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**UNITED STATES BANKRUPTCY COURT
 FOR THE DISTRICT OF NEVADA**

In re:
 LAST CHANCE, INC.,
 Debtor.

Case No.: BK-N-09-50749-GWZ
 Chapter 11

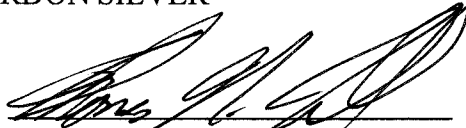
Date: N/A
 Time: N/A

AMENDMENT COVER SHEET

The following items have been amended in the above named bankruptcy proceeding (check all applicable boxes).

- ☐ Voluntary Petition-Statistical/Administrative Information Only
- ☒ **Summary of Schedules**
- ☐ Schedule A – Real Property
- ☐ Schedule B – Personal Property
- ☐ Schedule C – Property Claimed as Exempt
- ☒ **Schedule D, E, or F, and/or Matrix, and/or List of Creditors or Equity Holders**
 - ☒ Add/delete creditor(s), change amount or classification of debt - \$26.00 fee required.
 - ☐ Add/change address of already listed creditor – no fee
- ☐ Schedule G – Schedule of Executory Contracts & Expired Leases
- ☐ Schedule H – Codebtors
- ☐ Declaration Regarding Schedules
- ☐ Statement of Financial Affairs
- ☐ Disclosure of Compensation of Attorney for Debtor
- ☐ Other: _____

GORDON SILVER

By: 
 GERALD M. GORDON, ESQ.
 THOMAS H. FELL, ESQ.
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 Las Vegas, Nevada 89169
 Attorneys for Debtor



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

United States Bankruptcy Court
District of Nevada

In re **Last Chance, 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	Yes	1	817,532.00		
B - Personal Property	Yes	3	2,728,936.71		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	1		847,960,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	8		330,124,853.43	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	Yes	1			0.00
J - Current Expenditures of Individual Debtor(s)	Yes	1			0.00
Total Number of Sheets of ALL Schedules		19			
Total Assets			3,546,468.71		
Total Liabilities				1,178,084,853.43	

United States Bankruptcy Court
District of Nevada

In re **Last Chance, 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)		

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

In re **Last Chance, 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
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. AFFORDABLE CARPET & UPHOLSTERY CLEANING Attn: Managing Member 3080 VISTA BLVD SUITE 100 SPARKS, NV 89436	-	Trade debt				0.00
Account No. ALLSTATE WORKPLACE DIVISION Attn: Managing Member P O BOX 650514 DALLAS, TX 75265	-	Trade debt				0.00
Account No. AT&T ATTN: MANAGING MEMBER P O BOX 78522 PHOENIX, AZ 85062-8522	-	Trade debt				56.16
Account No. AT&T - PAYMENT CENTER ATTN: MANAGING MEMBER PAYMENT CENTER SACRAMENTO, CA 95887-0001	-	Trade debt				26.71
Subtotal (Total of this page)						82.87

7 continuation sheets attached

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

In re **Last Chance, 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 DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	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
Account No. AT&T SACRAMENTO ATTN: MANAGING MEMBER P O BOX 989045 WEST SACRAMENTO, CA 95798-9045	-	Trade debt				113.60
Account No. AT&T WIRELESS ATTN: MANAGING MEMBER P O BOX 78225 PHOENIX, AZ 85062-8225	-	Trade debt				11.45
Account No. BONANZA PRODUCE CO Attn: Managing Member P O BOX 604 SPARKS, NV 89431	-	Trade debt				0.00
Account No. CENTRAL SANITARY SUPPLY Attn: Managing Member 416 N 9TH STREET MODESTO, CA 95350	-	Trade debt				0.00
Account No. CHARTER COMMUNICATIONS ATTN: MANAGING MEMBER P O BOX 78023 PHOENIX, AZ 82062	-	Trade debt				289.10
Sheet no. <u>1</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) 414.15

