

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

EASTERN DISTRICT OF MICHIGAN, NORTHERN DIVISION-BAY CITY

Case number (if known) \_\_\_\_\_ Chapter 11

Check if this an amended filing

**Official Form 201**

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Zaremba Group, L.L.C.

2. All other names debtor used in the last 8 years  
Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 38-3187977

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>8692 M-32</u> <u>Elmira, MI 49730</u> Number, Street, City, State & ZIP Code	<u>P.O. Box 649</u> <u>Gaylord, MI 49734</u> P.O. Box, Number, Street, City, State & ZIP Code
	<u>Otsego</u> County	Location of principal assets, if different from principal place of business _____ Number, Street, City, State & ZIP Code

5. Debtor's website (URL) \_\_\_\_\_

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify: \_\_\_\_\_

**7. Describe debtor's business**

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

2111

**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor _____	Relationship _____
District _____	When _____ Case number, if known _____

**11. Why is the case filed in this district?**

Check all that apply:

- Debtor has had its domicile, 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.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
What is the hazard? \_\_\_\_\_

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_

Number, Street, City, State & ZIP Code

**Is the property insured?**

No

Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information**

**13. Debtor's estimation of available funds**

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**

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

More than 100,000

**15. Estimated Assets**

\$0 - \$50,000

\$50,001 - \$100,000

\$100,001 - \$500,000

\$500,001 - \$1 million

\$1,000,001 - \$10 million

\$10,000,001 - \$50 million

\$50,000,001 - \$100 million

\$100,000,001 - \$500 million

\$500,000,001 - \$1 billion

\$1,000,000,001 - \$10 billion

\$10,000,000,001 - \$50 billion

More than \$50 billion

**16. Estimated liabilities**

\$0 - \$50,000

\$50,001 - \$100,000

\$100,001 - \$500,000

\$500,001 - \$1 million

\$1,000,001 - \$10 million

\$10,000,001 - \$50 million

\$50,000,001 - \$100 million

\$100,000,001 - \$500 million

\$500,000,001 - \$1 billion

\$1,000,000,001 - \$10 billion

\$10,000,000,001 - \$50 billion

More than \$50 billion

Debtor Zaremba Group, L.L.C.  
Name

Case number (if known) \_\_\_\_\_

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

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

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 4, 2018  
MM / DD / YYYY

/s/ James Zaremba  
Signature of authorized representative of debtor  
  
Title Managing Member

James Zaremba  
Printed name

**18. Signature of attorney**

/s/ Rozanne M. Giunta  
Signature of attorney for debtor

Date October 4, 2018  
MM / DD / YYYY

Rozanne M. Giunta P29969  
Printed name

Warner Norcross & Judd, LLP  
Firm name

715 E. Main Street  
Suite 110  
Midland, MI 48640-5382  
Number, Street, City, State & ZIP Code

Contact phone 989-698-3758 Email address rgiunta@wnj.com

P29969 MI  
Bar number and State

**United States Bankruptcy Court**  
**Eastern District of Michigan, Northern Division-Bay City**

In re Zaremba Group, LLC

Debtor(s)

Case No.  
Chapter

11

**STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION**

I, **James Zaremba**, declare under penalty of perjury that I am the **Managing Member** of **Zaremba Group, LLC**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said Company at a special meeting duly called and held on the 4th day of October, 2018.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **James Zaremba, Managing Member** of this Company, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the Company; and

Be It Further Resolved, that **James Zaremba, Managing Member** of this Company is authorized and directed to appear in all bankruptcy proceedings on behalf of the Company, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Company in connection with such bankruptcy case, and

Be It Further Resolved, that **James Zaremba, Managing Member** of this Company is authorized and directed to employ **Rozanne M. Giunta P29969**, attorney and the law firm of **Warner Norcross & Judd, LLP** to represent the Company in such bankruptcy case."

Date October 4, 2018

Signed /s/ James Zaremba  
**James Zaremba**

Resolution of Board of Directors  
of  
**Zaremba Group, LLC**

Whereas, it is in the best interest of this Company to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **James Zaremba, Managing Member** of this Company, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the Company; and

Be It Further Resolved, that **James Zaremba, Managing Member** of this Company is authorized and directed to appear in all bankruptcy proceedings on behalf of the Company, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Company in connection with such bankruptcy case, and

Be It Further Resolved, that **James Zaremba, Managing Member** of this Company is authorized and directed to employ **Rozanne M. Giunta P29969**, attorney and the law firm of **Warner Norcross & Judd, LLP** to represent the Company in such bankruptcy case.

Date October 4, 2018

Signed /s/ James Zaremba

**United States Bankruptcy Court  
Eastern District of Michigan, Northern Division-Bay City**

In re Zaremba Group, L.L.C.

Debtor(s)

Case No.  
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
<b>Carrie Anne Saville 10516 Halsey Road Grand Blanc, MI 48439</b>		<b>18.330398%</b>	<b>Ownership</b>
<b>Cathy Smalley 3621 Oak Park Drive Saline, MI 48176</b>		<b>18.330398%</b>	<b>Ownership</b>
<b>James Zaremba 125 N. Estates Drive Gaylord, MI 49735</b>		<b>18.33039%</b>	<b>Ownership</b>
<b>John Zaremba 10922 Manglos Road Elmira, MI 49730</b>		<b>18.33039%</b>	<b>Ownership</b>
<b>Yvonne Zaremba P.O. Box 75 Elmira, MI 49730</b>		<b>26.678408%</b>	<b>Ownership</b>

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF 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 of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date October 4, 2018

Signature /s/ James Zaremba  
**James Zaremba**

*Penalty for making a false statement of 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  
Eastern District of Michigan, Northern Division-Bay City**

In re **Zaremba Group, L.L.C.**

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: **October 4, 2018**

**/s/ James Zaremba**

**James Zaremba/Managing Member**

Signer/Title



BW & US Tax Office  
3024 W. Grand Blvd., Ste. 11-500  
Detroit, MI 48202

Internal Revenue Service  
P.O. Box 7346  
Philadelphia, PA 19101-7346

Michigan Department of Treasury  
Bankruptcy Unit  
P.O. Box 30168  
Lansing, MI 48909

Michigan Unemployment Agency  
P.O. Box 169  
Grand Rapids, MI 49501

SBSE/Insolvency Unit  
Internal Revenue Service  
Box 330500 - Stop 15  
Detroit, MI 48232

U.S. Attorney  
Attn: Civil Division  
101 First Street, Suite 200  
Bay City, MI 48708

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Lansing, MI 48913

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Elmira, MI 49730

Mark C. Rossman  
Rossman Saxe, P.C.  
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Troy, MI 48084

Sitz Tax  
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Gaylord, MI 49734

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