

B1 (Official Form 1)(1/08)

**United States Bankruptcy Court
District of Massachusetts**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Chic, LLC, d/b/a Leon Levin	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) 04-3491232	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): Corporate Park Suite 240 300 Oak Street Pembroke, MA <div style="text-align: right; margin-right: 50px;">ZIP Code 02359</div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; margin-right: 50px;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Plymouth	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; margin-right: 50px;">ZIP Code</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; margin-right: 50px;">ZIP Code</div>

Location of Principal Assets of Business Debtor
(if different from street address above):

Type of Debtor (Form of Organization) (Check one box) <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.)	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 checked="" type="checkbox"/> Other <hr/> 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 <hr/> 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 type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" 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 \$2,190,000. <hr/> 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 *** Andrew G. Lizotte, Esq. BBO #559609 ***

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 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

Estimated Liabilities

<input type="checkbox"/>	<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"/>
\$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

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Chic, LLC, d/b/a Leon Levin</p>
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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 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 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):
Chic, LLC, d/b/a Leon Levin

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 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 Attorney*

X /s/ Andrew G. Lizotte, Esq.
Signature of Attorney for Debtor(s)

Andrew G. Lizotte, Esq. BBO #559609
Printed Name of Attorney for Debtor(s)

Hanify & King
Firm Name

Professional Corporation
One Beacon Street
Boston, 02108

Address

(617) 423-0400 Fax: (617) 423-0498
Telephone Number

March 10, 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 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/ Chic Godfrey
Signature of Authorized Individual

Chic Godfrey
Printed Name of Authorized Individual

Managing Member
Title of Authorized Individual

March 10, 2009
Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
District of Massachusetts**

In re Chic, LLC, d/b/a Leon Levin
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>
Shelter Rock Asset Management 450 Park Avenue Suite 2703 New York, NY 10022	Shelter Rock Asset Management 450 Park Avenue Suite 2703 New York, NY 10022		Unliquidated	1,289,954.12
Small Business Administration 801 Tom Martin Drive Suite 120 Birmingham, AL 35211	Small Business Administration 801 Tom Martin Drive Suite 120 Birmingham, AL 35211			1,033,426.90
Dolby Manufacturing Limited Flat D, 5F, Wing Hin Fty Bldg 31-33 NG Fong Street San Po Kong, KLN, Hong Kong	Dolby Manufacturing Limited Flat D, 5F, Wing Hin Fty Bldg 31-33 NG Fong Street			139,484.97
Lynn Trading Flat A1, 20/F, Chiap King Ind. Bldg. 114 King Fuk Street San Po Kong, KLN, Hong Kong	Lynn Trading Flat A1, 20/F, Chiap King Ind. Bldg. 114 King Fuk Street			20,100.65
Air City 153-163 Rockaway Blvd Suite 200 Jamaica, NY 11434	Air City 153-163 Rockaway Blvd Suite 200 Jamaica, NY 11434			4,397.31
GCS Software, LLC 266 W. 37th Street 19th Floor New York, NY 10018	GCS Software, LLC 266 W. 37th Street 19th Floor New York, NY 10018			3,660.13
FPA Customs Brokers 152-31 134th Avenue Jamaica, NY 11434	FPA Customs Brokers 152-31 134th Avenue Jamaica, NY 11434			3,148.71
Jackson National Life Insurance PO Box 30394 Lansing, MI 48909	Jackson National Life Insurance PO Box 30394 Lansing, MI 48909			2,422.98

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

In re **Chic, LLC, d/b/a Leon Levin**

Case No. _____

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>
Ikon Financial Services PO Box 41564 Philadelphia, PA 19101	Ikon Financial Services PO Box 41564 Philadelphia, PA 19101			1,888.40
IRA Associates 2068 Windward Circle Fort Lauderdale, FL 33326	IRA Associates 2068 Windward Circle Fort Lauderdale, FL 33326			1,878.92
All World Trading & Import Co. 450 Seventh Avenue, 913 F New York, NY 10123	All World Trading & Import Co. 450 Seventh Avenue, 913 F New York, NY 10123			1,801.17
Yankee Publishing Inc. Yankee Magazine 1121 Main Street Dublin, NH 03444	Yankee Publishing Inc. Yankee Magazine 1121 Main Street Dublin, NH 03444			1,260.00
Federal Express P.O. Box 371461 Pittsburgh, PA 15250	Federal Express P.O. Box 371461 Pittsburgh, PA 15250			1,224.29
W.B. Mason P.O. Box 55840 Boston, MA 02205	W.B. Mason P.O. Box 55840 Boston, MA 02205			1,185.04
Kaufman Bros. Printing 327 West 36th Street New York, NY 10018	Kaufman Bros. Printing 327 West 36th Street New York, NY 10018			1,121.00
UPS P.O. Box 7247-0244 Philadelphia, PA 19170	UPS P.O. Box 7247-0244 Philadelphia, PA 19170			1,013.74
Uniteu Technologies 12 Pine Cone Drive Pittsford, NY 14534	Uniteu Technologies 12 Pine Cone Drive Pittsford, NY 14534			687.50
Corey Lynn Inc. 354 Mourning Dove Drive Newark, DE 19711	Corey Lynn Inc. 354 Mourning Dove Drive Newark, DE 19711			686.60
Barry Shnider 1321 S.W. 74th Terrace Fort Lauderdale, FL 33317	Barry Shnider 1321 S.W. 74th Terrace Fort Lauderdale, FL 33317			581.64
NR Designs, LLC 165 East 32nd Street Apt. 18F New York, NY 10016	NR Designs, LLC 165 East 32nd Street Apt. 18F New York, NY 10016			525.00

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

In re Chic, LLC, d/b/a Leon Levin
Debtor(s)

Case No. _____

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

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

I, the Managing Member 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 March 10, 2009

Signature /s/ Chic Godfrey
Chic Godfrey
Managing Member

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
District of Massachusetts**

In re **Chic, LLC, d/b/a Leon Levin**

Debtor(s)

Case No. _____

Chapter **11**

VERIFICATION OF CREDITOR MATRIX

I, the Managing Member 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: **March 10, 2009**

/s/ Chic Godfrey

Chic Godfrey/Managing Member
Signer/Title

**United States Bankruptcy Court
District of Massachusetts**

In re Chic, LLC, d/b/a Leon Levin

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 Chic, LLC, d/b/a Leon Levin 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*]

March 10, 2009

Date

/s/ Andrew G. Lizotte, Esq.

