

**United States Bankruptcy Court
District of Minnesota**

Voluntary Petition

| | |
|--|---|
| Name of Debtor (if individual, enter Last, First, Middle): Noble Nursery Retail, Inc. | 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): DBA Noble Landscape and Garden Center | 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) No./Complete EIN (if more than one, state all) 41-1444861 | 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): 2456 125th Avenue NE Blaine, MN | Street Address of Joint Debtor (No. and Street, City, and State): |
| ZIP Code 55449 | ZIP Code |
| County of Residence or of the Principal Place of Business: Anoka | 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): | |

| | | |
|---|---|---|
| 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 <hr/> 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 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 \$2,190,000. 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. | |
| Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input checked="" 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 | THIS SPACE IS FOR COURT USE ONLY |
| 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 <i>(This page must be completed and filed in every case)</i> | Name of Debtor(s): Noble Nursery Retail, Inc. |
|---|---|

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> |
|---|--|

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):
Noble Nursery Retail, Inc.

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 Attorney*

X /s/ Thomas G. Wallrich
Signature of Attorney for Debtor(s)

Thomas G. Wallrich 213354
Printed Name of Attorney for Debtor(s)

Hinshaw & Culbertson LLP
Firm Name

**333 South Seventh Street
Suite 2000
Minneapolis, MN 55402**

Address

612-333-3434
Telephone Number

March 19, 2010
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 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 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/ Leo Vander Broek
Signature of Authorized Individual

Leo Vander Broek
Printed Name of Authorized Individual

President
Title of Authorized Individual

March 19, 2010
Date

**United States Bankruptcy Court
District of Minnesota**

In re **Noble Nursery Retail, Inc.**

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> |
| TCM Development Company 3495 Vadnais Center Drive Vadnais Heights, MN 55110 | TCM Development Company 3495 Vadnais Center Drive Vadnais Heights, MN 55110 | Money Loaned | | 1,322,000.00 (1,000,000.00 secured) (1,803,551.09 senior lien) |
| Village Bank 9298 Central Avenue Blaine, MN 55434 | Village Bank 9298 Central Avenue Blaine, MN 55434 | Money Loaned | | 1,803,551.09 (1,000,000.00 secured) |
| Village Bank 9298 Central Avenue Blaine, MN 55434 | Village Bank 9298 Central Avenue Blaine, MN 55434 | Money Loaned | | 748,509.19 (759,047.27 secured) (645,357.03 senior lien) |
| Marietta Anderson 1003 Terrace Road NE Blaine, MN 55434 | Marietta Anderson 1003 Terrace Road NE Blaine, MN 55434 | Obligations Related to Sale of Equity Interest | | 535,809.89 |
| Bailey Nurseries, Inc. 1325 Bailey Road Saint Paul, MN 55119 | Bailey Nurseries, Inc. 1325 Bailey Road Saint Paul, MN 55119 | Trade Debt | | 175,067.89 |
| Bachman's Inc. Credit Dept. 6010 Lyndale Avenue South Minneapolis, MN 55419-2289 | Bachman's Inc. Credit Dept. 6010 Lyndale Avenue South Minneapolis, MN 55419-2289 | Trade Debt | | 118,051.16 |
| Village Bank 9298 Central Avenue Blaine, MN 55434 | Village Bank 9298 Central Avenue Blaine, MN 55434 | Money Loaned | | 130,176.58 (78,000.00 secured) |
| Irrigation by Design, Inc. 14070 23rd Avenue N. Plymouth, MN 55447 | Irrigation by Design, Inc. 14070 23rd Avenue N. Plymouth, MN 55447 | Trade debt | Disputed | 51,116.21 |
| Minnesota Dept. of Revenue P.O. Box 64651 Saint Paul, MN 55164 | Minnesota Dept. of Revenue P.O. Box 64651 Saint Paul, MN 55164 | Sales Tax | | 47,252.02 |
| Carefree Lawn Sprinklers, Inc. 4700 Osseo Road Minneapolis, MN 55430 | Carefree Lawn Sprinklers, Inc. 4700 Osseo Road Minneapolis, MN 55430 | Trade debt | | 32,026.15 |

