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United States Bankruptcy Court District of Maryland				Vol	untary Petition			
Name of Debtor (if individual, enter Last, First, Middle): NC Development, LLC			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 EIN (if more than one, state all): 56-2417061	.D. (ITIN) No./C	Complete	Last four dig EIN (if more				axpayer I.l	D. (ITIN) No./Complete
Street Address of Debtor (No. & Street, City, State & 1516 Jabez Run	z Zip Code):		Street Addre	ess of Jo	int Debte	or (No. & Stree	et, City, Sta	ate & Zip Code):
Millersville, MD	ZIPCODE 211	108	-					ZIPCODE
County of Residence or of the Principal Place of Bus Anne Arundel	iness:		County of Re	esidence	e or of th	ne Principal Pla	ce of Busin	ness:
Mailing Address of Debtor (if different from street a	ddress)		Mailing Add	lress of J	Joint De	btor (if differer	nt from stre	eet address):
	ZIPCODE							ZIPCODE
Location of Principal Assets of Business Debtor (if d	ifferent from str	eet address abo	ove):				_	
151-211 Havenside Court, Cary, NC					1			ZIPCODE 27513
Type of Debtor (Form of Organization) (Check one box.) ☐ Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. ☑ Corporation (includes LLC and LLP) ☐ Partnership ☐ Other (If debtor is not one of the above entities, check this box and state type of entity below.) ☐ Filing Fee (Check one box) ☐ Filing Fee to be paid in installments (Applicable to only). Must attach signed application for the court consideration certifying that the debtor is unable to except in installments. Rule 1006(b). See Official ☐ Filing Fee waiver requested (Applicable to chapter only). Must attach signed application for the court consideration. See Official Form 3B.	Single As U.S.C. § Railroad Stockbrok Commodi Clearing I Other Debtor is Title 26 o Internal R o individuals o pay fee Form 3A.	the United S Check one b Debtor is Check if: Debtor's than \$2,3 Check all ap A plan is	t Entity upplicable.) organization ur states Code (the not a small busine not a small busine aggregate nonc 43,300 (amoun pplicable boxes being filed with	nder e ess debto siness de contingent subject es: th this pe	Chap Chap	the Petitio apter 7 apter 9 apter 11 apter 12 apter 13 bits are primaril tts, defined in 1 D1(8) as "incurr vidual primaril sonal, family, o primaril ter 11 Debtors ined in 11 U.S. defined in 11 U.S. defined in 11 U.S. ated debts owe	n is Filed Cha Rec Mai Cha Rec Non Nature of (Check oney y consume 1 U.S.C. red by an y for a r house- C. § 101(5 J.S.C. § 10 d to non-ir	e box.) Debts are primarily business debts.
					THIS SPACE IS FOR COURT USE ONLY			
Estimated Number of Creditors	00 10,00	000 25,	,001- 2 ,000 5	25,001- 50,000		50,001- 100,000	Over 100,000	
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	1993-2010 EZ-Filing, Inc. 11-

(4/10)	D. (2)	rage 2		
Voluntary Petition (This page must be completed and filed in every case)	Name of Debtor(s): NC Development, LLC			
Prior Bankruptcy Case 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 mo	re than one, attach additional sheet)		
Name of Debtor: See Schedule 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 delivered to the debtor the notice required by § 342(b) of the Bankruptcy Code.			
	Signature of Attorney for Debtor(s)	Date		
Yes, and Exhibit C is attached and made a part of this petition. No Exhi (To be completed by every individual debtor. If a joint petition is filed, each of this is a joint petition:	ach spouse must complete and atta de a part of this petition.	ch a separate Exhibit D.)		
Exhibit D also completed and signed by the joint debtor is attach	ed a made a part of this petition.			
	days than in any other District. partner, or partnership pending in tage of business or principal assets but is a defendant in an action or pro-	this District. in the United States in this District, occeding [in a federal or state court]		
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 or lessor that obtained judgment)				
(Address of lan	dlord or lessor)			
Debtor claims that under applicable nonbankruptcy law, there are the entire monetary default that gave rise to the judgment for pos				
Debtor has included in this petition the deposit with the court of filing of the petition.	any rent that would become due du	uring the 30-day period after the		
☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).				

