro Sprayer</b>	<b>500.00</b>
	<b>Toro Fairway Aerator</b>	<b>0.00</b>
	<b>Front End Loader</b>	<b>0.00</b>
	<b>Ryan Sod Cutter</b>	<b>500.00</b>
	<b>Kubota 4700S Mower</b>	<b>3,000.00</b>
	<b>Toro GR1600 Walk Mower</b>	<b>0.00</b>
	<b>Toro Spray</b>	<b>0.00</b>
	<b>Reel Grinder/Sharpener</b>	<b>7,000.00</b>
	<b>Total</b>	<b>137,650.00</b>

<b>Collateral</b>	<b>Fair Market Value</b>
Carpet & Tile	0.00
Wallpaper, Paint, Etc.	0.00
Frozen Drink Dispenser	75.00
Phone System	772.01
Televisions	221.35
Tables & Chairs/Grill	2,520.28
Boardroom Furniture	985.19
Wood Window Blinds	861.69
Backbar Cooler	596.85
Christmas Lights	371.83
White Wood Chairs	773.35
55" Flat Screen TV	792.67
2 32" Flact Screen TV's	522.65
HVAC Units	6,282.83
Security Cameras	4,341.90
Dining Room Chairs	7,290.00
Fire Supply System Upgrade	0.00
7 Tables	400.00
Water Heater/DR	1,694.81
Ice Machine	1,248.41
7 Smoke Detectors	953.91
New Breaker Panel	742.15
Clothes Dryer	455.90
Beer Cooler	316.61
Security Camera	236.98
Initial Acquisition	0.00
2 Display Cases	0.00
Miscellaneous Equipment	0.00
Booster Chairs	20.00
27" Sony Television	250.00
33 Chairs & 9 Tables	100.00
Alarm System	0.00
Patio Tables & Chairs	1,500.00
Popcorn Popper	50.00
<b>Total</b>	<b>34,376.33</b>

<b>OFFICE EQUIPMENT</b>		
<b>Creditor</b>	<b>Collateral</b>	<b>Fair Market Value</b>
<b>VGM</b>	<b>Jonas Software/Hardware</b>	<b>\$ -</b>
<b>VGM</b>	<b>Computer Equipment</b>	<b>\$ 4,417.00</b>
	<b>Computer System Installation Labor</b>	<b>\$ -</b>
	<b>Computer Equipment</b>	<b>\$ -</b>
	<b>LCD Projector</b>	<b>\$ 250.00</b>
	<b>Office Chair</b>	<b>\$ 10.00</b>
	<b>Initial Acquisition</b>	<b>\$ -</b>
	<b>Miscellaneous Office Furniture</b>	<b>\$ 15.00</b>
	<b>Miscellaneous Office Furniture</b>	<b>\$ 15.00</b>
	<b>Office Chair</b>	<b>\$ 10.00</b>
	<b>Office Desk</b>	<b>\$ 50.00</b>
	<b>Time Clock</b>	<b>\$ 10.00</b>
	<b>Printer, Cables &amp; Miscellanoue</b>	<b>\$ 20.00</b>
	<b>3 3333MHZ Celeron Computers</b>	<b>\$ 100.00</b>
	<b>Fire Proof Safe</b>	<b>\$ 100.00</b>
	<b>500MHZ PII Computer</b>	<b>\$ 250.00</b>
	<b>HP LJ 4050 SE Printer</b>	<b>\$ 100.00</b>
	<b>Office HP Printer</b>	<b>\$ 75.00</b>
	<b>Used Printers, Computers</b>	<b>\$ -</b>
	<b>Total</b>	<b>\$ 5,422.00</b>







Chemicals		Total	
Item	Unit	Count	Liquidation Amount
0-0-22	Bags	0.5	\$ 6.25
46 - 0 - 0	Bags	3	\$ 64.50
Acclaim	Gal	1	\$ 315.00
Aceylpryn	QTS	1	\$ 450.00
All Clear Tank Cleaner	Gal	2.25	\$ 81.00
Anderson 18 - 9 - 18	Bag	0	\$ -
Aqua Max	Gal	1.5	\$ 138.00
Astron	Gal	2.5	\$ 143.75
Banner Maxx	Gal	4.25	\$ 717.19
Banol	Gal	1	\$ 225.50
Barricade	Gal	0	\$ -
Bayer Season Pack	Case	0.25	\$ 3,908.75
Bayleton	Drum	0	\$ -
Bensumec	Case	0	\$ -
Bentgrass Seed	Lbs	0	\$ -
Best Sand - Nitamin	Bags	30	\$ 270.00
Black Onyx	Gal	5	\$ 150.00
Calcium Nitrate - 15-0-0	Bags	7	\$ 105.00
Carbon N	Gal	2.5	\$ 125.00
Cascade	Gal	0	\$ -
Champion 13 - 5 - 0	Bags	5	\$ 87.50
Compass Mini Drum		0	\$ -
Crossbow	Gal	0	\$ -
Cutless	Gal	1.5	\$ 277.50
Daconil	Case	0	\$ -
Dylox	50#	13.5	\$ 290.25
Eximo	Gal	3.5	\$ 140.00
Fairway ISP	Drum	0.5	\$ 309.38
Feromec	Drum	0.3	\$ 60.00
Fertilizer 6-4-6	Bags	2.5	\$ 43.75
Fescue Seed	LBS	0	\$ -
Floriline	case	0	\$ -
Fluid MN MG	Gal	5	\$ 62.50
Harness	Drum	1	\$ 600.00
Headway	Gal	0	\$ -
Herbicide 19 - 3 19	Bag	20	\$ 400.00
Heritage TL	Gal		\$ -
Hydrothol - 190	Gal	1.5	\$ 105.00
Lawntrail	OZ	5	\$ 87.50
Lesco Momentum	Gal	0	\$ -
Lesco Recede	QTS	0	\$ -
Manage	1.3oz	0.5	\$ 27.50
Merit Mini Drum		1	\$ 1,100.00
Migrate-Golden W	Gal	3	\$ 419.99
Natures Safe 12 - 2 - 6	Bags	0	\$ -
Pervade	Bags	2.5	\$ 125.00
Phosphite	Gal	0	\$ -
Pond Lady - Blue Lagoon	Case	0.5	\$ 55.00
Primo	Gal	4	\$ 550.00
Progressive	Gal	2.5	\$ 375.00
Proxy	Case	0	\$ -
Prudent	Gal	5	\$ 125.00
Q4	Gal	1	\$ 62.50
Quick Silver	OZ	16	\$ 150.00
Primo Link-Pak	Gal	0	\$ -
Daconil Ultrex	Bags	44	\$ 1,015.30
Instrada Fungicide	2.5 Gal	0	\$ -