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> |
| Advanta P.O. Box 8088 Philadelphia, PA 19101-8088 | Advanta P.O. Box 8088 Philadelphia, PA 19101-8088 | Money Loaned | | 30,094.32 |
| Bank of America Business Card P.O. Box 15710 Wilmington, DE 19886 | Bank of America Business Card P.O. Box 15710 Wilmington, DE 19886 | Money Loaned | | 28,026.76 |
| Miller Trucking 2742 50th Street NE Buffalo, MN 55313 | Miller Trucking 2742 50th Street NE Buffalo, MN 55313 | Trade Debt | | 27,700.16 |
| Wells Fargo P.O. Box 348750 Sacramento, CA 95834 | Wells Fargo P.O. Box 348750 Sacramento, CA 95834 | Money Loaned | | 25,832.86 |
| Home Depot Master Card P.O. Box 6925 The Lakes, NV 88901-6925 | Home Depot Master Card P.O. Box 6925 The Lakes, NV 88901-6925 | Money Loaned | | 24,263.32 |
| Minnesota Laborer's Fund P.O. Box 124 Minneapolis, MN 55440-0124 | Minnesota Laborer's Fund P.O. Box 124 Minneapolis, MN 55440-0124 | Union Benefits | | 20,178.16 |
| CNH Capital P.O. Box 3900 Lancaster, PA 17604-3900 | CNH Capital P.O. Box 3900 Lancaster, PA 17604-3900 | Credit Card | | 20,078.97 |
| Capital One P.O. Box 60599 City of Industry, CA 91716 | Capital One P.O. Box 60599 City of Industry, CA 91716 | Money Loaned | | 18,361.25 |
| US Bank Visa P.O. Box 790408 Saint Louis, MO 63179-0408 | US Bank Visa P.O. Box 790408 Saint Louis, MO 63179-0408 | Money Loaned | | 18,000.00 |
| United Hardware Distributing, Co. P.O. Box 410 Minneapolis, MN 55440-0410 | United Hardware Distributing, Co. P.O. Box 410 Minneapolis, MN 55440-0410 | Trade Debt | | 17,443.43 |

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

I, the President 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 19, 2010

Signature /s/ Leo Vander Broek
Leo Vander Broek
President

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 Minnesota**

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

| NAME OF SCHEDULE | ATTACHED (YES/NO) | NO. OF SHEETS | ASSETS | LIABILITIES | OTHER |
|--|----------------------|------------------|---------------------|---------------------|------------|
| A - Real Property | Yes | 1 | 1,000,000.00 | | |
| B - Personal Property | Yes | 4 | 855,047.27 | | |
| C - Property Claimed as Exempt | No | 0 | | | |
| D - Creditors Holding Secured Claims | Yes | 3 | | 4,114,220.23 | |
| E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E) | Yes | 5 | | 76,738.57 | |
| F - Creditors Holding Unsecured Nonpriority Claims | Yes | 20 | | 1,618,463.84 | |
| G - Executory Contracts and Unexpired Leases | Yes | 1 | | | |
| H - Codebtors | Yes | 2 | | | |
| I - Current Income of Individual Debtor(s) | No | 0 | | | N/A |
| J - Current Expenditures of Individual Debtor(s) | No | 0 | | | N/A |
| Total Number of Sheets of ALL Schedules | | 36 | | | |
| Total Assets | | | 1,855,047.27 | | |
| Total Liabilities | | | | 5,809,422.64 | |

**United States Bankruptcy Court
District of Minnesota**

In re **Noble Nursery Retail, Inc.**
Debtor

Case No. _____

Chapter 11

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

| Type of Liability | Amount |
|---|--------|
| Domestic Support Obligations (from Schedule E) | |
| Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E) | |
| Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed) | |
| Student Loan Obligations (from Schedule F) | |
| Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E | |
| Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F) | |
| TOTAL | |