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

In re **Last Chance, Inc.**

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Trade debt				
CORE MARK INTL Attn: Managing Member PO BOX 348240 SACRAMENTO, CA 95834	-					0.00
Account No.		Trade debt				
CROWN BEVERAGE Attn: Managing Member 1650 LINDA WAY SPARKS, NV 89431	-					0.00
Account No.		Trade debt				
CSK PROSHOP Attn: Managing Member P O BOX 51912 LOS ANGELES, CA 90051	-					0.00
Account No.		Trade debt				
ECOLAB ATTN: MANAGING MEMBER P O BOX 100512 PASADENA, CA 91189-0512	-					4.94
Account No.		Trade debt				
FARMER BROTHERS CO Attn: Managing Member FILE 55172 LOS ANGELES, CA 90074	-					0.00

 Sheet no. 2 of 7 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

 Subtotal
 (Total of this page)
4.94

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

In re **Last Chance, 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 R E D I T O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	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
Account No. FRANCO FRENCH Attn: Managing Member 1525 GLENDALE AVENUE SPARKS, NV 89431		Trade debt	-					0.00
Account No. FRITO-LAY Attn: Managing Member 75 REMITTANCE DRIVE SUITE 1217 CHICAGO, IL 60675		Trade debt	-					34.15
Account No. HI-TECH COMMERCIAL SERVICE ATTN: MANAGING MEMBER 1840 STELLA LAKE STREET LAS VEGAS, NV 89106		Trade debt	-					100.00
Account No. HORIZON BUSINESS SYSTEMS ATTN: MANAGING MEMBER 4535 W RUSSELL ROAD SUITE 4 LAS VEGAS, NV 89118		Trade debt	-					4.17
Account No. I D GEAR INC ATTN: MANAGING MEMBER 35 ARGONAUT SUITE B2 ALISO VIEJO, CA 92656		Trade debt	-					8.62
Sheet no. <u>3</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page) 146.94

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

In re **Last Chance, 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.			Trade debt				
IDECO-NV INC ATTN: MANAGING MEMBER 660 MIDDLEGATE ROAD HENDERSON, NV 89011		-					112.50
Account No.			Trade debt				
INTERSTATE BRANDS Attn: Managing Member P O BOX 60000 FILE #73620 SAN FRANCISCO, CA 94160		-					0.00
Account No.			Trade debt				
JONES VARGAS, CHARTERED Attn: Managing Member P O BOX 281 RENO, NV 89504		-					0.00
Account No.			Trade debt				
KEYSTON BROS Attn: Managing Member 2801 ACADEMY WAY SUITE B SACRAMENTO, CA 95815		-					0.00
Account No.			Trade debt				
LOOMIS FARGO & CO ATTN: MANAGING MEMBER DEPT CH 10386 PALATINE, IL 60055-0386		-					48.84

Sheet no. 4 of 7 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority ClaimsSubtotal
(Total of this page)**161.34**

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

In re **Last Chance, 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	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	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
Account No.			Trade debt				10.08
Micro Design, Inc. Attn: Managing Member P.O. Box 59449 Dallas, TX 75229	-						
Account No.			Trade debt				21,045.57
NV ENERGY ATTN: MANAGING MEMBER P O BOX 30065 RENO, NV 89520	-						
Account No.			Trade Debt				487.50
Odd Ones Interactive Attn: Managing Member 504 Island Ave Reno, NV 89501	-						
Account No.			Trade debt				95,608.00
PLAYER'S CLUB LIABILITY	-						
Account No.			Trade debt				2,036.01
PRINTING & MAILING SOLUTIONS ATTN: MANAGING MEMBER P O BOX 94076 LAS VEGAS, NV 89193-4076	-						

Sheet no. 5 of 7 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority ClaimsSubtotal
(Total of this page)**119,187.16**

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

In re **Last Chance, Inc.**

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B I T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	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
Account No.			Trade debt				
RENO NEWS DISTRIBUTORS INC ATTN: MANAGING MEMBER P O BOX 663 SPARKS, NV 89432	-						53.55
Account No.			Trade debt				
SEVEN-UP BOTTLING CO Attn: Managing Member P O BOX 7200 RENO, NV 89510	-						0.00
Account No.			Trade debt				
SHAW ENGINEERING ATTN: MANAGING MEMBER 20 VINE STREET Reno, NV 89503	-						1,287.50
Account No.			Trade debt				
SIERRA PACIFIC POWER COMPANY ATTN: MANAGING MEMBER P O BOX 30065 RENO, NV 89520-0400	-						686.71
Account No.			Trade debt				
SIMPLEX GRINNELL LP ATTN: MANAGING MEMBER DEPT CH 10320 PALATINE, IL 60055	-						1,121.00

Sheet no. 6 of 7 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

3,148.76

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

In re Last Chance, Inc.