Chemicals		Total	
Item	Unit	Count	Liquidation Amount
Trimmit	2.5 Gal	2	\$ 962.50
3336 Plus	2.5 Gal	2	\$ 230.00
Endorse	Bags	0	\$ -
Reward - 09	Gal	3	\$ 225.00
Dimension - Ultra	8x5oz	0	\$ -
Provaunt	10oz	3	\$ 150.00
Stress Phitter	55Gal	1	\$ 1,342.50
Brilliance	2.5 Gal	8	\$ 930.00
Fleet	30 Gal	1	\$ 1,275.00
Iron Maxx	25	0	\$ -
Harrels Max Salt	2.5GAL	2.2	\$ 220.00
Syringe	55Gal	1	\$ 550.00
Embark	1Gal	12	\$ 330.00
Vessel	55Gal	0.05	\$ 33.84
Greens Grade Fertilizer	Bag	0	\$ -
Copper Sulfate	Bag	0	\$ -
			\$ -
			\$ -
Regal 0 - 15 - 30	Gal	10	\$ 250.00
Regal Choice	Bags	15	\$ 300.00
Regal-Dye Aqua+	Gal	4	\$ 100.00
Revolution	Gal	4	\$ 160.00
Revolver	QTS	1	\$ 115.00
Roots - 0-24	Gal	1	\$ 16.50
Roots - 15 - 3 - 8	Bag	4	\$ 80.00
Roots - Turf Food	Bags	40	\$ 1,300.00
Roots 14-3-5	50#	0	\$ -
Roots 20-2-8	50#	80	\$ 1,400.00
Roots Agriplex	CS	0.5	\$ 43.75
Roots CA Chelate	Case	1	\$ 90.00
Roots II	CS	0	\$ -
Roots KCS	CS	0	\$ -
Roots Lawnplex	CS	0	\$ -
Roots Thatch	CS	0	\$ -
Roots Turf Vizor	CS	0	\$ -
Round Up	Gal	0	\$ -
Ryegrass	LBS	0	\$ -
Scinistar	qt	7	\$ 507.50
Snaws 32 - 0 - 10	Bag	3	\$ 48.00
Signature	5.5 Lbs	7	\$ 358.26
Snapshot	bag	1	\$ 57.50
SOL	QTS	5	\$ 125.00
Subdue Maxx	Gal	8	\$ 2,042.00
Target	Gal	6.6	\$ 132.00
Tartan	Gal	0	\$ -
Tenacity	Gal	1	\$ 375.00
Tracker Dye	2.5 Gal	0	\$ -
Trimec Plus	Gal	5	\$ 95.00
Trimmit	Gal	0.5	\$ 98.05
Turf Fertilizer	Bags	40	\$ 600.00
Turflon	Gal	2.5	\$ 437.50
Velocity	wsb	1	\$ 106.25
Wetting Agent	Gal	2.5	\$ 187.50
X-Pervade	Gal	2.5	\$ -
Zenith Zoysia Seed	LBS	120	\$ 920.40
			\$ -
Oil - Gal		55	
Oil Filters		22	
Hydro Filters		5	
Bedknife		0	
1/4" Tines		144	
Pipe		500	
1333 & 5447	Total Chemi	\$	29,362.65
1333 & 5445	Total Suppl	\$	727.45
	Total Invent	\$	30,090.10

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

In re **Andover Golf and Country Club, 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. <b>4985</b>									
<b>John Deere Credit Corporation</b> <b>6400 NW 86th Street</b> <b>Johnston, IA 50131-6601</b>									
		<b>9/08</b>	<b>capital lease</b>	<b>John Deere equipment</b>					
		Value \$	<b>61,000.00</b>				<b>94,833.38</b>	<b>33,833.38</b>	
Account No. <b>1001</b>									
<b>Leasing One Corporation</b> <b>P O Box 309</b> <b>Frankfort, KY 40602</b>									
		<b>12/04</b>	<b>capital lease</b>	<b>Ditch Witch trencher</b>					
		Value \$	<b>8,000.00</b>				<b>1,377.75</b>	<b>0.00</b>	
Account No. <b>4001</b>									
<b>Trinity Capital Corporation</b> <b>P O Box 515487</b> <b>Los Angeles, CA 90051-6787</b>									
		<b>6/05</b>	<b>capital lease</b>	<b>laser level</b>					
		Value \$	<b>2,000.00</b>				<b>2,911.97</b>	<b>911.97</b>	
Account No. <b>7001</b>									
<b>VGM Financial Services</b> <b>P O Box 78253</b> <b>Milwaukee, WI 53278-0523</b>									
		<b>1/06</b>	<b>capital lease</b>	<b>software and computers</b>					
		Value \$	<b>4,417.00</b>				<b>20,179.98</b>	<b>15,762.98</b>	
Subtotal									
(Total of this page)								<b>119,303.08</b>	<b>50,508.33</b>

1 continuation sheets attached

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

In re Andover Golf and Country Club, 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 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					
Account No. <b>xxxx and 2621</b>		<b>8/13/07</b>						
<b>Whitaker Bank</b> <b>Attn: Ron Rousey</b> <b>2001 Pleasant Ridge Drive</b> <b>Lexington, KY 40509</b>	-	<b>Mortgage (MB 6165/397)</b>  <b>UCC-1 filed with Secretary of State and</b> <b>UCC Fixture Filing Book 54/187</b>						
		Value \$ <b>1,100,000.00</b>					<b>3,544,394.31</b>	<b>2,444,394.31</b>
Account No.		<b>Frank L. Wilford, Esq.</b> <b>Stoll, Keenon &amp; Ogden PLLC</b> <b>300 W. Vine Street, Suite 2100</b> <b>Lexington, KY 40507</b>						
<b>Representing:</b> <b>Whitaker Bank</b>		Value \$						
Account No.								
		Value \$						
Account No.								
		Value \$						
Account No.								
		Value \$						
Subtotal (Total of this page)							<b>3,544,394.31</b>	<b>2,444,394.31</b>
Total (Report on Summary of Schedules)							<b>3,663,697.39</b>	<b>2,494,902.64</b>

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

In re Andover Golf and Country Club, Inc.