State the following:

| | |
|---|--|
| Average Income (from Schedule I, Line 16) | |
| Average Expenses (from Schedule J, Line 18) | |
| Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20) | |

State the following:

| | | |
|--|--|--|
| 1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column | | |
| 2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column | | |
| 3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column | | |
| 4. Total from Schedule F | | |
| 5. Total of non-priority unsecured debt (sum of 1, 3, and 4) | | |

In re Noble Nursery Retail, Inc. Case No. _____
 Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

| Description and Location of Property | Nature of Debtor's Interest in Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption | Amount of Secured Claim |
|---|---|------------------------------------|--|-------------------------|
| Location: 2456 125th Avenue NE, Blaine MN 55449, Anoka County, Minnesota. | Fee simple | - | 1,000,000.00 | 3,125,551.09 |

Sub-Total > **1,000,000.00** (Total of this page)
 Total > **1,000,000.00**
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re Noble Nursery Retail, Inc.
 Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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).

| Type of Property | N O N E | Description and Location of Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption |
|--|------------------|--------------------------------------|---|---|
| 1. Cash on hand | X | | | |
| 2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives. | | Village Bank; Acct. No. xxx6227 | - | 2.27 |
| | | Village Bank; Acct. No. xxx5822 | - | 36.47 |
| | | Village Bank; Acct. No. xxx3181 | - | 4.59 |
| | | 1st Regents Bank; Acct. No. xxx4860 | - | 116,975.24 |
| 3. Security deposits with public utilities, telephone companies, landlords, and others. | X | | | |
| 4. Household goods and furnishings, including audio, video, and computer equipment. | X | | | |
| 5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles. | X | | | |
| 6. Wearing apparel. | X | | | |
| 7. Furs and jewelry. | X | | | |
| 8. Firearms and sports, photographic, and other hobby equipment. | X | | | |
| 9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each. | X | | | |
| 10. Annuities. Itemize and name each issuer. | X | | | |
| Sub-Total > | | | | 117,018.57 |
| (Total of this page) | | | | |

3 continuation sheets attached to the Schedule of Personal Property

In re Noble Nursery Retail, Inc.
 Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

| Type of Property | N O N E | Description and Location of Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption |
|---|------------------|--------------------------------------|---|---|
| 11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).) | X | | | |
| 12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars. | X | | | |
| 13. Stock and interests in incorporated and unincorporated businesses. Itemize. | X | | | |
| 14. Interests in partnerships or joint ventures. Itemize. | X | | | |
| 15. Government and corporate bonds and other negotiable and nonnegotiable instruments. | X | | | |
| 16. Accounts receivable. | | Accounts Receivable | - | 98,276.01 |
| 17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars. | X | | | |
| 18. Other liquidated debts owed to debtor including tax refunds. Give particulars. | X | | | |
| 19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property. | X | | | |
| 20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust. | X | | | |
| 21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each. | | Retainages | - | 279,643.69 |

Sub-Total > **377,919.70**
 (Total of this page)

