

B1 (Official Form 1)(04/13)

United States Bankruptcy Court District of Maryland		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Berkley Trace, L.L.C.		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)/Complete EIN (if more than one, state all) 22-3819143		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): 39 Cooper Street Woodbury, NJ <div style="text-align: right; font-size: small;">ZIP Code 08096</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Gloucester		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 1339 Stallion Drive Loxahatchee, FL <div style="text-align: right; font-size: small;">ZIP Code 33470</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above): Pines Plaza Shopping Center 11070 Cathell Road Berlin, MD 21811		
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 checked="" 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 type="checkbox"/> Other	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
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	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).	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.
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 \$2,490,925 (amount subject to adjustment on 4/01/16 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).	
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 \$50 million <input type="checkbox"/> \$10,000,001 to \$100 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 <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Berkley Trace, L.L.C.
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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 with 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):
Berkley Trace, L.L.C.

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/ Ronald J Drescher
Signature of Attorney for Debtor(s)

Ronald J Drescher 08712
Printed Name of Attorney for Debtor(s)

Drescher & Associates
Firm Name

4 Reservoir Circle
Suite 107
Baltimore, MD 21208-6360

Address

Email: rondrescher@drescherlaw.com

410 484 9000 Fax: 410 484 8120
Telephone Number

June 17, 2013
Date

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/ Angelo R. Giudice
Signature of Authorized Individual

Angelo R. Giudice
Printed Name of Authorized Individual

Gen Partner of Giudice Parent Company, LP, Member
Title of Authorized Individual

June 17, 2013
Date

Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
District of Maryland**

In re Berkley Trace, L.L.C.

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>
Lewis Enterprises, Inc. aka ASAP Pumping Service PO Box 3664 Salisbury, MD 21802	Lewis Enterprises, Inc. aka ASAP Pumping Service PO Box 3664 Salisbury, MD 21802			68,503.88
Maryland DLLR Office Of Unemployment Insurance Baltimore, MD 21201	Maryland DLLR Office Of Unemployment Insurance Baltimore, MD 21201	Pines Plaza Shopping Center 11070 Cathell Road Berlin, Maryland 21811		1,001.30 (4,520,000.00 secured) (4,533,546.34 senior lien)
Pines Plaza Limited Partnership 10144 Greenbriar Drive Berlin, MD 21811	Pines Plaza Limited Partnership 10144 Greenbriar Drive Berlin, MD 21811	Claim denied by Circuit Court for Worcester County and Court of Special Appeals; on appeal to Maryland Court of Appeals	Disputed	196,666.66
Slavie Federal Savings Bank 1614 Churchville Road Bel Air, MD 21015	Slavie Federal Savings Bank 1614 Churchville Road Bel Air, MD 21015	Pines Plaza Shopping Center 11070 Cathell Road Berlin, Maryland 21811	Disputed	4,533,546.34 (4,520,000.00 secured)

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

In re **Berkley Trace, L.L.C.**

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>

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

I, the Gen Partner of Giudice Parent Company, LP, 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 June 17, 2013

Signature /s/ Angelo R. Giudice
Angelo R. Giudice
Gen Partner of Giudice Parent Company, LP, 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 Maryland**

In re **Berkley Trace, L.L.C.**

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Gen Partner of Giudice Parent Company, LP, 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: **June 17, 2013**

/s/ Angelo R. Giudice

**Angelo R. Giudice/Gen Partner of Giudice Parent Company, LP,
Member
Signer/Title**

AJK Restaurant, Inc
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

All Gentle Dental
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

Angelo R. Giudice
525 E. Seminary Avenue
Towson, MD 21286

Atlantic Physical Therapy
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

Bruce F. Bright, Esq.
Ayres Jenkins Gordy & Almand P A
6200 Coastal Highway
Suite 200
Ocean City, MD 21842

Capital Lighting & Supply
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

Charles J. Jannace, Esq.
231 East Main Street
Salisbury, MD 21801

Chesapeake Laboratories, Inc.
128 E Main Street
PO Box 4547
Salisbury, MD 21801

Craig B. Leavers, Esq.
Hofmeister, Breza & Leavers
Executive Plaza III
11350 McCormick Road, Suite 1300
Hunt Valley, MD 21031

Deborah H Devan, Esq.
Neuberger, Quinn, Gielen, Rubin & Gibber
Commerce Place, 27th Floor
One South Street
Baltimore, MD 21202

Family Dollar Stores of Maryland
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

Fred E. Allen
1339 Stallion Drive
Loxahatchee, FL 33470

Garrett Sheller, Esq.
Long, Badger, Sheller & Smith, LLP
124 E. Main Street
PO Box 259
Salisbury, MD 21803-0259

George Brown, Esq.
Kramon & Graham, P.A.
One South Street
Suite 2600
Baltimore, MD 21202

Hunan Gardens Restaurant
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

James Eckman
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

James P Joyce
7115 Ambassador Road
Windsor Mill, MD 21244

John B Robins, Esq.
128 E Main Street
PO Box 506
Salisbury, MD 21803-0506

John W. Rees, Jr.
11070 Cathell Rd. #8
Berlin, MD 21811

Joseph Moore, Esq.
Williams, Hammond, Morre, Shockley
3509 Coastal Hwy
Ocean City, MD 21842

Lewis Enterprises, Inc.
aka ASAP Pumping Service
PO Box 3664
Salisbury, MD 21802

Maryland DLLR
Office Of Unemployment Insurance
Baltimore, MD 21201

Miller Commercial Real Estate
123 Camden Street
Salisbury, MD 21801

Paul M. Sandler, Esq.
Shapiro, Sher, Guinot & Sandler
36 South Charles Street
Suite 2000
Baltimore, MD 21201-3147

Pines Plaza Limited Partnership
10144 Greenbriar Drive
Berlin, MD 21811

Pines Plaza Shoopping Center, LLC
2700 Lighthouse Point East
Suite 274
Baltimore, MD 21224

Pines Wash & Fold
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

Q-C Pines Plaza LLC
909 10th Street
Naples, FL 34102

Roger E. Wager II
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

Shuler's All Pro Car Wash
Pines Plaza Shopping Center
11070 Cathell Road
Berlin, MD 21811

Slavie Federal Savings Bank
1614 Churchville Road
Bel Air, MD 21015

The Hampton Company
7115 Ambassador Road
Windsor Mill, MD 21244

**United States Bankruptcy Court
District of Maryland**

In re **Berkley Trace, L.L.C.**

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 **Berkley Trace, L.L.C.** 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:

Giudice Parent Co. LP
Angelo R. Giudice
525 E. Seminary Avenue
Towson, MD 21286

None [*Check if applicable*]

June 17, 2013

Date

/s/ Ronald J Drescher

Ronald J Drescher

Signature of Attorney or Litigant

Counsel for **Berkley Trace, L.L.C.**

Drescher & Associates

4 Reservoir Circle

Suite 107

Baltimore, MD 21208-6360

410 484 9000 Fax:410 484 8120

rondrescher@drescherlaw.com