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Trade debt				
THE NEWS GROUP Attn: Managing Member P O BOX 1126 RENTON, WA 98057	-					0.00
Account No.		Trade debt				
WASTE MANAGEMENT ATTN: MANAGING MEMBER P O BOX 78251 PHOENIX, AZ 85062-8251	-					1,446.21
Account No.		Trade debt				
WMS GAMING - PARTS/REPAIRS ATTN: MANAGING MEMBER 23571 NETWORK PLACE CHICAGO, IL 60673-1235	-					261.06
Account No.						
Account No.						

Sheet no. 7 of 7 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

1,707.27

Total
(Report on Summary of Schedules)

124,853.43

**CREDITORS ADDED TO MAILING
MATRIX ON 6/17/09**

AT&T - PAYMENT CENTER
ATTN: MANAGING MEMBER
PAYMENT CENTER
SACRAMENTO, CA 95887-0001

AT&T SACRAMENTO
ATTN: MANAGING MEMBER
P O BOX 989045
WEST SACRAMENTO, CA 95798-9045

AT&T
ATTN: MANAGING MEMBER
P O BOX 78522
PHOENIX, AZ 85062-8522

AT&T WIRELESS
ATTN: MANAGING MEMBER
P O BOX 78225
PHOENIX, AZ 85062-8225

CHARTER COMMUNICATIONS
ATTN: MANAGING MEMBER
P O BOX 78023
PHOENIX, AZ 82062

ECOLAB
ATTN: MANAGING MEMBER
P O BOX 100512
PASADENA, CA 91189-0512

HI-TECH COMMERCIAL SERVICE
ATTN: MANAGING MEMBER
1840 STELLA LAKE STREET
LAS VEGAS, NV 89106

HORIZON BUSINESS SYSTEMS
ATTN: MANAGING MEMBER
4535 W RUSSELL ROAD, SUITE 4
LAS VEGAS, NV 89118

I D GEAR INC
ATTN: MANAGING MEMBER
35 ARGONAUT, SUITE B2
ALISO VIEJO, CA 92656

IDECO-NV INC
ATTN: MANAGING MEMBER
660 MIDDLEGATE ROAD
HENDERSON, NV 89011

LOOMIS FARGO & CO
ATTN: MANAGING MEMBER
DEPT CH 10386
PALATINE, IL 60055-0386

MICRO DESIGN, INC.
ATTN: MANAGING MEMBER
P.O. BOX 59449
DALLAS, TX 75229

NV ENERGY
ATTN: MANAGING MEMBER
P O BOX 30065
RENO, NV 89520

ODD ONES INTERACTIVE
ATTN: MANAGING MEMBER
504 ISLAND AVE
RENO, NV 89501

PRINTING & MAILING SOLUTIONS
ATTN: MANAGING MEMBER
P O BOX 94076
LAS VEGAS, NV 89193-4076

RENO NEWS DISTRIBUTORS INC
ATTN: MANAGING MEMBER
P O BOX 663
SPARKS, NV 89432

SHAW ENGINEERING
ATTN: MANAGING MEMBER
20 VINE STREET
RENO, NV 89503

SIMPLEX GRINNELL LP
ATTN: MANAGING MEMBER
DEPT CH 10320
PALATINE, IL 60055

SIERRA PACIFIC POWER COMPANY
ATTN: MANAGING MEMBER
P O BOX 30065
RENO, NV 89520-0400

WASTE MANAGEMENT
ATTN: MANAGING MEMBER
P O BOX 78251
PHOENIX, AZ 85062-8251

WMS GAMING - PARTS/REPAIRS
ATTN: MANAGING MEMBER
23571 NETWORK PLACE
CHICAGO, IL 60673-1235