Sheet 1 of 3 continuation sheets attached to the Schedule of Personal Property

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

| Type of Property | N O N E | Description and Location of Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption |
|---|------------------|--|---|---|
| 22. Patents, copyrights, and other intellectual property. Give particulars. | X | | | |
| 23. Licenses, franchises, and other general intangibles. Give particulars. | X | | | |
| 24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes. | X | | | |
| 25. Automobiles, trucks, trailers, and other vehicles and accessories. | | 1991 GMC Dump Truck | - | 7,000.00 |
| | | 1985 INTL 2T Dump Truck | - | 7,000.00 |
| | | 1997 Freightliner Dump Truck | - | 15,000.00 |
| | | 1997 Chevy 2500 Diesel Truck | - | 2,000.00 |
| | | 1997 Ford COF Truck | - | 7,000.00 |
| | | 1995 Ford F250 Truck | - | 2,000.00 |
| | | 1999 Ford F250 Truck | - | 5,000.00 |
| | | 1997 Ford F250 4x4 Truck | - | 2,000.00 |
| | | 2006 Mitsubishi 4W Endeavor | - | 12,000.00 |
| | | 2004 Chevy 1/2 ton LWB Pickup Truck | - | 5,000.00 |
| | | 1988 INTL Truck | - | 5,000.00 |
| | | 1997 Chevrolet Truck | - | 6,000.00 |
| | | 1996 Chevrolet Kodiak | - | 7,000.00 |
| | | 2000 Chevrolet 2500 Ext Cab | - | 2,000.00 |
| | | 1998 Dodge Pickup 4x4 | - | 3,000.00 |
| | | 1995 Chevrolet CC Kodiak | - | 7,000.00 |
| | | | Sub-Total > | 94,000.00 |
| | | | (Total of this page) | |

Sheet 2 of 3 continuation sheets attached
to the Schedule of Personal Property

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

| Type of Property | NON E | Description and Location of Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption |
|--|----------|--|---|---|
| | | 1991 GMC Topkick | - | 2,000.00 |
| | | 1994 Felling Trailer (7,000) | - | 1,000.00 |
| | | 2000 Keifer Trailer (12,000) | - | 1,000.00 |
| | | 2000 Keifer Trailer (9,000) | - | 1,000.00 |
| | | 1993 Haui Trailer | - | 2,000.00 |
| | | 2006 Lane 16' Trailer (12,000) | - | 1,000.00 |
| | | 2002 H & H 25' Trailer (18,000) | - | 3,500.00 |
| | | 2003 Lane Trailer | - | 1,000.00 |
| | | 2006 H & H 25' Trailer (21,000) | - | 3,500.00 |
| | | 2005 Lane 16' Trailer (12,000) | - | 1,000.00 |
| | | 1994 AC System Water Trailer | - | 2,000.00 |
| 26. Boats, motors, and accessories. | X | | | |
| 27. Aircraft and accessories. | X | | | |
| 28. Office equipment, furnishings, and supplies. | | Equipment, Furniture, Computers | - | 3,807.00 |
| 29. Machinery, fixtures, equipment, and supplies used in business. | | Equipment | - | 81,000.00 |
| | | Light Machinery | - | 9,450.00 |
| 30. Inventory. | | Inventory | - | 152,852.00 |
| 31. Animals. | X | | | |
| 32. Crops - growing or harvested. Give particulars. | X | | | |
| 33. Farming equipment and implements. | X | | | |
| 34. Farm supplies, chemicals, and feed. | X | | | |
| 35. Other personal property of any kind not already listed. Itemize. | X | | | |

| | |
|----------------------|-------------------|
| Sub-Total > | 266,109.00 |
| (Total of this page) | |
| Total > | 855,047.27 |

Sheet 3 of 3 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, 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). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R H W J C | Husband, Wife, Joint, or Community | | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|---|-------------------------------------|--|---------------------|--|---------------------|-------------------------|------------------|---|---------------------------|
| | | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN | | | | | | | |
| Account No. | | 2009 Property Taxes | | | | | | | |
| Anoka County Property Records & Taxation 2100 3rd Avenue, S-119 Anoka, MN 55303-2281 | - | | | | | | | | |
| | | Value \$ | 1,000,000.00 | | | | 64,960.56 | 0.00 | |
| Account No. | | 2/23/2007 | | | | | | | |
| BFG Supply Co., LLC 14500 Kinsman Road P.O. Box 479 Burton, OH 44021 | - | Equipment, Inventory, Goods (disputed as to secured status) | | | | | X | | |
| | | Value \$ | 0.00 | | | | 0.00 | 0.00 | |
| Account No. | | 4/16/2008 | | | | | | | |
| Border Concepts, Inc. P.O. Box 471185 Charlotte, NC 28247 | - | Goods, instruments, accounts, general intangibles (disputed as to secured status) | | | | | X | | |
| | | Value \$ | 0.00 | | | | 10,933.33 | 10,933.33 | |
| Account No. | | 6/2/2005 | | | | | | | |
| Citicapital Commercial Corp. 8001 Ridgepoint Drive Irving, TX 75063 | - | Bobcat Compact Track Loader | | | | | | | |
| | | Value \$ | 0.00 | | | | 0.00 | 0.00 | |
| Subtotal (Total of this page) | | | | | | | | 75,893.89 | 10,933.33 |