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

Debtor

### SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

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

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

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

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

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

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

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

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

**Domestic support obligations**

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

**Extensions of credit in an involuntary case**

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

**Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

**Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

**Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,400\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

**Deposits by individuals**

Claims of individuals up to \$2,425\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

**Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

**Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

**Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (12/07) - Cont.

In re Andover Golf and Country Club, 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>2009</b>					
<b>Fayette Co. Public Schools 701 East Main Street Lexington, KY 40502-1699</b>		-	<b>third quarter taxes</b>					<b>0.00</b>
							<b>931.00</b>	<b>931.00</b>
Account No.			<b>2009</b>					
<b>Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114</b>		-	<b>3rd quarter federal unemployment</b>					<b>0.00</b>
							<b>401.88</b>	<b>401.88</b>
Account No.			<b>2009</b>					
<b>Kentucky Dept. of Revenue Legal Branch - Bankruptcy Section P O Box 5222 Frankfort, KY 40602</b>		-	<b>3rd quarter state withholding and 3rd quarter estimate for unemployment and sales taxes</b>					<b>0.00</b>
							<b>10,000.00</b>	<b>10,000.00</b>
Account No.			<b>2009</b>					
<b>LFUCG - Division of Revenue P O Box 3090 Lexington, KY 40588-3090</b>		-	<b>3rd quarter city taxes</b>					<b>0.00</b>
							<b>1,721.66</b>	<b>1,721.66</b>
Account No.								

Sheet <b>1</b> of <b>1</b> continuation sheets attached to Schedule of Creditors Holding Unsecured Priority Claims	Subtotal (Total of this page)	<b>0.00</b>	<b>13,054.54</b>	<b>13,054.54</b>
	Total (Report on Summary of Schedules)	<b>0.00</b>	<b>13,054.54</b>	<b>13,054.54</b>



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

In re Andover Golf and Country Club, 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	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>7536</b>  <b>Adams Golf LTD</b> <b>Scott Duncan</b> <b>P. O. Box 951897</b> <b>Dallas, TX 75395-1897</b>							<b>948.89</b>
Account No. <b>#xxx0151</b>  <b>Ashworth</b> <b>TaylorMade Golf Company, Inc.</b> <b>File 56431</b> <b>Los Angeles, CA 90074-6431</b>			<b>2009</b> <b>Vendor</b>				<b>528.42</b>
Account No. <b>xxxxx1452</b>  <b>Atlas Pen &amp; Pencil Corp.</b> <b>PO Box 553673</b> <b>Detroit, MI 48255-3673</b>			<b>2009</b> <b>Vendor</b>				<b>256.20</b>
Account No. <b>#xx0255</b>  <b>Bluefin Seafoods</b> <b>617 East Washington Street</b> <b>Louisville, KY 40202</b>			<b>Vendor</b>				<b>980.24</b>
Subtotal (Total of this page)							<b>2,713.75</b>

12 continuation sheets attached

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

In re Andover Golf and Country Club, 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 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>31954</b>  <b>Brandt Consolidated Inc</b> <b>Darrell Pryor</b> <b>2935 South Koke Mill Road</b> <b>Springfield, IL 62711</b>	-	<b>2009</b> <b>Vendor</b>				<b>500.00</b>
Account No.  <b>Buchanan Contracting</b> <b>128 Silver Maple Lane</b> <b>Stanton, KY 40380</b>	-	<b>2009</b> <b>Vendor</b>				<b>1,750.00</b>
Account No. <b>x5014</b>  <b>Burco International, Inc.</b> <b>P. O. Box 3139</b> <b>Ashville, NC 28802</b>	-	<b>2009</b> <b>Vendor</b>				<b>736.62</b>
Account No. <b>AND100</b>  <b>C Worth, Inc</b> <b>1403 Versailles Road</b> <b>Lexington, KY 40504</b>	-	<b>2009</b> <b>Vendor</b>				<b>127.20</b>
Account No. <b>7091</b>  <b>Callaway Golf</b> <b>P.O. Box 9002</b> <b>Carlsbad, CA 92018-9002</b>	-	<b>Vendor</b>				<b>13,969.17</b>
Sheet no. <u>1</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>17,082.99</b>

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

In re Andover Golf and Country Club, 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 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>xx4010</b>  <b>Century Equipment</b> 8650 Berk Blvd Hamilton, OH 45015-2204		-	2009 Vendor			1,913.74
Account No.  <b>Chili Pepper Networks, LLC</b> Alex Tietz 4524 Larkhill Lane Lexington, KY 40509		-	2009 Vendor			381.79
Account No. <b>2ANDOV</b>  <b>Creation Gardens</b> 609 East Main Street Louisville, KY 40202		-	2009 Vendor			1,050.68
Account No. <b>S0140</b>  <b>Critchfield Meats, Inc.</b> 2285 Danforth Drive Lexington, KY 40511		-	2009 Vendor			1,530.54
Account No. <b>xxx0235</b>  <b>Cutter &amp; Buck, Inc.</b> P.O. Box 34855 Seattle, WA 98124-1855		-	2009 Vendor			2,659.43
Sheet no. <u>2</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>7,536.18</b>

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

In re Andover Golf and Country Club, 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 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>KYANDOVERG</b>  <b>Divots Sportswear Co.</b> <b>5903 Peachtree Industrial Blvd</b> <b>Suite A</b> <b>Norcross, GA 30092</b>		-	<b>2009</b> <b>Vendor</b>				<b>876.49</b>	
Account No. <b>48756</b>  <b>E-Z-Go</b> <b>26007 Network Place</b> <b>Chicago, IL 60673-1260</b>		-	<b>2009</b> <b>Vendor</b>				<b>274.16</b>	
Account No. <b>x5727</b>  <b>Fairway &amp; Greene</b> <b>P. O. Box 73</b> <b>Brattleboro, VT 05302-0073</b>		-	<b>2009</b> <b>Vendor</b>				<b>2,676.04</b>	
Account No. <b>xxxxx-x8604</b>  <b>Farm Plan</b> <b>P.O. Box 4450</b> <b>Carol Stream, IL 60197-4450</b>		-	<b>2009</b> <b>Vendor</b>				<b>6,843.37</b>	
Account No.  <b>Floratine Midsouth</b> <b>127 Dishman Lane</b> <b>Suite 1A</b> <b>Bowling Green, KY 42101</b>		-	<b>2008</b> <b>Vendor</b>				<b>1,275.18</b>	
Sheet no. <u>3</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	<b>11,945.24</b>

