B1 (Official For	m 17(04)		United		Banki		Court				Vol	untary	Petition
Name of Debto			er Last, First,	, Middle):			Name	of Joint De	ebtor (Spouse	) (Last, First	, Middle):		
	All Other Names used by the Debtor in the last 8 years include married, maiden, and trade names):						used by the J maiden, and			3 years			
Last four digits (if more than one, sta	te all)	Sec. or Indi	vidual-Taxpa	ayer I.D. (	ITIN)/Com	plete EIN	Last for	our digits o	f Soc. Sec. or	Individual-	Гахрауег I.	D. (ITIN) No	o./Complete EIN
Street Address of 400 Hickor Suite 101		•	Street, City, a	and State)	:			Address of	Joint Debtor	(No. and St	reet, City, a	nd State):	
Aberdeen,	MD				Г	ZIP Code 21001							ZIP Code
County of Resid	dence or	of the Princ	cipal Place o	f Business			Count	y of Reside	ence or of the	Principal Pla	ace of Busi	ness:	
Mailing Addres	s of Deb	tor (if diffe	rent from str	eet addres	ss):		Mailir	ng Address	of Joint Debt	or (if differe	nt from stre	et address):	
					_	ZIP Code	:						ZIP Code
Location of Prir (if different fror	ncipal As n street a	ssets of Bus address abo	iness Debtor ve):	•									1
	Type of		one hov)			of Business	;		-	of Bankrup Petition is Fi	•		:h
<ul> <li>(Form of Organization) (Check one box)</li> <li>☐ Individual (includes Joint Debtors)</li> <li>See Exhibit D on page 2 of this form.</li> <li>☐ Corporation (includes LLC and LLP)</li> <li>☐ Partnership</li> <li>☐ Other (If debtor is not one of the above entities, check this box and state type of entity below.)</li> </ul>			☐ Health Care Business ☐ Single Asset Real Estate as defi in 11 U.S.C. § 101 (51B) ☐ Railroad ☐ Stockbroker ☐ Commodity Broker ☐ Clearing Bank		s defined	☐ Chapt ☐ Chapt ☐ Chapt ☐ Chapt ☐ Chapt ☐ Chapt	er 7 er 9 er 11 er 12	☐ Cl of ☐ Cl	hapter 15 P a Foreign hapter 15 P	etition for R Main Procee etition for R Nonmain Pro	eding ecognition		
	-	5 Debtors		Othe		mpt Entity	,				e of Debts		
Each country in v by, regarding, or	which a fo	reign procee	ding	unde		, if applicable empt organize the United S	e) zation tates	defined "incurr	are primarily conditions of the second of th	onsumer debts, 101(8) as dual primarily	for	_	are primarily ess debts.
_		•	heck one box	κ)			one box:	11.1 .	•	ter 11 Debt		<u> </u>	
debtor is unab Form 3A.  ☐ Filing Fee wa	be paid in applicatio ble to pay iver reque	installments in for the cou- fee except in ested (applica	art's considerat installments.	ion certifyi Rule 1006( 7 individua	ng that the (b). See Office als only). Mu	Check Check Check Check	Debtor is not if: Debtor's agg are less than all applicable	a small busing regate nonco \$2,490,925 (see boxes:		defined in 11 U	J.S.C. § 1010 cluding debts	(51D).	lers or affiliates) e years thereafter).
attach signed	аррисано	ii ioi tiic cot	ırt's considerat	ion. see or	nciai roini c	U -			vere solicited pr S.C. § 1126(b).	repetition from	one or more	e classes of cre	editors,
Statistical/Adm Debtor estin Debtor estin there will be	nates that	t funds will t, after any	be available	erty is ex	cluded and	administrat		es paid,		THIS	SPACE IS	FOR COURT	USE ONLY
	_	reditors  100- 199		1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	OVER 100,000				
\$50,000 \$	550,001 to 5100,000	\$100,001 to \$500,000	to \$1	\$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					
Estimated Liabi	_	\$100,001 to \$500,000	to \$1	\$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					

**B1** (Official Form 1)(04/13) Page 2 Name of Debtor(s): Voluntary Petition **TSLP Investments, LLC** (This page must be completed and filed in every case) All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet) Case Number: Location Date Filed: Where Filed: - None -Date Filed: Location Case Number: Where Filed: Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet) Name of Debtor: Case Number: Date Filed: - None -District: Relationship: Judge: Exhibit B Exhibit A (To be completed if debtor is an individual whose debts are primarily consumer debts.) (To be completed if debtor is required to file periodic reports (e.g., I, the attorney for the petitioner named in the foregoing petition, declare that I forms 10K and 10Q) with the Securities and Exchange Commission 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 pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 under each such chapter. I further certify that I delivered to the debtor the notice and is requesting relief under chapter 11.) required by 11 U.S.C. §342(b). ☐ Exhibit A is attached and made a part of this petition. 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 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)).

