

Fill in this information to identify your case:

United States Bankruptcy Court for the:

EASTERN DISTRICT OF KENTUCKY

Case number (if known) Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name Lexel Imaging Systems, Inc.

2. All other names debtor used in the last 8 years FDBA Phosphor Solutions FDBA Equipment Time

3. Debtor's federal Employer Identification Number (EIN) 95-2557445

4. Debtor's address Principal place of business Mailing address, if different from principal place of business 1500 Bull Lea Road Suite 150 Lexington, KY 40511 Fayette

5. Debtor's website (URL) WWW.Lexelimaging.com

6. Type of debtor Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) Partnership (excluding LLP) Other. Specify:

Debtor Lexel Imaging Systems, Inc.  
Name

Case number (if known) \_\_\_\_\_

**7. Describe debtor's business**

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

\_\_\_\_\_

**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- No.
- Yes.

If more than 2 cases, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor \_\_\_\_\_ Relationship \_\_\_\_\_

District \_\_\_\_\_ When \_\_\_\_\_ Case number, if known \_\_\_\_\_

Debtor Lexel Imaging Systems, Inc. Case number (if known) \_\_\_\_\_  
Name

11. Why is the case filed in this district? *Check all that apply:*

Debtor has had its domicile, 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.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** *(Check all that apply.)*

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_  
 Number, Street, City, State & ZIP Code

**Is the property insured?**

No

Yes. Insurance agency \_\_\_\_\_  
 Contact name \_\_\_\_\_  
 Phone \_\_\_\_\_

**Statistical and administrative information**

13. Debtor's estimation of available funds *Check one:*

Funds will be available for distribution to unsecured creditors.

After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input checked="" type="checkbox"/> 50-99	<input type="checkbox"/> 5001-10,000	<input type="checkbox"/> 50,001-100,000
<input type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input type="checkbox"/> 200-999		

15. Estimated Assets

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

16. Estimated liabilities

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

Debtor Lexel Imaging Systems, Inc. Case number (if known) \_\_\_\_\_  
Name

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.  
I have been authorized to file this petition on behalf of the debtor.  
I have examined the information in this petition and have a reasonable belief that the information is true and correct.  
I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 10, 2017  
MM / DD / YYYY

/s/ William Frohoff  
Signature of authorized representative of debtor  
Title President

William Frohoff  
Printed name

**18. Signature of attorney**

/s/ Jamie L. Harris  
Signature of attorney for debtor

Date February 10, 2017  
MM / DD / YYYY

Jamie L. Harris  
Printed name

DelCotto Law Group PLLC  
Firm name

200 North Upper St.  
Lexington, KY 40507  
Number, Street, City, State & ZIP Code

Contact phone (859) 231-5800 Email address \_\_\_\_\_

KY Bar No. 91387  
Bar number and State

**Fill in this information to identify the case:**

Debtor name Lexel Imaging Systems, Inc.

United States Bankruptcy Court for the: EASTERN DISTRICT OF KENTUCKY

Case number (if known) \_\_\_\_\_

Check if this is an amended filing

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule* \_\_\_\_\_
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 10, 2017

X /s/ William Frohoff  
Signature of individual signing on behalf of debtor

William Frohoff  
Printed name

President  
Position or relationship to debtor

**Fill in this information to identify the case:**

Debtor name Lexel Imaging Systems, Inc.

United States Bankruptcy Court for the: EASTERN DISTRICT OF KENTUCKY

Case number (if known): \_\_\_\_\_

Check if this is an amended filing

**Official Form 204**

**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
AIRGAS/LEXINGTON 500 Codell Drive Lexington, KY 40588		trade debt				\$2,260.78
ALIDADE BULL LEA, LLC 40900 Woodward Ave Suite 250 Bloomfield Hills, MI 48304		Landlord				\$163,723.24
ALLIED WIRE AND CABLE 101 KESTREL DR COLLEGEVILLE, PA 19426		trade debt				\$915.00
BATESVILLE PRODUCTS, INC. 434 Margaret Street Lawrenceburg, IN 47025		trade debt				\$2,052.50
Celco 3-1580 14 Industrial Ave Mahwah, NJ 07430		trade debt				\$4,125.00
DURAN GROUP GMBH Otto-Schott-Strasse 21 D-97877 Wertheim GERMANY		trade debt				\$4,256.00
ESSEX GROUP INC 1601 Wall Street Ft. Wayne, IN 46804		trade debt				\$1,257.02
Konica Minolta Premier Finance 1310 Madrid Street Marshall, MN 56258		trade debt				\$827.77