In re Andover Golf and Country Club, 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 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>#xx3680</b>  <b>Footjoy</b> <b>P. O. Box 532402</b> <b>Charlotte, NC 28290-2402</b>	-	<b>2009</b> <b>Vendor</b>				<b>15,133.18</b>
Account No. <b>xxxxx1284</b>  <b>Gordon Food Service, Inc.</b> <b>Payment Processing Center</b> <b>Dept. CH 10490</b> <b>Palatine, IL 60055-0490</b>	-	<b>2009</b> <b>Vendor</b>				<b>1,284.92</b>
Account No. <b>#xxxxxx3982</b>  <b>Greg Norman</b> <b>The CIT Group Commercial Services,</b> <b>Inc.</b> <b>P. O. Box 1036</b> <b>Charlotte, NC 28201-1036</b>	-	<b>2009</b> <b>Vendor</b>				<b>4,122.72</b>
Account No. <b>ANDCOU</b>  <b>Harrell's</b> <b>P. O. Box 807</b> <b>Lakeland, FL 33802</b>	-	<b>2008</b> <b>Vendor</b>				<b>48,210.06</b>
Account No. <b>30271083583-05</b>  <b>Insight Communications</b> <b>P.O. Box 740273</b> <b>Cincinnati, OH 45274-0273</b>	-	<b>2009</b> <b>Utility services</b>				<b>207.12</b>
Sheet no. <u>4</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>68,958.00</b>

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

In re Andover Golf and Country Club, 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 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>8257</b>  <b>Kentucky American Water</b> <b>P. O. Box 822192</b> <b>Philadelphia, PA 19182-2192</b>		-	<b>2009</b> <b>Utility services</b>			<b>830.03</b>
Account No. <b>#x3035</b>  <b>Kentucky Eagle Beer, Inc.</b> <b>475 Angliana Avenue</b> <b>Lexington, KY 40508</b>		-	<b>2009</b> <b>Vendor</b>			<b>69.60</b>
Account No. <b>#010016</b>  <b>Lexington Coffee &amp; Tea</b> <b>2571 Regency Rd.</b> <b>Lexington, KY 40503</b>		-	<b>2009</b> <b>Vendor</b>			<b>113.00</b>
Account No.  <b>Lexington Trophy Company</b> <b>345 Old Virginia Avenue</b> <b>Lexington, KY 40504</b>		-	<b>2009</b> <b>Vendor</b>			<b>11.66</b>
Account No. <b>015M</b>  <b>Mau Jim USA, Inc.</b> <b>6534 Eagle Way</b> <b>Chicago, IL 60678-1065</b>		-	<b>2009</b> <b>Vendor</b>			<b>91.45</b>
Sheet no. <u>5</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>1,115.74</b>

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

In re Andover Golf and Country Club, 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 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>0196</b>  <b>Midwest Golf &amp; Turf</b> <b>10737 Medallion Drive</b> <b>Suite A</b> <b>Cincinnati, OH 45241</b>			<b>2009</b> <b>Vendor</b>			<b>788.07</b>
Account No. <b>xA4331</b>  <b>Mobile Pro Shop</b> <b>453 Distribution Parkway</b> <b>Suite 1</b> <b>Collierville, TN 38017</b>			<b>2009</b> <b>Vendor</b>			<b>972.68</b>
Account No.  <b>Mongiardo Enterprises LLC</b> <b>3644 Hartland Parkside PL</b> <b>Lexington, KY 40515-1295</b>			<b>2009</b> <b>Vendor</b>			<b>62.45</b>
Account No. <b>122654000</b>  <b>National Golf Finance</b> <b>995 Dalton Avenue</b> <b>Cincinnati, OH 45203</b>			<b>2009</b> <b>Vendor</b>			<b>875.56</b>
Account No. <b>x9581</b>  <b>Nike USA, Inc.</b> <b>PO Box 847648</b> <b>Dallas, TX 75284-7648</b>			<b>2008</b> <b>Vendor</b>			<b>2,550.51</b>
Sheet no. <u>6</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>5,249.27</b>

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

In re Andover Golf and Country Club, 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 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>Oasis Tents &amp; Rentals</b> 718 Main Street Paris, KY 40361			2009 Vendor			209.00
Account No. 0123  <b>Papania's</b> P. O. Box 5234 Lexington, KY 40555			2009 Vendor			100.25
Account No. xx5674  <b>Pepsi-Cola Bottling Company</b> 559 South Forbes Road Lexington, KY 40504			2009 Vendor			2,363.30
Account No. 944  <b>Perkins Security</b> PO Box 54533 Lexington, KY 40555-4533			2009 Vendor			90.00
Account No. x3957  <b>Ping</b> PO Box 52450 Phoenix, AZ 85072-2450			2009 Vendor			543.10
Sheet no. <u>7</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>3,305.65</b>



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

In re Andover Golf and Country Club, 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>xxx6-711</b>  <b>Polo Ralph Lauren</b> <b>P. O. Box 911371</b> <b>Dallas, TX 75391</b>		-	<b>2009</b> <b>Vendor</b>			<b>10,588.41</b>
Account No. <b>Ax0466</b>  <b>ProActive Sports, Inc.</b> <b>1200 S.E. 2nd Avenue</b> <b>Canby, OH 97013</b>		-	<b>2009</b> <b>Vendor</b>			<b>75.43</b>
Account No.  <b>Professional Pool Mgt.</b> <b>3070 Lake Crest Circle</b> <b>Suite 400-133</b> <b>Lexington, KY 40513</b>		-	<b>2009</b> <b>Vendor</b>			<b>252.09</b>
Account No. <b>#x1870</b>  <b>Queensgate</b> <b>P O Box 14120</b> <b>Cincinnati, OH 45250-0120</b>		-	<b>2009</b> <b>Vendor</b>			<b>2,491.65</b>
Account No. <b>2393</b>  <b>Rodgers Decor &amp; More</b> <b>117 Crossfield Drive</b> <b>Versailles, KY 40383</b>		-	<b>2009</b> <b>Vendor</b>			<b>828.00</b>
Sheet no. <u>8</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>14,235.58</b>