B1 (Official Form 1)(04/13) Page 3

#### Voluntary Petition

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

#### 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 Attorney\*

#### X /s/ Stephen F. Fruin

Signature of Attorney for Debtor(s)

#### Stephen F. Fruin 08456

Printed Name of Attorney for Debtor(s)

#### Whiteford, Taylor & Preston, LLP

Firm Name

7 Saint Paul Street Suite 1800 Baltimore, MD 21202-1636

Address

Email: sfruin@wtplaw.com

#### 410-347-9494 Fax: 410-234-2356

Telephone Number

## March 13, 2014

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.

### $\mathbf{X}$ /s/ Leonard A. Parrish, Member of Palm Investments, LLC

Signature of Authorized Individual

#### Leonard A. Parrish, Member of Palm Investments, LLC

Printed Name of Authorized Individual

### Palm Investments, LLC, Managing Member of TSLP Investments bankruptcy petition preparer's failure to comply with the provisions of

Title of Authorized Individual

#### March 13, 2014

Date

Name of Debtor(s):

**TSLP Investments, LLC** 

#### **Signatures**

#### 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 bankrutpcy 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.)

 $\mathbf{v}$ 

Date

Address

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.

entsA 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.

## WRITTEN CONSENT OF MANAGING MEMBER OF TSLP INVESTMENTS, LLC

(Pursuant to Title 4A of the Maryland Corporations and Associations Article)

The undersigned, being the managing member of TSLP Investments, LLC, a Maryland limited liability company (the "Company"), does hereby consent to, approve and ratify the following resolutions and actions:

**RESOLVED**, that in the judgment of the managing member it is desirable and in the best interest of the Company, its creditors, stockholders and other interested parties, that the Company file a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"); and it is further

**RESOLVED**, that the filing by the Company of a 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 Palm Investments, LLC, as the managing member of the Company (the "Managing Member"), 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 and to cause the same to be filed with the Bankruptcy Court at such time as the Managing Member executing said petition on behalf of the Company shall determine; and it is further

**RESOLVED**, that the Managing Member, and such other officers as it shall from time to time designate in writing as an authorized officer (together, the "Authorized Officers"), be, and each of them hereby is, authorized to execute and file on behalf of the Company all petitions, schedules, lists 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 the Authorized Officers are hereby authorized and directed to retain the law firm of Whiteford, Taylor & Preston, L.L.P. to render legal services to and to represent the Company in connection with such Chapter 11 proceedings and other related matters in connection therewith, upon such terms and conditions as such officers shall approve; and it is further

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**RESOLVED**, that the Authorized Officers are hereby 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 the Authorized Officers 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

FINALLY RESOLVED, that all acts lawfully done or actions lawfully taken by the Authorized Officers, and any such other officers as they shall from time to time designate, which are necessary to effectuate the intent of the resolutions adopted herein, are hereby in all respects ratified, confirmed, and approved.

IN WITNESS WHEREOF, the Managing Member has executed this consent as of March 12, 2014.

TSLP Investments, LLC

By: Palm Investments, LLC, Managing Member

Name: Leonard A. Parrish

Title: Member

2085555

**B4** (Official Form 4) (12/07)

### United States Bankruptcy Court District of Maryland

In re	TSLP Investments, LLC			
		Debtor(s)	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)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
4692 Millennium Drive Office Condominium 4692 Millennium Drive Belcamp, MD 21017	4692 Millennium Drive Office Condominium 4692 Millennium Drive Belcamp, MD 21017	Common Area Maintenance		11,088.00
M&T Bank Attn: Commercial Lending Operations / Payoffs One Fountain Plaza, 3rd Floor Buffalo, NY 14203	M&T Bank Attn: Commercial Lending Operations / Payoffs Buffalo, NY 14203	Loan		165,670.36
Nelson M. Polun 1220 Churchville Road Bel Air, MD 21014	Nelson Polun 1220 Churchville Road Bel Air, MD 21014	Loan		72,000.00
PeoplesBank 105 Leader Heights Road P. O. Box 2887 York, PA 17405-2887	PeoplesBank 105 Leader Heights Road P. O. Box 2887 York, PA 17405-2887	Guaranty		Unknown
Talmadge E. Simons 400 Hickory Drive Suite 101 Aberdeen, MD 21001	Talmadge Simons 400 Hickory Drive Suite 101 Aberdeen, MD 21001	Loan		72,000.00
Youk Insurance Company 2011 Rock Spring Road Forest Hill, MD 21050	Youk Insurance Company 2011 Rock Spring Road Forest Hill, MD 21050	Insurance		1,560.00

