

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Yarberry Enterprises, Inc.	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) 20-3741985	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): 2009 Elkhorn Road Campbellsville, KY ZIP Code 42718	Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code
County of Residence or of the Principal Place of Business: Taylor	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP Code	Mailing Address of Joint Debtor (if different from street address): ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above): 398 Campbellsville Bypass Campbellsville, KY 42718	

<p align="center">Type of Debtor (Form of Organization) (Check one box)</p> <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<p align="center">Nature of Business (Check one box)</p> <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> <p align="center">Tax-Exempt Entity (Check box, if applicable)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <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 <hr/> <p align="center">Nature of Debts (Check one box)</p> <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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<p align="center">Filing Fee (Check one box)</p> <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.	<p align="center">Chapter 11 Debtors</p> 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 type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information

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

Estimated Number of Creditors

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

Estimated Assets

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

Estimated Liabilities

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

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Yarberry Enterprises, Inc.
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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 delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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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):

Yarberry Enterprises, 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/ Scott A. Bachert
Signature of Attorney for Debtor(s)

Scott A. Bachert 02443
Printed Name of Attorney for Debtor(s)

Harned Bachert & McGehee PSC
Firm Name

**324 E. Tenth Ave.
P O Box 1270
Bowling Green, KY 42102-1270**

Address

270-782-3938 Fax: 270-781-4737

Telephone Number

June 14, 2010

Date

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

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

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

Address

X _____

Date

Signature of 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/ Gaylon Yarberry
Signature of Authorized Individual

Gaylon Yarberry
Printed Name of Authorized Individual

President
Title of Authorized Individual

June 14, 2010

Date

United States Bankruptcy Court
Western District of Kentucky

In re Yarberry Enterprises, 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>
Adair County Court Clerk Courthouse Square Annex Columbia, KY 42728	Adair County Court Clerk Courthouse Square Annex Columbia, KY 42728			1,073.70
Bank of America P O Box 15710 Wilmington, DE 19886-5710	Bank of America P O Box 15710 Wilmington, DE 19886-5710	Credit Card		12,524.47
Bank of America Business Card P O Box 15710 Wilmington, DE 19886-5710	Bank of America Business Card P O Box 15710 Wilmington, DE 19886-5710	Credit Card		9,847.71
Campbellsville Independent Schools 136 South Columbia Ave Campbellsville, KY 42718	Campbellsville Independent Schools 136 South Columbia Ave Campbellsville, KY 42718			2,037.47
Chase Cardmember Service P O Box 15153 Wilmington, DE 19886-5153	Chase Cardmember Service P O Box 15153 Wilmington, DE 19886-5153	Credit Card		16,295.28
Department of Workforce 916 N. Mulberry Street Elizabethtown, KY 42701	Department of Workforce 916 N. Mulberry Street Elizabethtown, KY 42701			20,000.00
Direct Merchants Bank P O Box 5241 Carol Stream, IL 60197-5241	Direct Merchants Bank P O Box 5241 Carol Stream, IL 60197-5241	Credit Card - Phyllis		8,656.73
Discover P O Box 6103 Carol Stream, IL 60197-6103	Discover P O Box 6103 Carol Stream, IL 60197-6103	Credit Card- Gaylon		14,753.51
Education Cabinet 916 N Mulberry Street Elizabethtown, KY 42701	Education Cabinet 916 N Mulberry Street Elizabethtown, KY 42701	Dishonerd check		1,764.03
Internal Revenue Service P O Box 21126 Philadelphia, PA 19114	Internal Revenue Service P O Box 21126 Philadelphia, PA 19114	2008 944 Taxes		73,903.24
Internal Revenue Service P O Box 21126 Philadelphia, PA 19114	Internal Revenue Service P O Box 21126 Philadelphia, PA 19114			73,000.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
 (Continuation Sheet)

(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>
Internal Revenue Service P O Box 21126 Philadelphia, PA 19114	Internal Revenue Service P O Box 21126 Philadelphia, PA 19114	2009		71,500.00
Kentucky Revenue Cabinet P O Box 491 Frankfort, KY 40602	Kentucky Revenue Cabinet P O Box 491 Frankfort, KY 40602			46,000.00
Kroger Personal Finance P O Box 42022 Providence, RI 02940-2022	Kroger Personal Finance P O Box 42022 Providence, RI 02940-2022	Credit Card - Phyllis		9,198.19
Larry Rodgers Columbia, KY 42728	Larry Rodgers Columbia, KY 42728			89,000.00
Lowe's/GEMB P O Box 530914 Atlanta, GA 30353-0914	Lowe's/GEMB P O Box 530914 Atlanta, GA 30353-0914	Credit Card - Gaylon		2,351.04
Sears P O Box 2667 Houston, TX 77252-2667	Sears P O Box 2667 Houston, TX 77252-2667	Credit Card - Phyllis		1,093.01
Sysco 7705 National Turnpike Louisville, KY 40214	Sysco 7705 National Turnpike Louisville, KY 40214			5,866.53
Tax Solutions 263 N. Wilson Rd. Radcliff, KY 40160	Tax Solutions 263 N. Wilson Rd. Radcliff, KY 40160	Accounting Services		1,150.00
Taylor County Court Clerk 5 Courthouse 203 N. Court St. Campbellsville, KY 42719-0217	Taylor County Court Clerk 5 Courthouse 203 N. Court St. Campbellsville, KY 42719-0217			1,590.83