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

In re Andover Golf and Country Club, 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 O R	Husband, Wife, Joint, or Community	C O N T I N G 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>Rozzi's Famous Fireworks, Inc.</b> 11605 Lebanon Road P. O. Box 5 Loveland, OH 45140						
		2009 Vendor			2,000.00	
Account No. <b>ANDOV1</b>  <b>Scott Gross</b> 664 Magnolia Avenue Lexington, KY 40505-3789						
		2009 Vendor			45.40	
Account No. <b>#xxx0592</b>  <b>SkyGolf</b> Skyhawk Technologies, LLC 9202 Paysphere Circle Chicago, IL 60674						
		2009 Vendor			872.13	
Account No.  <b>Sod Works, LLC</b> 3000 Georgetown Road Paris, KY 40361						
		2009 Vendor			918.50	
Account No. <b>x0615</b>  <b>Southern Wine &amp; Spirits</b> P.O. Box 991399 Louisville, KY 40269						
		2009 Vendor			461.88	
Sheet no. <u>9</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	<b>4,297.91</b>

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

In re Andover Golf and Country Club, 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 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>xx1350</b>  <b>Sunbelt Rentals</b> <b>PO Box 281961</b> <b>Atlanta, GA 30384-1961</b>		<b>Vendor</b>				<b>430.93</b>	
Account No. <b>#xx6709</b>  <b>Sysco/Louisville Food Service</b> <b>P. O. Box 32470</b> <b>Louisville, KY 40232</b>		<b>2009 Vendor</b>				<b>2,448.44</b>	
Account No. <b>x0508</b>  <b>Tail, Inc.</b> <b>P. O. Box 98</b> <b>Columbus, GA 32891-8839</b>		<b>2009 Vendor</b>				<b>878.18</b>	
Account No. <b>xx6696</b>  <b>Taylor Made</b> <b>P.O. Box 406043</b> <b>Atlanta, GA 30384-6043</b>		<b>2009 Vendor</b>				<b>19,641.03</b>	
Account No.  <b>Texoma Golf, Inc.</b> <b>P. O. Box 1964</b> <b>Pottsboro, TX 75076-1964</b>		<b>2009 Vendor</b>				<b>741.54</b>	
Sheet no. <u>10</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>Subtotal (Total of this page)</b>	<b>24,140.12</b>

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

In re Andover Golf and Country Club, 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 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>30001227001</b>  <b>Textron Financial Services</b> <b>Dept AT 40219</b> <b>Atlanta, GA 31192-0219</b>	-		<b>8/27/2009</b> <b>Vendor</b>				<b>7,550.00</b>
Account No.  <b>Thomas Pump &amp; Controls</b> <b>P. O. Box 176</b> <b>Bagdad, KY 40003</b>	-		<b>2009</b> <b>Vendor</b>				<b>3,450.83</b>
Account No. <b>#xx3680</b>  <b>Titleist</b> <b>P.O. Box 532402</b> <b>Atlanta, GA 30353-2402</b>	-		<b>2009</b> <b>Vendor</b>				<b>30,555.57</b>
Account No.  <b>Tri-Tech Pressure Washing</b> <b>120 Rivers Edge Way</b> <b>Lancaster, KY 40444</b>	-		<b>2009</b> <b>Vendor</b>				<b>334.00</b>
Account No. <b>#xxxx9797</b>  <b>U.S. Foodservice</b> <b>Box 98761</b> <b>Chicago, IL 60693-8761</b>	-		<b>2009</b> <b>Vendor</b>				<b>1,358.62</b>
Sheet no. <u>11</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	<b>43,249.02</b>

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

In re Andover Golf and Country Club, 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 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>0143</b>  <b>U.S. Kids Golf</b> <b>P O Box 105334</b> <b>Atlanta, GA 30321-5334</b>		<b>2009</b> <b>Vendor</b>	-			<b>860.37</b>	
Account No. <b>A687W8</b>  <b>United Parcel Service</b> <b>Lockbox 577</b> <b>Carol Stream, IL 60132-0577</b>		<b>2009</b> <b>Vendor</b>	-			<b>16.17</b>	
Account No. <b>xx2848</b>  <b>Universal Linen Service</b> <b>1803 Commerce Road</b> <b>Louisville, KY 40208</b>		<b>2009</b> <b>Vendor</b>	-			<b>3,124.93</b>	
Account No. <b>xx0382</b>  <b>Wasserstrom Company</b> <b>477 S Front Street</b> <b>Columbus, OH 43215</b>		<b>2009</b> <b>Vendor</b>	-			<b>186.26</b>	
Account No.							
Sheet no. <u>12</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	<b>4,187.73</b>
						Total (Report on Summary of Schedules)	<b>208,017.18</b>

In re Andover Golf and Country Club, 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>CSI USA Distribution, Inc.</b> 45 Vogel Road, Suite 500 Richmond Hill, Ontario L4B 3P6 CANADA	<b>Jonas contract - Software Lease Agreement dated 8/29/06</b> c/o Gary Jonas Computing Ltd.
<b>IKON Financial Services</b> 1738 Bass Road Macon, GA 31210	<b>3/11/06 Lease #1849807 for Richo Aficio 3228C Bundle Machine of copy, scanner, and fax; Terms: 60 months, Payment: \$244.86</b>
<b>National City Golf Finance</b> Attn: Lease Servicing P. O. Box 931034 Cleveland, OH 44193	<b>8/24/09 - Lease #122654000 for 2 EZ Go ST Sport 2 utility vehicles used by golf maintenance crew- 60 month lease, \$875/month</b>
<b>NuVox</b> Two North Main Street Greenville, SC 29601	<b>Phone service contract dated 5/6/09</b>
<b>Pepsi-Cola Bottling Company</b> 559 South Forbes Road Lexington, KY 40504	<b>Fountain and vending agreement for non-alcoholic beverages</b>
<b>Textron Financials</b> Dept. AT40209 Atlanta, GA 31192-0219	<b>5/15/07 Lease #1002865 of 50 E-Z Go golf carts; Terms: 6 years, Payment: \$7550.00/mo May thru October</b>
<b>Universal Linen Service</b> 1803 Commerce Road Louisville, KY 40208	<b>rental agreement for linens - acct. no. 202560</b>

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

In re Andover Golf and Country Club, 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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\_\_\_\_\_ continuation sheets attached to Schedule of Codebtors

**United States Bankruptcy Court  
Eastern District of Kentucky**

In re Andover Golf and Country Club, 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 34 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date October 2, 2009

Signature /s/ Rick McClure  
**Rick McClure**  
**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  
Eastern District of Kentucky**

In re Andover Golf and Country Club, Inc.