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February 25, 2011

Date

Voluntary Petition (This page must be completed and filed in every case)	Name of Debtor(s): NC Development, LLC	
	ntures	
Signature(s) of Debtor(s) (Individual/Joint)	Signature of a Foreign Representative	
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 State 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 Telephone Number (If not represented by attorney)	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	
Date Signature of Attorney*	Signature of Non-Attorney Petition Preparer	
X /s/ Aryeh E. Stein Signature of Attorney for Debtor(s) Aryeh E. Stein 24559 Meridian Law, LLC 104 Church Lane, Suite 100 Baltimore, MD 21208 (443) 326-6011 Fax: (410) 653-9061 astein@meridianlawfirm.com	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); 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	
February 25, 2011 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.	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	
Signature of Debtor (Corporation/Partnership)	X	
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/ James W. Thomasson, Sr.	Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above. Date 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:	
A /s/ James W. Thomasson, Sr. Signature of Authorized Individual James W. Thomasson, Sr. Printed Name of Authorized Individual Manager Title of Authorized Individual February 25, 2011	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.	

Case No.

Debtor(s)

VOLUNTARY PETITION Continuation Sheet - Page 1 of 1

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor:

Name of Debtor: FPD, LLC Case Number: 10-30424 Date Filed: 9/3/10 District: Maryland Relationship: Affiliate Judge: Paul Mannes

Name of Debtor: Acorn Land, LLC

Case Number: 10-30437 Date Filed: 9/3/10 District: Maryland Relationship: Affiliate Judge: Paul Mannes

Name of Debtor: Breezewood Homes, LLC

Case Number: 10-30441 Date Filed: 9/3/10 District: Maryland Relationship: Affiliate Judge: Paul Mannes

Name of Debtor: First Development Group, LLC

Case Number: 10-30443 Date Filed: 9/3/10 District: Maryland Relationship: Affiliate Judge: Paul Mannes

Name of Debtor: MD Homes, LLC

Case Number: 10-30444 Date Filed: 9/3/10 District: Maryland Relationship: Affiliate Judge: Paul Mannes

Name of Debtor: NC Homes, LLC

Case Number: 10-30445 Date Filed: 9/3/10 District: Maryland Relationship: Affiliate Judge: Paul Mannes

Name of Debtor: Tidewater Land, LLC

Case Number: 10-30446 Date Filed: 9/3/10 District: Maryland Relationship: Affiliate Judge: Paul Mannes

Name of Debtor: Shadow Brook Farm, LLC

Case Number: Date Filed: District: Maryland Relationship: Affiliate

Judge:

Name of Debtor: 7800 Philadelphia Road, LLC

Case Number: Date Filed: District: Maryland Relationship: Affiliate

Judge:

B4 (Official Form 4) (12/07) Case 11-13720 Doc 1 Filed 02/25/11 Page 5 of 13

United States Bankruptcy Court District of Maryland

IN RE:		Case No.
NC Development, LLC		Chapter 11
	Debtor(s)	•

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 and Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
William J. Keller & Sons 1435 Route 9 Castleton, NY 12033		Trade debt		234,430.55
Builders First Source 8965 Guilford Rd Suite 210 Columbia, MD 21046		Trade debt		35,139.76
Jose's Framers 7955 Lansdale Road Baltimore, MD 21224		Trade debt		33,084.70
Thomas Concrete 611 Tucker Street Raleigh, ND 27603		Trade debt		18,310.49 Collateral: 1,207,500.00 Unsecured: 18,310.49
Eastern Building Components P.O. Box 12305 New Burn, NC 28561		Trade debt		18,241.33
Wake County Revenue Department P.O. Box 96084 Charlotte, NC 28296		Taxes		13,351.91
Celey's Plumbing 8991 NC Hwy 27 East Benson, NC 27504		Trade debt		11,310.00
Alpha Omega Construction P.O. Box 3196 Mathews, NC 28106		Trade debt		10,555.00
Triangle Materials 150 Triange Trade Drive Cary, NC 27513		Trade debt		10,409.90
Accurate Concrete P.O. Box 1078 Carrboro, NC 27510		Trade debt		9,955.20
Queenscape, Inc. 8629 Barefoot Industrial Road Raleigh, NC 27617		Trade debt		8,876.58
Loflin HVAC 4912 Grasshopper Road Raleigh, NC 27610		Trade debt		7,678.00
Diverse Electric 8801 Creedmoor Rd Baltimore, MD 21244		Trade debt		3,390.00
Aiken & Yale Associates 3755 Benson Drive Raleigh, NC 27609		Trade debt		2,140.00

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Outdoor Structures 917 Ellis Rd Durham, NC 27703	Trade debt	2,125.00
Neil Beaulieu 1233 Turner Meadow Drive Raleigh, ND 27603	Trade debt	1,194.00
Robert F. Ross 6868 Apex - Barbews Rd Apex, NC 27502	Trade debt	900.00
Hanson Aggregates 8505 Freeport Pkwy Suite 300 Irving, TX 75063	Trade debt	342.25
Bucks Pest Control 3317 Air Park Rd Fuquay Varina, NC 27526	Trade debt	300.00
R & R Water Services P.O. Box 98566 Raleigh, NC 27624	Trade debt	194.00

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

I, [the president or other officer or an authorized agent of the corporation][or a member or an authorized agent of the partnership] 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: February 25, 2011 Signature: /s/ James W. Thomasson, Sr.

James W. Thomasson, Sr., Manager

(Print Name and Title)

Case 11-13720 Doc 1 Filed 02/25/11 Page 7 of 13

United States Bankruptcy Court District of Maryland

IN RE:	Case No.			
NC Development, LLC	Chapt	Chapter 11		
Debtor(s)	•			
LIST OF EQUITY SECU	URITY HOLDERS			
Registered name and last known address of security holder	Shares (or Percentage)	Security Class (or kind of interest)		
Brookfield Builders And Developers, Inc. 1516 Jabez Run Millersville, MD 21108	16.670000			
Thomasson Brothers, Inc. 1516 Jabez Run Millersville, MD 21108	83.330000			

Case 11-13720 Doc 1 Filed 02/25/11 Page 8 of 13

United States Bankruptcy Court District of Maryland

IN RE:		Case No
NC Development, LLC		Chapter 11
	Debtor(s)	_ • -
	VERIFICATION OF CREDITOR MAT	RIX
The above named debtor(s) here	by verify(ies) that the attached matrix listing creditor	ors is true to the best of my(our) knowledge.
Date: February 25, 2011	Signature: /s/ James W. Thomasson, Sr.	
	James W. Thomasson, Sr., Manag	ger Debtor
Date:	Signature:	
		Joint Debtor, if any

Accurate Concrete P.O. Box 1078 Carrboro, NC 27510

Aiken & Yale Associates 3755 Benson Drive Raleigh, NC 27609

Alpha Omega Construction P.O. Box 3196 Mathews, NC 28106

Bucks Pest Control 3317 Air Park Rd Fuquay Varina, NC 27526

Builders First Source 8965 Guilford Rd Suite 210 Columbia, MD 21046

Celey's Plumbing 8991 NC Hwy 27 East Benson, NC 27504

Diverse Electric 8801 Creedmoor Rd Baltimore, MD 21244

Eastern Building Components P.O. Box 12305 New Burn, NC 28561

Hanson Aggregates 8505 Freeport Pkwy Suite 300 Irving, TX 75063 Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101

