

United States Bankruptcy Court Eastern District of Kentucky Page 1 of 11

Voluntary Petition

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| Name of Debtor (if individual, enter Last, First, Middle): Brooklane Estates, LLC | Name of Joint Debtor (Spouse) (Last, First, Middle): EASTERN DISTRICT OF KENTUCKY |
| 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): FILED AT 2 O'CLOCK & 45 MIN 2 M SEP 28 2010 |
| Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all): xx-xxx4938 | Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all): SEP 28 2010 |
| Street Address of Debtor (No. & Street, City, and State): 1136 Delaplain Rd Georgetown, Ky. | Street Address of Joint Debtor (No. & Street, City, and State): AT LEXINGTON U.S. BANKRUPTCY COURT |
| ZIP CODE 40324 | ZIP CODE |
| County of Residence or of the Principal Place of Business: Scott | County of Residence or of the Principal Place of Business: |
| Mailing Address of Debtor (if different from street address): | Mailing Address of Joint Debtor (if different from street address): |
| ZIP CODE | ZIP CODE |
| Location of Principal Assets of Business Debtor (if different from street address above): | ZIP CODE |

| | | |
|---|---|---|
| Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) _____ | Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.) | Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts. |
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| Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b) See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. | Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). |
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| Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. | THIS SPACE IS FOR COURT USE ONLY |
| Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000 | |
| Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1 million to \$10 million <input type="checkbox"/> \$10 million to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion | |
| Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1 million to \$10 million <input type="checkbox"/> \$10 million 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 | |

10-53072 tnw

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|---|---|--|--|
| Voluntary Petition <i>(This page must be completed and filed in every case)</i> | | Document Page 2 of 11 Name of Debtor(s): Brooklane Estates, LLC | |
| All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.) | | | |
| Location Where Filed: NONE | Case Number: | Date Filed: | |
| Location Where Filed: | Case Number: | Date Filed: | |
| Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet) | | | |
| Name of Debtor: NONE | Case Number: | Date Filed: | |
| District: | Relationship: | Judge: | |
| <p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p> | <p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p style="text-align: center;"><input checked="" type="checkbox"/> Not Applicable</p> <p style="text-align: center;">Signature of Attorney for Debtor(s) _____ Date _____</p> | | |
| Exhibit C | | | |
| Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? | | | |
| <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. | | | |
| <input checked="" type="checkbox"/> 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.) | | | |
| <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. | | | |
| If this is a joint petition: | | | |
| <input type="checkbox"/> 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) | | | |
| <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. | | | |
| <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. | | | |
| <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. | | | |
| Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.) | | | |
| <input type="checkbox"/> 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) | | | |
| <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and | | | |
| <input type="checkbox"/> 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. | | | |
| <input type="checkbox"/> 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)

Document

Page 3 of 11
Name of Debtor(s)
Brooklane Estates, LLC

Signatures

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

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

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

Not Applicable

Signature of Debtor

Not Applicable

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 § 1515 of title 11 are attached.

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

Not Applicable

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Attorney

Signature of Attorney for Debtor(s)

Fred E. Fugazzi Bar No. 23790

Printed Name of Attorney for Debtor(s) / Bar No.

Bowles Rice McDavid Graff & Love LLP

Firm Name

333 West Vine Street, Suite 1700 Lexington, Kentucky 40507

Address

859-252-2202

859-259-2927

Telephone Number

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 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.

Not Applicable

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

Not Applicable

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

Mary Scarborough

Signature of Authorized Individual

MARY SCARBOROUGH

Printed Name of Authorized Individual

Partner

Title of Authorized Individual

9/28/10

Date

United States Bankruptcy Court

Eastern District of Kentucky

In re:

Case No. _____
Chapter **11**

Brooklane Estates, LLC

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, , declare under penalty of perjury that I am the of Brooklane Estates, LLC, a Corporation and that on the following resolution was duly adopted by the of this Corporation:

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

Be It Therefore Resolved, that , of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be It Further Resolved, that , of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

Be It Further Resolved, that , of this Corporation, is authorized and directed to employ Fred E. Fugazzi, attorney and the law firm of Bowles Rice McDavid Graff & Love LLP to represent the Corporation in such bankruptcy case."