## Case 14-13843 Doc 1 Filed 03/13/14 Page 7 of 11

B4 (Offic	ial Form 4) (12/07) - Cont.			
In re	TSLP Investments, LLC		Case No.	
		Debtor(s)		

#### LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(2)	(3)	(4)	(5)
Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor  Nature of claim (trade debt, bank loan, government contract,	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted  Nature of claim (trade debt, bank loan, government contract, etc.)  Indicate if claim is contingent, unliquidated, disputed, or

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

I, the Palm Investments, LLC, Managing Member of TSLP Investments 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 13, 2014	Signature	/s/ Leonard A. Parrish, Member of Palm Investments, LLC
			Leonard A. Parrish, Member of Palm Investments, LLC
			Palm Investments, LLC, Managing Member of TSLP

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	TSLP Investments, LLC		Case No.	
-	· · · · · · · · · · · · · · · · · · ·	Debtor		
			Chapter	11

## LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
PALM Investments, LLC c/o Leonard A. Parrish 400 Hickory Drive Suite 101 Aberdeen, MD 21001		33 1/3 % Ownership Interest	Member
PFL Partnership c/o Nelson M. Polun 400 Hickory Drive Suite 101 Aberdeen, MD 21001		33 1/3 % Ownership Interest	Member
Simons-Water's Edge LLC c/o Talmadge E. Simons 400 Hickory Drive Suite 101 Aberdeen, MD 21001		33 1/3 % Ownership Interest	Member

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

I, the Palm Investments, LLC, Managing Member of TSLP Investments of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

(	correct to the best of my information and belief.	
Date	March 13 2014	Signature Is/ Leonard A Parrish Member of Palm Investmen

Leonard A. Parrish, Member of Palm Investments, LLC
Palm Investments, LLC, Managing Member of TSLP Inves

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	TSLP Investments, LLC		Case No.	
		Debtor(s)	Chapter	
	VERIFICAT	ION OF CREDITOR MA	ATRIX	
I the Pa	ulm Investments, LLC, Managing Member of T	TSI P Investments of the cornoration	named as the	debtor in this case, hereby
1, 1110 1 a	ini investments, EEC, wanaging weinder or	13L1 investments of the corporation	named as the	debtof in this case, hereby
verify th	nat the attached list of creditors is true and corn	rect to the best of my knowledge.		
Date:	March 13, 2014	/s/ Leonard A. Parrish, Member of	Palm Invest	ments, LLC
		Leonard A. Parrish, Member of Pa	ılm Investme	ents, LLC/Palm
		Investments, LLC, Managing Men	ber of TSLP	Investments
		Signer/Title		

4692 Millennium Drive Office Condominium 4692 Millennium Drive Belcamp, MD 21017

Harford County Maryland 202 S. Main Street Bel Air, MD 21014

M&T Bank Attn: Commercial Lending Operations / Payoffs One Fountain Plaza, 3rd Floor Buffalo, NY 14203

Nelson M. Polun 1220 Churchville Road Bel Air, MD 21014

PeoplesBank 105 Leader Heights Road P. O. Box 2887 York, PA 17405-2887

Talmadge E. Simons 400 Hickory Drive Suite 101 Aberdeen, MD 21001

Youk Insurance Company 2011 Rock Spring Road Forest Hill, MD 21050

## United States Bankruptcy Court District of Maryland

In re	TSLP Investments, LLC		Case No.	
		Debtor(s)	Chapter	11
	CORPORAT	TE OWNERSHIP STATEMENT (	RULE 7007.1)	
or recu follow more o PALM c/o Le 400 Hi Suite	usal, the undersigned counsel for	rocedure 7007.1 and to enable the Jurst In the above han the debtor or a governmental unitequity interests, or states that there are	captioned action, that directly	on, certifies that the or indirectly own(s) 10% or
PFL P c/o Ne 400 Hi Suite	artnership elson M. Polun ickory Drive			
c/o Ta 400 Hi Suite	ns-Water's Edge LLC Ilmadge E. Simons ickory Drive 101 Ieen, MD 21001			
	ne [ <i>Check if applicable</i> ] n 13, 2014	/s/ Stephen F. Fruin		
Date	1 13, 2014	Stephen F. Fruin 08456		
		Signature of Attorney or Litiga Counsel for TSLP Investment: Whiteford, Taylor & Preston, LLI 7 Saint Paul Street Suite 1800 Baltimore, MD 21202-1636 410-347-9494 Fax:410-234-2356	s, LLC	