Jose's Framers 7955 Lansdale Road Baltimore, MD 21224

Loflin HVAC 4912 Grasshopper Road Raleigh, NC 27610

Neil Beaulieu 1233 Turner Meadow Drive Raleigh, ND 27603

Outdoor Structures 917 Ellis Rd Durham, NC 27703

Queenscape, Inc. 8629 Barefoot Industrial Road Raleigh, NC 27617

R & R Water Services P.O. Box 98566 Raleigh, NC 27624

Robert F. Ross 6868 Apex - Barbews Rd Apex, NC 27502

Thomas Concrete 611 Tucker Street Raleigh, ND 27603 Triangle Materials 150 Triange Trade Drive Cary, NC 27513

Wake County Revenue Department P.O. Box 96084 Charlotte, NC 28296

Wells Fargo 620 Brandywine Parkway West Chester, PA 19380

William J. Keller & Sons 1435 Route 9 Castleton, NY 12033

CERTIFICATE OF RESOLUTIONS OF NC DEVELOPMENT, LLC

The undersigned (the "Members"), being all of the members of NC Development, LLC (the "Company"), hereby consent to the adoption of the following resolutions in lieu of holding a Meeting of the Members:

RESOLVED, that in the judgment of the Members of the Company, it is desirable and in the best interests of the Company, its creditors and other interested parties that a petition be filed by the Company seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"); and it is

RESOLVED FURTHER, that in the judgment of the Member of the Company, it is desirable and in the best interests of the Company, its creditors and other interested parties that the Chapter 11 petition be filed for the purpose of facilitating the sale of the Company's real property (the "Property") pursuant to the relevant provisions of the Bankruptcy Code, in light of the fact that, absent the Chapter 11 filing, the Company's secured lender intends to foreclose on the Company's Property and, in the judgment of the Member of the Company, sale of the Property during a Chapter 11 bankruptcy rather than foreclosure of the Property outside of bankruptcy is in the best interests of the Company, its creditors and other interested parties; and it is

RESOLVED FURTHER, that James Thomasson, Jr. and Michael Thomasson (each, an "Authorized Representative" and together, the "Authorized Representatives") hereby are authorized and empowered on behalf of, and in the name of, the Company acting singly or jointly, to execute and verify or certify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Maryland at such time as such Authorized Representatives executing the same shall determine; and it is;

RESOLVED FURTHER, that the Authorized Representatives hereby are each authorized and empowered on behalf of, and in the name of, the Company, to execute and file all petitions, schedules, lists, and other papers and to take any and all action that any of the members may deem necessary and proper in connection with the Company's Chapter 11 case; and it is

RESOLVED FURTHER, that the law firm of Meridian Law, LLC be employed as attorneys for the Company in the Company's Chapter 11 case under a general retainer; and it is

RESOLVED FURTHER, that each of the Authorized Representatives hereby are authorized and empowered on behalf of, and in the name of, the Company, to retain and employ other attorneys, investment bankers, accountants, consultants and other professionals to assist in the Company's Chapter 11 case on such terms as such member deems necessary, proper and desirable; and it is

RESOLVED FURTHER, that each of the Authorized Representatives and any employees or agents, including counsel, designated by or directed by such Authorized Representatives, be and each hereby is authorized and empowered to cause the Company to enter into, execute, deliver, certify, file, record and perform such Chapter 11 petition, and to take such other actions, as in the judgment of such Authorized Representatives shall be or become necessary, proper and desirable to successfully prosecute or complete the Company's Chapter 11 case, the sale of the Property, and to effectuate the restructuring of the Company's debt, other obligations, organizational form and structure, and ownership of the Company consistent with the foregoing resolutions or as the Authorized Representatives may deem appropriate or desirable, and to carry out and put into effect the purposes of the foregoing resolutions, and the transactions contemplated by these resolutions, their authority thereunto evidenced by the taking of such actions.

Dated: February 25, 2011

MEMBERS:

Thomasson Brothers, Inc.

BY: /s/ James W. Thomasson, Jr.

James W. Thomasson, Jr.

President

Brookfield Builders & Developers, Inc.

BY: /s/ James W. Thomasson, Sr.

James W. Thomasson, Sr.

President