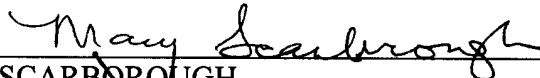
Executed on: 9/28/10

Signed: ① Mary Scarborough
② Elaine J. Wisley
③ Ray Deaton

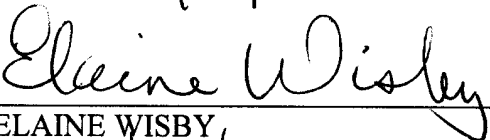
RESOLUTION

The undersigned, being all of the members of Brooklane Estates, LLC, hereby acknowledge, by resolution, that they have voted to place the LLC in a Chapter 11 bankruptcy and all members entitled to vote for the same have placed their signatures on this Resolution.

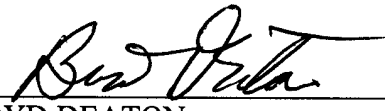
The members further designate Mary Scarborough to be the representative of the Debtor to perform all acts required to be performed under Title 11 of the United States Code.



MARY SCARBOROUGH
Date: 9/28/10



ELAINE WISBY
Date: 9/28/10



BOYD DEATON
Date: 9-28-10

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF KENTUCKY
LEXINGTON DIVISION

IN RE:

CHAPTER 11

BROOKLANE ESTATES, LLC

CASE NO.10-_____

DEBTOR

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

| Creditor's Name & Address | Amount of Claim |
|---|------------------------|
| Hayes Pipe Supply P. O. Box 101580 Nashville, TN 37224 | Unknown |
| LE Gregg & Assoc & Greg Laboratories 446 E. High Street Lexington, KY 40507 | Unknown |
| Martin Pipeline Inspection P. O. Box 5345 Paris, KY 40361 | Unknown |
| Ponders Excavating LLC 3795 Wilson Ridge Rd. Liberty, KY 42539 | Unknown |
| Potter & Company, LLP 301 E. Main Street Lexington, KY 40507 | Unknown |
| Southern States Co-op 1141 Paris Road Georgetown, KY 40324 | Unknown |
| Thoroughbred Engineering, Inc 110 East Main Street Georgetown, KY 40324 | Unknown |
| Whayne Supply Dept. 8326 Carol Stream, IL 60122 | Unknown |

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

I, Mary Scarborough, Member of the LLC 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.

This 28 day of September, 2010.



MARY SCARBOROUGH, MEMBER

IN RE:

CASE NO. _____

Brooklane Estates, LLC

DEBTOR(S)

VERIFICATION OF MAILING LIST MATRIX

I, Brooklane Estates, LLC, 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 2 pages is true and correct and complete, to the best of
my (our) knowledge.

DATED: 9/28/10

Brooklane Estates LLC by:

DEBTOR Mary Scarborough

I, Fred E. Fugazzi, counsel for the petitioner(s) in the above-styled
bankruptcy action, declare that the attached mailing list matrix consisting of 2 pages
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 mailing list matrix 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.

DATED: 9/28/10

Fred E. Fugazzi
COUNSEL FOR DEBTOR(S)

(Fred E. Fugazzi)

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF KENTUCKY
LEXINGTON DIVISION

IN RE:

CHAPTER 11

BROOKLANE ESTATES, LLC

CASE NO.10-_____

DEBTOR

CERTIFICATION

The undersigned certifies under penalty of perjury that the list of creditors is true and accurate to the best of her knowledge and belief as being a complete list of the creditors of the Debtor.

This 28 day of September, 2010.



MARY SCARBOROUGH, MEMBER

Hayes Pipe Supply
PO 101580
Nashville, Tn 37224

LE Gregg & Assoc & Gregg Laboratories
446 E. High St
Lexington, Ky. 40507

Martin Pipeline Inspection
PO 5345
Paris, Ky. 40361

Nally and Gibson, LLC
dba Hamilton Hinkle Paving
340 Main Street
Paris, Ky. 40361

Ponders Excavating LLC
3795 Wilson Ridge Rd
Liberty, Ky. 42539

Potter & Co. LLP
301 E. Main St. 100
Lexington, Ky. 40507

Southern States Co op
1141 Paris Rd.
Georgetown, Ky. 40324

Tax Ease Lien Servicing, LLC
c/o Virginia Lawson
3306 Clays Mill Rd.
Lexington, Ky. 40503

Thoroughbred Engineering Inc
110 E, Main St.
Georgetown, Ky. 40324

Document Page 11 of 11

United Bank and Trust Company
c/o Daniel Hitchcock, Esq.
250 W. Main Street
Lexington, Ky. 40507

Whayne Supply Co.
Dept. 8326
Carol Stream, Il 60122