**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 **June 14, 2010**

Signature **/s/ Gaylon Yarberry**
Gaylon Yarberry
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
Western District of Kentucky**

In re Yarberry Enterprises, Inc.
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Gaylon Yarberry 2009 Elkhorn Road Campbellsville, KY 42718		50	
Phyllis Yarberry 2009 Elkhorn Road Campbellsville, KY 42718		50	

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 June 14, 2010

Signature /s/ Gaylon Yarberry
Gaylon Yarberry
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
Western District of Kentucky**

In re **Yarberry Enterprises, Inc.**

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

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

Date: **June 14, 2010**

/s/ Gaylon Yarberry

Gaylon Yarberry/President

Signer/Title

Adair County Court Clerk
Courthouse Square
Annex
Columbia, KY 42728

Bank of America
Business Card
P O Box 15710
Wilmington, DE 19886-5710

Campbellsville Independent Schools
136 South Columbia Ave
Campbellsville, KY 42718

Chase
Cardmember Service
P O Box 15153
Wilmington, DE 19886-5153

City of Campbellsville
110 S. Columbia Ave. Suite B
Campbellsville, KY 42718

Community Trust Bank
346 North Mayo Trail
P O Box 2947
Pikeville, KY 41502-2947

D'Zine Ltd.
P O Box 906
Columbia, KY 42728-0906

Department of Workforce
916 N. Mulberry Street
Elizabethtown, KY 42701

Direct Merchants Bank
P O Box 5241
Carol Stream, IL 60197-5241

Discover
P O Box 6103
Carol Stream, IL 60197-6103

Education Cabinet
916 N Mulberry Street
Elizabethtown, KY 42701

Gaylon Yarberry
2009 Elkhorn Road
Campbellsville, KY 42718-8629

GC Services Limited Partnership
P O Box 2667
Houston, TX 77252-2667

Huddle House, Inc.
2969 East Ponce DeLeon Ave
Decatur, GA 30030

Internal Revenue Service
P O Box 21126
Philadelphia, PA 19114

Kentucky Revenue Cabinet
P O Box 491
Frankfort, KY 40602

Kroger Personal Finance
P O Box 42022
Providence, RI 02940-2022

Larry Rodgers
Columbia, KY 42728

Law Offices of Ed Overcash, LLC
33 Villa Road, Suite 401
Greenville, SC 29615

Lowe's/GEMB
P O Box 530914
Atlanta, GA 30353-0914

Merchant Cash & Capital
450 Park Avenue South 11th Floor
New York, NY 10016

Pepsico
P O Box 75948
Chicago, IL 60675-5948

Phyllis A. Yarberry
2009 Elkhorn Rd.
Campbellsville, KY 42718-8629

Register Tapes Unlimited, LP
17015 Park Row
Houston, TX 77084

Sears
P O Box 2667
Houston, TX 77252-2667

Sysco
7705 National Turnpike
Louisville, KY 40214

Tax Solutions
263 N. Wilson Rd.
Radcliff, KY 40160

Taylor County Attorney
Craig Cox
P O Box 217
Campbellsville, KY 42719-0217

Taylor County Court Clerk
5 Courthouse
203 N. Court St.
Campbellsville, KY 42719-0217

Taylor County Occupational Tax
203 North Court St. Suite 10
Campbellsville, KY 42718

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

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

In re Yarberry Enterprises, Inc.

Debtor(s)

Case No. _____

Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Gaylon Yarberry**, declare under penalty of perjury that I am the **President** of **Yarberry Enterprises, Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 14th day of June, 2010.

"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 **Gaylon Yarberry, President** 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 **Gaylon Yarberry, President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Gaylon Yarberry, President** of this Corporation is authorized and directed to employ **Scott A. Bachert 02443**, attorney and the law firm of **Harned Bachert & McGehee PSC** to represent the corporation in such bankruptcy case."

Date June 14, 2010

Signed /s/ Gaylon Yarberry
Gaylon Yarberry

Resolution of Board of Directors
of
Yarberry Enterprises, Inc.

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

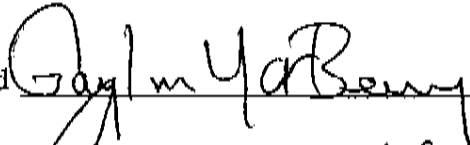
Be It Therefore Resolved, that **Gaylon Yarberry, President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

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

Be It Further Resolved, that **Gaylon Yarberry, President** of this Corporation is authorized and directed to employ **Scott A. Bachert 02443**, attorney and the law firm of **Harned Bachert & McGehee PSC** to represent the corporation in such bankruptcy case.

Date June 14, 2010

Signed



Date June 14, 2010

Signed