Andrew G. Lizotte, Esq.

Signature of Attorney or Litigant

Counsel for Chic, LLC, d/b/a Leon Levin

Hanify & King

Professional Corporation

One Beacon Street

Boston, 02108

(617) 423-0400 Fax:(617) 423-0498

**ACTION BY WRITTEN CONSENT OF
THE SOLE MANAGER OF CHIC, L.L.C.**

The undersigned, being the sole Manager (the "Manager") of Chic, L.L.C., a Massachusetts limited liability company (the "Company"), does hereby adopt the following recitals and resolutions as of March 9, 2009:

RESOLVED, that based on factors and information deemed relevant by the Manager, it is desirable and in the best interest of the Company, that the Company file a voluntary petition for relief under chapter 11 of the title 11 of the United States Code (the "Bankruptcy Code"), in the United States Bankruptcy Court for the District of Massachusetts or such other venue as the officers of the Company shall determine, at such time as the officer executing said petition on behalf of the Company shall determine; and it is further

RESOLVED, that Charles L. Godfrey (the "Officer") be and hereby is authorized and empowered, in the name of the Company, to execute and verify a petition for relief under chapter 11 of the Bankruptcy Code as well as all other ancillary documents and to cause the same to be filed with the Bankruptcy Court for the District of Massachusetts or such other jurisdiction or court as such officer may deem necessary or appropriate, and at such time as the officer executing said petition on behalf of the Company shall determine, and it is further

RESOLVED, that the Officer be and hereby is authorized to execute and file on behalf of the Company all pleadings, schedules, lists and other papers and to take any and all action that they may deem necessary or desirable in connection with the chapter 11 case of the Company, the taking of such actions or the execution of such documents to be conclusive evidence of the necessity or desirability thereof; and it is further

RESOLVED, that the Officer be and hereby is authorized and directed to retain and employ the law firm of Hanify & King, P.C. as bankruptcy counsel to render legal services to and to represent the Company in connection with such chapter 11 case and other related proceedings and matters in connection therewith, upon such terms and conditions as such Officer shall approve; and it is further

RESOLVED, that the Officer be and hereby is authorized and directed to retain such other counsel, investment bankers, or other financial advisors, and such other professionals as such officer deems necessary or desirable, the retention of such professionals to be conclusive evidence of the necessity or desirability thereof, upon such terms as such officer shall approve, to render services to the Company in connection with such chapter 11 proceedings and with respect to other related matters in connection therewith; and it is further

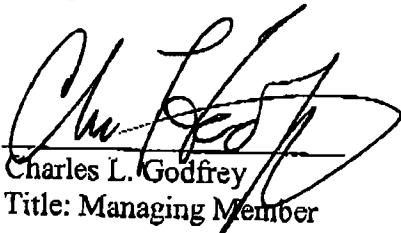
RESOLVED, that the Officer be and hereby is authorized and directed to take any and all further actions and to execute and deliver any and all further instruments and documents, and pay all expenses (subject to Bankruptcy Court approval, as necessary), in each case as in their judgment shall be necessary or desirable in order to fully carry out the intent and accomplish the purpose of the resolutions adopted herein, the taking of such actions, the execution of such documents and the payment of such expenses to be conclusive evidence of the necessity of desirability thereof; and it is further

RESOLVED, that any and all actions heretofore and hereafter lawfully taken in the name or on behalf of the Company in good faith by any of said persons or entities in furtherance of the purposes of the foregoing resolutions or in connection with the transactions contemplated therein are hereby ratified, confirmed, and adopted as the acts and deeds of the Company.

CHIC, L.L.C.

Dated: March 9, 2009
523600-v1

Name:


Charles L. Godfrey
Title: Managing Member

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

In re: CHIC, LLC, Debtor.)))))))))	Chapter 11 Case No. 09-_____
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DECLARATION REGARDING ELECTRONIC FILING

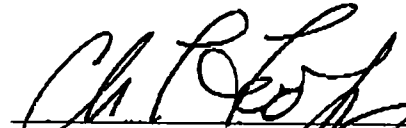
I, Charles L. Godfrey, hereby declare under penalty of perjury that all of the information contained in the *Voluntary Petition, Action by Written Consent of the Sole Manager of the Debtor, Verification of Creditor Matrix, and Listing of Creditors Holding 20 Largest Unsecured Claims* dated March 10, 2009 (the "Document"), filed electronically and contemporaneously with this declaration, is true and correct. I understand that this DECLARATION is to be filed with the Clerk of Court electronically concurrently with the electronic filing of the Document. I understand that failure to file this DECLARATION may cause the Document to be struck and any request contained or relying thereon to be denied, without further notice.

I further understand that pursuant to the Massachusetts Electronic Filing Local Rule (MEFLR)-7(a) all paper documents containing original signatures executed under the penalties of perjury and filed electronically with the Court are the property of the bankruptcy estate and shall be maintained by the authorized CM/ECF Registered User for a period of five (5) years after the closing of this case.

Dated: March 9, 2009

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Signed:



Charles L. Godfrey, Managing Member