Debtor(s)

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

Chapter 11

**BUSINESS INCOME AND EXPENSES**

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

**PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:**

1. Gross Income For 12 Months Prior to Filing: \$ 2,508,000.00

**PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:**

2. Gross Monthly Income \$ 155,525.00

**PART C - ESTIMATED FUTURE MONTHLY EXPENSES:**

3. Net Employee Payroll (Other Than Debtor) \$ 58,000.00

4. Payroll Taxes 20,000.00

5. Unemployment Taxes 2,800.00

6. Worker's Compensation 1,620.00

7. Other Taxes 5,000.00

8. Inventory Purchases (Including raw materials) 17,000.00

9. Purchase of Feed/Fertilizer/Seed/Spray 0.00

10. Rent (Other than debtor's principal residence) 0.00

11. Utilities 9,500.00

12. Office Expenses and Supplies 0.00

13. Repairs and Maintenance 0.00

14. Vehicle Expenses 0.00

15. Travel and Entertainment 0.00

16. Equipment Rental and Leases 10,500.00

17. Legal/Accounting/Other Professional Fees 0.00

18. Insurance 0.00

19. Employee Benefits (e.g., pension, medical, etc.) 0.00

20. Payments to Be Made Directly By Debtor to Secured Creditors For Pre-Petition Business Debts (Specify):

DESCRIPTION	TOTAL
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21. Other (Specify):

DESCRIPTION	TOTAL
<b>Bank debt/adequate protection</b>	<b>6,667.00</b>
<b>Trade Debt</b>	<b>7,000.00</b>
<b>Property Tax Bill for 3 months</b>	<b>15,000.00</b>
<b>UST Fees - prorated</b>	<b>325.00</b>

22. Total Monthly Expenses (Add items 3-21) \$ 153,412.00

**PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:**

23. AVERAGE NET MONTHLY INCOME (Subtract item 22 from item 2) \$ 2,113.00

B7 (Official Form 7) (12/07)

**United States Bankruptcy Court  
Eastern District of Kentucky**

In re Andover Golf and Country Club, 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. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, 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).

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."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

*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. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

*"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. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
<b>\$1,839,346.00</b>	<b>2009 gross income year to date</b>
<b>\$2,870,403.00</b>	<b>2008</b>
<b>\$2,691,808.00</b>	<b>2007</b>

**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. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT SOURCE

**3. Payments to creditors**

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

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

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

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
<b>Bluegrass Family Health P. O. Box 21973 Lexington, KY 40522-1970</b>	<b>6/09 to 9/09</b>	<b>\$11,363.53</b>	<b>\$0.00</b>
<b>Creation Gardens 609 East Main Street Louisville, KY 40202</b>	<b>6/09 to 9/09</b>	<b>\$3,221.65</b>	<b>\$1,050.68</b>
<b>Critchfield Meats, Inc. 2285 Danforth Drive Lexington, KY 40511</b>	<b>6/09 to 9/09</b>	<b>\$5,059.93</b>	<b>\$1,530.54</b>
<b>Gordon Food Service, Inc. Payment Processing Center Dept. CH 10490 Palatine, IL 60055-0490</b>	<b>6/09 to 9/09</b>	<b>\$5,495.62</b>	<b>\$1,284.92</b>
<b>Hamilton Enterprise, Inc. 1029 Paris Pike Georgetown, KY 40324</b>	<b>6/09 to 9/09</b>	<b>\$8,439.50</b>	<b>\$0.00</b>
<b>John Deere Credit Corporation 6400 NW 86th Street Johnston, IA 50131-6601</b>	<b>6/09 to 9/09</b>	<b>\$8,636.11</b>	<b>\$94,833.38</b>
<b>Kentucky Dept. of Revenue Frankfort, KY 40320-0004</b>	<b>6/09 to 9/09</b>	<b>\$21,221.05</b>	<b>\$10,000.00</b>
<b>Kentucky Employers Mutual Insurance P. O. Box 12500 Lexington, KY 40583-2500</b>	<b>6/09 to 9/09</b>	<b>\$5,223.04</b>	<b>\$0.00</b>

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Kentucky American Water P. O. Box 822192 Philadelphia, PA 19182-2192	6/09 to 9/09	\$9,654.33	\$830.03
Kentucky Eagle Beer, Inc. 475 Angliana Avenue Lexington, KY 40508	6/09 to 9/09	\$4,725.00	\$69.60
Kentucky Utilities Company P. O. Box 536200 Atlanta, GA 30353-6200	6/09 to 9/09	\$17,419.02	\$0.00
Kentucky State Treasurer Frankfort, KY 40620-0003	6/09 to 9/09	\$16,986.40	\$0.00
LFUCG - Division of Revenue Lexington, KY 40505	6/09 to 9/09	\$7,240.61	\$1,721.66
Professional Pool Management 3070 Lake Crest Circle, Suite 400-133 Lexington, KY 40513	6/09 to 9/09	\$10,803.49	\$252.09
Southern Wine & Spirits P.O. Box 991399 Louisville, KY 40269	6/09 to 9/09	\$3,782.50	\$461.88
Sysco/Louisville Food Service P. O. Box 32470 Louisville, KY 40232	6/09 to 9/09	\$12,622.50	\$2,448.44
Textron Financial Services Dept AT 40219 Atlanta, GA 31192-0219	6/09 to 9/09	\$15,100.00	\$7,550.00
U.S. Foodservice Box 98761 Chicago, IL 60693-8761	6/09 to 9/09	\$8,161.97	\$1,358.62
Whitaker Bank 2001 Pleasant Ridge Drive Lexington, KY 40509	6/09 to 9/09	\$37,410.08	\$3,544,394.31

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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**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
Diablo Driver Neutral 10 degree Light Flex - \$210.00	Theft from bag room - claim submitted to insurance company for \$1,800.00 - received approximately \$1,300.00	05/25/09
FT 4 Wood Light Flex - \$170.00		
FT 5 Wood Light Flex - \$170.00		
Diablo 7 Wood Light Flex - \$140.00		
FT 5 Hybrid Light Flex - \$140.00		
FT Irons 6-PW, AW, LW - \$840.00		
X Forged Wedge 56 degree - \$78.00		
Odyssey White Steel Rossie - \$85.00		
Warbird Stand Bag Black & Orange - \$75.00		
Black & Orange Headcover Set - \$35.00		
TaylorMade Burner Tp Driver - \$290.00		
Titleist 909 F2 3 Wood - \$135.00		

**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
Wise DeICotto PLLC 200 North Upper Street Lexington, KY 40507	04/22/09	\$ 1,000.00
	07/29/09	\$ 832.00
	08/31/09	\$ 35.00
	10/2/09	\$18,000.00
	09/09/09	\$30,000.00

