

United States Bankruptcy Court District of Maryland						Voluntary Petition	
Name of Debtor (if individual, enter Last, First, Middle): RWN-158 Gay Street, LLC				Name of Joint Debtor (Spouse) (Last, First, Middle): I			
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)/Complete EIN(if more than one, state all): 20-3789112				Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):			
Street Address of Debtor (No. & Street, City, and State): 11200 Rockville Pike, Suite 502 Rockville, MD				Street Address of Joint Debtor (No. & Street, City, and State):			
ZIP CODE 20852				ZIP CODE			
County of Residence or of the Principal Place of Business: Montgomery				County of Residence or of the Principal Place of Business:			
Mailing Address of Debtor (if different from street address):				Mailing Address of Joint Debtor (if different from street address):			
ZIP CODE				ZIP CODE			
Location of Principal Assets of Business Debtor (if different from street address above):							
ZIP CODE							
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <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 Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.)		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.			
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 \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). 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).			
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.							THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000							
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion							
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion							

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

RWN-158 Gay Street, LLC

All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)

Location

Where Filed: **NONE**

Case Number:

Date Filed:

Location

Where Filed:

Case Number:

Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor:

See Attached

Case Number:

Date Filed:

District:

Relationship:

Judge:

Exhibit A

(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.)

☐ Exhibit A is attached and made a part of this petition.**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).

X Not Applicable

Signature of Attorney for Debtor(s)

Date

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):

RWN-158 Gay Street, LLC**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

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

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

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

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

X Not Applicable

Signature of Debtor

X Not Applicable

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only **one** box.)

☐ I request relief in accordance with chapter 15 of Title 11, United States Code. Certified Copies of the documents required by § 1515 of title 11 are attached.

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

X Not Applicable

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Attorney**X /s/ Bradford F. Englander**

Signature of Attorney for Debtor(s)

Bradford F. Englander, Bar No. 11951

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

Whiteford, Taylor & Preston LLP

Firm Name

**3190 Fairview Park Drive, Suite 300
Falls Church, VA 22042-4510**

Address

703-280-9081**703-280-3370**

Telephone Number

Date: November 23, 2010

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

Signature of Non-Attorney Petition Preparer

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

Not Applicable

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

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

Address

X Not Applicable

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

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

X /s/ Sidney M. Bresler

Signature of Authorized Individual

Sidney M. Bresler

Printed Name of Authorized Individual

President of Holliday Manager, Inc.

Title of Authorized Individual

Date: November 23, 2010

1925576

Pending Bankruptcy Cases Filed by Affiliates of RWN-158 Gay Street, LLC

<u>Name of Debtor</u> Jersey Island Owner, LLC	<u>Case No.</u> 10-22970	<u>Date Filed</u> 06/09/2010
<u>District</u> Maryland (Greenbelt)	<u>Relationship</u> Affiliate	<u>Judge</u> Wendelin I. Lipp

<u>Name of Debtor</u> Northbrook Development Parcel Owner, LP	<u>Case No.</u> 10-22983	<u>Date Filed</u> 06/09/2010
<u>District</u> Maryland (Greenbelt)	<u>Relationship</u> Affiliate	<u>Judge</u> Thomas J. Catliota

<u>Name of Debtor</u> Westbury Owner, LLC	<u>Case No.</u> 10-30951	<u>Date Filed</u> 09/12/10
<u>District</u> Maryland (Greenbelt)	<u>Relationship</u> Affiliate	<u>Judge</u> Thomas J. Catliota

<u>Name of Debtor</u> RWN-235 Holliday Street, LLC	<u>Case No.</u>	<u>Date Filed</u> 11/23/2010
<u>District</u> Maryland (Greenbelt)	<u>Relationship</u> Affiliate	<u>Judge</u>

<u>Name of Debtor</u> 407 East Saratoga Garage, LLC	<u>Case No.</u>	<u>Date Filed</u> 11/23/2010
<u>District</u> Maryland (Greenbelt)	<u>Relationship</u> Affiliate	<u>Judge</u>

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND
(Greenbelt Division)**

In re:

RWN-158 GAY STREET, LLC

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* Case No.: 10-

* Chapter 11

Debtor.

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**RESOLUTIONS OF
RWN-158 GAY STREET, LLC**

I, Sidney Bresler, being the President of Holliday Manager, Inc., the manager of Holliday Master, LLC, a limited liability company organized under the laws of the State of Maryland and the sole member (the "Sole Member") of RWN-158 Gay Street, LLC (the "Company"), do hereby certify that the resolutions attached hereto as Exhibit A were duly adopted by the Sole Member by Written Consent on November 23, 2010, which resolutions have not been amended, modified or rescinded and remain in full force and effect.

IN WITNESS WHEREOF, I have signed this certificate on November 23, 2010.