Debtor Lexel Imaging Systems, Inc.  
Name

Case number (if known) \_\_\_\_\_

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
M&W TOOL LLC 742-A Werne Drive Lexington, KY 40504		trade debt				\$2,078.00
MOORES GLASSWORKS LTD 143 Hersham Rd. Walton on Thames Surrey KT121RR ENGLAND		trade debt				\$10,500.00
O & S RESEARCH 1912 Bannard Street PO Box 221 Riverton, NJ 08077		trade debt				\$8,240.00
PRIDE ELECTRONICS (FORMERLY CHIP-TECH) 860 N. Richmond Ave. Lindenhurst, NY 11757		trade debt				\$8,468.45
PRO-PAK ASSOCIATES 873 E. Baltimore Pike Suite 715 Kennet Square, PA 19348		trade debt				\$1,817.00
R.S. HUGHES 2941 E. Kemper Road Cincinnati, OH 45241						\$1,179.42
Schott North America, INC. 555 Taxter Road Elmsford, NY 10523		trade debt				\$41,230.00
TECH ETCH PO Box 84560 Boston, MA 02284-5260		trade debt				\$1,812.50
TWIN CITY EDM 7940 Ranchers Road, Fridley Fridley, MN 55432		trade debt				\$7,862.44
VEOLIA ES TECHNICAL SOLUTIONS, LLC PO box 453 West Carrollton, OH 45449		trade debt				\$2,434.79

Debtor Lexel Imaging Systems, Inc.  
Name \_\_\_\_\_

Case number (if known) \_\_\_\_\_

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
VWR SCIENTIFIC PO Box 259 Bridgeport, NJ 08014		trade debt				\$2,244.55
Z AXIS 1916 Rt 96 Phelps, NY 14532-9705		trade debt				\$1,507.00



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

In re Lexel Imaging Systems, 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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<b>VIDEO DISPLAY CORPORATION</b>			<b>100%</b>
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**1868 Tucker Industrial Drive**

**Tucker, GA 30084**

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

I, the **President** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date February 10, 2017

Signature /s/ William Frohoff  
**William Frohoff**

*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.*

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

In re **Lexel Imaging Systems, 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 6 page(s) is true and correct and complete, to the best of my (our) knowledge.

Date: **February 10, 2017**

**/s/ William Frohoff**

**William Frohoff/President**  
Signer/Title

I, **Jamie L. Harris**, counsel for the petitioner(s) in the above-styled bankruptcy action, declare that the attached Master Address List consisting of 6 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: **February 10, 2017**

**/s/ Jamie L. Harris**

Signature of Attorney  
**Jamie L. Harris**  
**DelCotto Law Group PLLC**  
**200 North Upper St.**  
**Lexington, KY 40507**  
**(859) 231-5800 Fax: (859) 281-1179**

AIRGAS/LEXINGTON  
500 Codell Drive  
Lexington KY 40588

ALIDADE BULL LEA, LLC  
40900 Woodward Ave Suite 250  
Bloomfield Hills MI 48304

ALLIED WIRE AND CABLE  
101 KESTREL DR  
COLLEGEVILLE PA 19426

AMERICAN PRECISION CERAMICS  
2750 Chrisman Mill Road  
Nicholasville KY 40356

BATESVILLE PRODUCTS, INC.  
434 Margaret Street  
Lawrenceburg IN 47025

BGR, INC  
6392 Gano Road  
West Chester OH 45069

Celco 3-1580  
14 Industrial Ave  
Mahwah NJ 07430

CHEMICAL RESOURCES  
4569 Knapp Ave.  
Louisville KY 40213

Colonial Life  
P O Box 903  
Columbia SC 29202-0903

DMP CORPORATION  
400 Bryant Blvd  
Rock Hill SC 29732

DURAN GROUP GMBH  
Otto-Schott-Strasse 21  
D-97877 Wertheim  
GERMANY

ESSEX GROUP INC  
1601 Wall Street  
Ft. Wayne IN 46804

FASTENAL  
897 Nandino BLVD Suite 4  
Lexington KY 40511

FAYETTE GRAPHICS (PRIOR PRINT MGMT ASSOC  
68 S. Main Street  
Winchester KY 40391