**10. Other transfers**

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

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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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 <b>Carolyn Evans</b> <b>3450 Todds Road</b> <b>Lexington, KY 40509</b>  <b>Susan "Lynn" Lovell</b> <b>P. O. Box 1037</b> <b>Burnsville, NC 28714</b>	DATES SERVICES RENDERED <b>01/2008 thru present</b>  <b>07/2007 thru 01/2008</b>
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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 <b>Mike Mills</b>	ADDRESS <b>Addington &amp; Mills</b> <b>3292 Eagle View Lane, Suite 340</b> <b>Lexington, KY 40509</b>	DATES SERVICES RENDERED <b>Annual audits</b>
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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 <b>Andover Golf and Country Club</b>	ADDRESS <b>3450 Todds Road</b> <b>Lexington, KY 40509</b>
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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 <b>Whitaker Bank</b>	DATE ISSUED <b>Debtor has provided annual financial statements and has also provided additional ones in 2009</b>
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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)
<b>Food Inventories - 07/31/09 and 08/31/09</b>	<b>Mike Carter &amp; Vladimir Silverio</b>	<b>\$16,276.88</b> <b>\$15,894.34</b>
<b>Bar Inventories - 07/31/09 and 08/31/09</b>	<b>Mike Carter &amp; Teresa Wyrick</b>	<b>\$10,812.23</b> <b>\$11,077.31</b>
<b>Proshop Inventories - 07/31/09 and 08/31/09</b>	<b>Shaun Poe, Gary Vanderoef &amp; Lyndon Bystrom</b>	<b>\$96,277.34</b> <b>\$96,023.94</b>

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
<b>Food Inventories - 07/31/09 and 08/31/09</b>	<b>Andover Golf and Country Club 3450 Todds Road Lexington, KY 40509</b>
<b>Bar Inventories - 07/31/09 and 08/31/09</b>	<b>Andover Golf and Country Club 3450 Todds Road Lexington, KY 40509</b>
<b>Proshop Inventories - 07/31/09 and 08/31/09</b>	<b>Andover Golf and Country Club 3450 Todds Road Lexington, KY 40509</b>

**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
None <input checked="" type="checkbox"/>	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 <input type="checkbox"/>	b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within <b>one year</b> immediately preceding the commencement of this case.	

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
<b>Bill Tiller</b>	<b>Director</b>	<b>12/31/08</b>
<b>Dr. Mike Piascik</b>	<b>Director</b>	<b>12/31/08</b>

**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
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**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)
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**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 October 2, 2009

Signature /s/ Rick McClure  
**Rick McClure**  
**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*

In re **Andover Golf & Country Club, 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:

For legal services, I have agreed to accept.....	\$	<u><b>hourly rate for services rendered</b></u>
Prior to the filing of this statement I have received.....	\$	<u><b>49,867.00</b></u>
Balance Due.....	\$	<u><b>to be determined</b></u>

2. The source of the compensation paid to me was:

Debtor       Other (specify):

3. The source of compensation to be paid to me is:

Debtor       Other (specify):

4.  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.

5. 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]

**All chapter 11 general services**

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

**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: 10/2/09

**/s/ Tracey N. Wise**  
**Tracey N. Wise**  
**Wise DelCotto PLLC**  
**200 North Upper Street**  
**Lexington, KY 40507**  
**(859) 231-5800 Fax: (859) 281-1179**

**United States Bankruptcy Court  
Eastern District of Kentucky**

In re **Andover Golf & Country Club, Inc.**

Debtor(s)

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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**Member owned\***

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

I, the **President** of the Country Club 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 **October 2, 2009**

Signature **/s/ Rick McClure**

**Rick McClure, President**

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.*

\* The Debtor is a Kentucky non-stock, not-for-profit corporation that is deemed to be owned by its members.

**United States Bankruptcy Court  
Eastern District of Kentucky**

In re **Andover Golf and Country Club, 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 **Andover Golf and Country Club, 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*]

**October 2, 2009**

Date

**/s/ Tracey N. Wise**

**Tracey N. Wise**

Signature of Attorney or Litigant

Counsel for **Andover Golf and Country Club, Inc.**

**Wise DelCotto PLLC**

**200 North Upper Street**

**Lexington, KY 40507**

**(859) 231-5800 Fax:(859) 281-1179**

**United States Bankruptcy Court  
Eastern District of Kentucky**

In re **Andover Golf and Country Club, Inc.**

Debtor(s)

Case No.

Chapter **11**

**VERIFICATION OF MAILING LIST MATRIX**

I, the President of the corporation named as the petitioner(s) in the above-styled bankruptcy action, declare under penalty of perjury that the attached mailing list matrix of creditors and other parties in interest consisting of **8** page(s) is true and correct and complete, to the best of my (our) knowledge.

Date: **October 2, 2009**

**/s/ Rick McClure**

**Rick McClure/President**

Signer/Title

I, **Tracey N. Wise**, counsel for the petitioner(s) in the above-styled bankruptcy action, declare that the attached Master Address List consisting of **8** page(s) has been verified by comparison to Schedules D through H to be complete, to the best of my knowledge. I further declare that the attached Master Address List can be relied upon by the Clerk of Court to provide notice to all creditors and parties in interest as related to me by the debtor(s) in the above-styled bankruptcy action until such time as any amendments may be made.

Date: **October 2, 2009**

**/s/ Tracey N. Wise**

Signature of Attorney

**Tracey N. Wise**

**Wise DelCotto PLLC**

**200 North Upper Street**

**Lexington, KY 40507**

**(859) 231-5800 Fax: (859) 281-1179**

Adams Golf LTD  
Scott Duncan  
P. O. Box 951897  
Dallas TX 75395-1897

Ashworth  
TaylorMade Golf Company, Inc.  
File 56431  
Los Angeles CA 90074-6431

Atlas Pen & Pencil Corp.  
PO Box 553673  
Detroit MI 48255-3673

Bluefin Seafoods  
617 East Washington Street  
Louisville KY 40202

Brandt Consolidated Inc  
Darrell Pryor  
2935 South Koke Mill Road  
Springfield IL 62711

Buchanan Contracting  
128 Silver Maple Lane  
Stanton KY 40380

Burco International, Inc.  
P. O. Box 3139  
Ashville NC 28802

C Worth, Inc  
1403 Versailles Road  
Lexington KY 40504

Callaway Golf  
P.O. Box 9002  
Carlsbad CA 92018-9002

Century Equipment  
8650 Berk Blvd  
Hamilton OH 45015-2204



Chili Pepper Networks, LLC  
Alex Tietz  
4524 Larkhill Lane  
Lexington KY 40509