RWN-158 GAY STREET, LLC

**By: Holliday Master, LLC
Its Sole Member**

**By: Holliday Manager, Inc.
Its Manager**

/s/ Sidney M. Bresler

Sidney M. Bresler
President

**CONSENT OF SOLE MEMBER
OF
RWN-158 GAY STREET, LLC**

HOLLIDAY MASTER, LLC (the "Sole Member"), being the sole member of RWN-158 GAY STREET, LLC, a Maryland limited liability company (the "Company"), hereby consents to the adoption of the following resolutions:

WHEREAS, the Sole Member has determined that it is desirable and in the best interest of the Company, its creditors, members and other interested parties, that the Company file a voluntary petition for relief under the Bankruptcy Code.

NOW, THEREFORE, BE IT RESOLVED, that the filing by the Company of a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Maryland (the "Bankruptcy Court") be, and it hereby is, authorized and approved; and it is further

RESOLVED, that the President of Holliday Manager, Inc., and such other officers as he shall from time to time designate (each a "Proper Officer") be, and hereby are, authorized and empowered, in the name of the Company, to execute and verify a petition for relief under chapter 11 of the Bankruptcy Code and to cause the same to be filed with the Bankruptcy Court at such time as the Proper Officers shall determine; and it is further

RESOLVED, that the Proper Officers, be, and each of them hereby is, authorized to execute and file on behalf of the Company all petitions, schedules, lists, documents, pleadings and other papers and to take any and all action that they may deem necessary or proper in connection with the chapter 11 case of the Company; and it is further

RESOLVED, that each Proper Officer be, and each of them hereby is, authorized and directed to retain the law firm Whiteford, Taylor & Preston L.L.P. to render legal services to and to represent the Company in connection with such chapter 11 case and other related matters in connection therewith, upon such terms and conditions as such officers shall approve; and it is further

RESOLVED, that each Proper Officer be, and each of them hereby is, authorized to retain such other professionals as they deem necessary and appropriate to represent, assist or consult with the Company during the chapter 11 case; and it is further

RESOLVED, that each Proper Officer be, and each of them 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, where 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; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any and each Proper Officer, which are necessary or proper to effectuate the intent of the resolutions adopted herein, are hereby in all respects ratified, confirmed, and approved.

IN WITNESS WHEREOF, these resolutions have been adopted as of November 23, 2010.

RWN-158 GAY STREET, LLC

**By: Holliday Master, LLC
Its Sole Member**

**By: Holliday Manager, Inc.
Its Manager**

/s/ Sidney M. Bresler

Sidney M. Bresler
President

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND
(Greenbelt Division)**

In re:

*

RWN-158 GAY STREET, LLC

* Case No.: 10-

* Chapter 11

Debtor.

* * * * *

LIST OF EQUITY SECURITY HOLDERS

RWN-158 Gay Street, LLC, debtor and debtor in possession herein, pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, submits the following list of equity security holders:

<u>Name</u>	<u>Equity Interest</u>
Holliday Master, LLC	100%

I, Sidney Bresler, President of Holliday Manager, Inc., the Manager of Holliday Master, LLC, hereby 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

Dated: November 23, 2010

RWN-158 GAY STREET, LLC

**By: Holliday Master, LLC
Its Sole Member**

**By: Holliday Manager, Inc.
Its Manager**

/s/ Sidney M. Bresler
Sidney M. Bresler
President

**United States Bankruptcy Court
District of Maryland**

In re RWN-158 Gay Street, LLC, Case No. _____
Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(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>
Aronson & Company 805 King Farm Boulevard, Suite 300 Rockville, MD 20850				\$1,000.00
Director of Finance - Baltimore PO Box 17535 Baltimore, MD 21297-1535				\$18,661.87

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

I, Sidney M. Bresler, President of Holliday Manager, Inc. 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: November 23, 2010

Signature: /s/ Sidney M. Bresler

Sidney M. Bresler, President of Holliday Manager, Inc.
(Print Name and Title)

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 MARYLAND

In re: RWN-158 Gay Street, LLC
Debtor

Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 1 sheet(s) is complete, correct and consistent with the debtor's schedules pursuant to Local Bankruptcy Rules and I/we assume all responsibility for errors and omissions.

Dated: November 23, 2010

Signed: /s/ Sidney M. Bresler
Sidney M. Bresler, President of Holliday
Manager, Inc.

Aronson & Company
805 King Farm Boulevard, Suite 300
Rockville, MD 20850

Director of Finance - Baltimore
PO Box 17535
Baltimore, MD 21297-1535

Wells Fargo Bank, N.A.
Attn: Leonard Clark
1753 Pinnacle Drive, 5th Floor
McLean, VA 22102-3844

Wells Fargo Bank, N.A.
D1100-090, 9th Floor
201 S. College Street
Charlotte, NC 28244-0002