FCPS  
Tax Collection Office  
P O Box 55570  
Lexington KY 40555-5570

Fidelity Security Life/Eye Med  
400 Luxottica Place  
Mason OH 45040

GLOBAL SOURCE ELECTRONICS INDUSTRIAL  
341 Berry Street  
Woodbridge NJ 07095

GRAINGER INC  
1351 Georgetown Rd  
Lexington KY 40505

Guardian  
P O Box 677458  
Dallas TX 75267

Humana Health Plan Inc.  
P O Box 528  
Carol Stream IL 60132-0538

HURST BUSINESS SUPPLY & FURNITURE SOLUTI  
P.O. Box 12330  
Lexington KY 40582-2330

Internal Revenue Service  
P.O. Box 7346  
Philadelphia PA 19101-7346

Konica Minolta Premier Finance  
1310 Madrid Street  
Marshall MN 56258

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

LFUCG Divison of Revenue  
P O Box 14058  
Lexington KY 40512

LOWES  
200 Todds Rd  
Lexington KY 40508

LYNN IMAGING  
328 Old Vine Street  
Lexington KY 40507

M&W TOOL LLC  
742-A Werne Drive  
Lexington KY 40504

MCMASTER CARR SUPPLY  
P.O. Box 94930  
Cleveland OH 44101

MIL-SPEC PACKAGING OF GA, INC.  
Wilson Airport Industrial Park  
Macon GA 31297

MOORES GLASSWORKS LTD  
143 Hersham Rd.  
Walton on Thames  
Surray KT121RR  
ENGLAND

MOUSER ELECTRONICS  
958 N Main  
Mandfield TX 76063

MRL industries 3-9057  
690 Hilltop Drive  
Itasca IL 60143

O & S RESEARCH  
1912 Bannard Street PO Box 221  
Riverton NJ 08077

OMEGA ENGINEERING IN  
1 Omega Drive  
Stanford CT 06907

PRECISION PLUS VACUUM PUMPS  
6400 Inducon Corporate Drive  
Sandborn NY 14132

PREMIER PACKAGING  
PO Boc 39505  
Louisville KY 40233

PRIDE ELECTRONICS (FORMERLY CHIP-TECH)  
860 N. Richmond Ave.  
Lindenhurst NY 11757

Principal Financial Group  
4555 Lake Forest Drive  
Suite 230B  
Cincinnati OH 45242

PRO-PAK ASSOCIATES  
873 E. Baltimore Pike Suite 715  
Kennet Square PA 19348

PRODUCT IDENTIFICATION CO  
141 Lanza Ave Building 19  
Garfield NJ 07026

R.S. HUGHES  
2941 E. Kemper Road  
Cincinnati OH 45241

RESOURCE MFG  
P.O. Box 102332  
Atlanta GA 30368-2332

Rumpke of Ky.  
P O Box 310  
Mount Sterling KY 40353

S & S OPTICAL CO., INC.  
416 Ann Street  
New Haven IN 46774

Schott North America, INC.  
555 Taxter Road  
Elmsford NY 10523

SUPER AMERICA  
P.O. Box 85080  
Louisville KY 40285-5080

TECH ETCH  
PO Box 84560  
Boston MA 02284-5260

TROY-ONIC, INC.  
90 Dell Avenue  
Kenvil NJ 07847

TWIN CITY EDM  
7940 Ranchers Road, Fridley  
Fridley MN 55432

U-LINE  
2200 South Lakeside Drive  
Waukegan IL 60085

US PLASTICS CORPORATION  
1390 Neubrecht Road  
Lima OH 00458-0131

VEOLIA ES TECHNICAL SOLUTIONS, LLC  
PO box 453  
West Carrollton OH 45449

VIDEO DISPLAY CORPORATION  
1868 Tucker Industrial Drive  
Tucker GA 30084

VWR SCIENTIFIC  
PO Box 259  
Bridgeport NJ 08014

Wolfe, Emma R., Esq.  
Dickinson Wright, PLLC  
300 W. Vine St., Suite 1700  
Lexington KY 40507

Z AXIS  
1916 Rt 96  
Phelps NY 14532-9705



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

In re Lexel Imaging Systems, 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 Lexel Imaging Systems, 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:

**VIDEO DISPLAY CORPORATION**  
**1868 Tucker Industrial Drive**  
**Tucker, GA 30084**

---

None [*Check if applicable*]

**February 10, 2017**

Date

**/s/ Jamie L. Harris**

**Jamie L. Harris**

Signature of Attorney or Litigant  
Counsel for **Lexel Imaging Systems, Inc.**  
**DelCotto Law Group PLLC**  
**200 North Upper St.**  
**Lexington, KY 40507**  
**(859) 231-5800 Fax:(859) 281-1179**

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