Creation Gardens  
609 East Main Street  
Louisville KY 40202

Critchfield Meats, Inc.  
2285 Danforth Drive  
Lexington KY 40511

CSI USA Distribution, Inc.  
45 Vogel Road, Suite 500  
Richmond Hill, Ontario L4B 3P6  
CANADA

Cutter & Buck, Inc.  
P.O. Box 34855  
Seattle WA 98124-1855

Divots Sportswear Co.  
5903 Peachtree Industrial Blvd  
Suite A  
Norcross GA 30092

E-Z-Go  
26007 Network Place  
Chicago IL 60673-1260

Fairway & Greene  
P. O. Box 73  
Brattleboro VT 05302-0073

Farm Plan  
P.O. Box 4450  
Carol Stream IL 60197-4450

Fayette Co. Public Schools  
701 East Main Street  
Lexington KY 40502-1699

Floratine Midsouth  
127 Dishman Lane  
Suite 1A  
Bowling Green KY 42101

Footjoy  
P. O. Box 532402  
Charlotte NC 28290-2402

Frank L. Wilford, Esq.  
Stoll, Keenon & Ogden PLLC  
300 W. Vine Street, Suite 2100  
Lexington KY 40507

Gordon Food Service, Inc.  
Payment Processing Center  
Dept. CH 10490  
Palatine IL 60055-0490

Greg Norman  
The CIT Group Commercial Services, Inc.  
P. O. Box 1036  
Charlotte NC 28201-1036

Harrell's  
P. O. Box 807  
Lakeland FL 33802

IKON Financial Services  
1738 Bass Road  
Macon GA 31210

Insight Communications  
P.O. Box 740273  
Cincinnati OH 45274-0273

Internal Revenue Service  
P.O. Box 21126  
Philadelphia PA 19114

John Deere Credit Corporation  
6400 NW 86th Street  
Johnston IA 50131-6601

Kentucky American Water  
P. O. Box 822192  
Philadelphia PA 19182-2192

Kentucky Dept. of Revenue  
Legal Branch - Bankruptcy Section  
P O Box 5222  
Frankfort KY 40602

Kentucky Eagle Beer, Inc.  
475 Angliana Avenue  
Lexington KY 40508

Leasing One Corporation  
P O Box 309  
Frankfort KY 40602

Lexington Coffee & Tea  
2571 Regency Rd.  
Lexington KY 40503

Lexington Trophy Company  
345 Old Virginia Avenue  
Lexington KY 40504

LFUCG - Division of Revenue  
P O Box 3090  
Lexington KY 40588-3090

Maui Jim USA, Inc.  
6534 Eagle Way  
Chicago IL 60678-1065

Midwest Golf & Turf  
10737 Medallion Drive  
Suite A  
Cincinnati OH 45241

Mobile Pro Shop  
453 Distribution Parkway  
Suite 1  
Collierville TN 38017

Mongiardo Enterprises LLC  
3644 Hartland Parkside PL  
Lexington KY 40515-1295

National City Golf Finance  
Attn: Lease Servicing  
P. O. Box 931034  
Cleveland OH 44193

National Golf Finance  
995 Dalton Avenue  
Cincinnati OH 45203

Nike USA, Inc.  
PO Box 847648  
Dallas TX 75284-7648

NuVox  
Two North Main Street  
Greenville SC 29601

Oasis Tents & Rentals  
718 Main Street  
Paris KY 40361

Papania's  
P. O. Box 5234  
Lexington KY 40555

Pepsi-Cola Bottling Company  
559 South Forbes Road  
Lexington KY 40504

Perkins Security  
PO Box 54533  
Lexington KY 40555-4533

Ping  
PO Box 52450  
Phoenix AZ 85072-2450

Polo Ralph Lauren  
P. O. Box 911371  
Dallas TX 75391

ProActive Sports, Inc.  
1200 S.E. 2nd Avenue  
Canby OH 97013

Professional Pool Mgt.  
3070 Lake Crest Circle  
Suite 400-133  
Lexington KY 40513

Queensgate  
P O Box 14120  
Cincinnati OH 45250-0120

Rodgers Decor & More  
117 Crossfield Drive  
Versailles KY 40383

Rozzi's Famous Fireworks, Inc.  
11605 Lebanon Road  
P. O. Box 5  
Loveland OH 45140

Scott Gross  
664 Magnolia Avenue  
Lexington KY 40505-3789

SkyGolf  
Skyhawke Technologies, LLC  
9202 Paysphere Circle  
Chicago IL 60674

Sod Works, LLC  
3000 Georgetown Road  
Paris KY 40361

Southern Wine & Spirits  
P.O. Box 991399  
Louisville KY 40269

Sunbelt Rentals  
PO Box 281961  
Atlanta GA 30384-1961

Sysco/Louisville Food Service  
P. O. Box 32470  
Louisville KY 40232

Tail, Inc.  
P. O. Box 98  
Columbus GA 32891-8839

Taylor Made  
P.O. Box 406043  
Atlanta GA 30384-6043

Texoma Golf, Inc.  
P. O. Box 1964  
Pottsboro TX 75076-1964

Textron Financial Services  
Dept AT 40219  
Atlanta GA 31192-0219

Textron Financials  
Dept. AT40209  
Atlanta GA 31192-0219

Thomas Pump & Controls  
P. O. Box 176  
Bagdad KY 40003

Titleist  
P.O. Box 532402  
Atlanta GA 30353-2402

Tri-Tech Pressure Washing  
120 Rivers Edge Way  
Lancaster KY 40444

Trinity Capital Corporation  
P O Box 515487  
Los Angeles CA 90051-6787

U.S. Foodservice  
Box 98761  
Chicago IL 60693-8761

U.S. Kids Golf  
P O Box 105334  
Atlanta GA 30321-5334

United Parcel Service  
Lockbox 577  
Carol Stream IL 60132-0577

Universal Linen Service  
1803 Commerce Road  
Louisville KY 40208

VGM Financial Services  
P O Box 78253  
Milwaukee WI 53278-0523

Wasserstrom Company  
477 S Front Street  
Columbus OH 43215

Whitaker Bank  
Attn: Ron Rousey  
2001 Pleasant Ridge Drive  
Lexington KY 40509