2 continuation sheets attached

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.) | C O D E B O R H W J C | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|---|--------------------------|--|---------------------|-------------------------|-----------------|---|---------------------------|
| | | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN | | | | | |
| Account No. xxxxxx1938 Citizens Auto Finance P.O. Box 42002 Providence, RI 02940 | X | - | | | | | |
| | | 2006 Mitshubishi 4W Endeavor | | | | | |
| | | Value \$ 12,000.00 | | | | 8,715.00 | 0.00 |
| Account No. MTI Distributing SDS-12-1900 P.O. Box 86 Minneapolis, MN 55429-3831 | - | - | | | X | | |
| | | 11/5/2007 Certain Inventory (disputed as to secured status) | | | | | |
| | | Value \$ 0.00 | | | | 11,535.26 | 11,535.26 |
| Account No. Park National Bank 5353 Wayzata Boulevard Minneapolis, MN 55416 | - | - | | | X | | |
| | | May 2, 1996 Real Property | | | | | |
| | | Value \$ 1,000,000.00 | | | | 0.00 | 0.00 |
| Account No. Peter B. Stein Stein & Moore, PA 332 Minnesota St., Ste. W-1650 Saint Paul, MN 55101 | - | - | | | | | |
| | | Attorney for TCM Development | | | | | |
| | | Value \$ 0.00 | | | | 0.00 | 0.00 |
| Account No. T. Chris Stewart Anastasi & Associates, PA 14985 60th Street North Stillwater, MN 55082 | - | - | | | | | |
| | | Attorney for Village Bank | | | | | |
| | | Value \$ 0.00 | | | | 0.00 | 0.00 |
| Subtotal (Total of this page) | | | | | | 20,250.26 | 11,535.26 |

Sheet 1 of 2 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.) | C O D E D E B T O R H W J C | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|--|--------------------------------|--|---------------------|-------------------------|-----------------|---|---------------------------|
| | | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN | | | | | |
| Account No. | X - | Location: 2456 125th Avenue NE, Blaine MN 55449, Anoka County, Minnesota. | | | | | |
| TCM Development Company 3495 Vadnais Center Drive Vadnais Heights, MN 55110 | | | | | | | |
| Account No. xxx4079 | X - | Location: 2456 125th Avenue NE, Blaine MN 55449, Anoka County, Minnesota. | | | | | |
| Village Bank 9298 Central Avenue Blaine, MN 55434 | | | | | | | |
| Account No. xxx4238 | X - | 35 Series 150 Spading Machine | | | | | |
| Village Bank 9298 Central Avenue Blaine, MN 55434 | | | | | | | |
| Account No. | X - | All inventory, accounts, equipment and general intangibles | | | | | |
| Village Bank 9298 Central Avenue Blaine, MN 55434 | | | | | | | |
| Account No. | X - | Equipment | | | | | |
| Village Bank 9298 Central Avenue Blaine, MN 55434 | | | | | | | |
| Subtotal (Total of this page) | | | | | | 4,018,076.08 | 2,820,385.84 |
| Total (Report on Summary of Schedules) | | | | | | 4,114,220.23 | 2,842,854.43 |

Sheet 2 of 2 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

 Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

 Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

 Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

 Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

 Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

 Deposits by individuals

Claims of individuals up to \$2,425* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

 Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

 Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

 Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

4 continuation sheets attached

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Wages, salaries, and commissions

TYPE OF PRIORITY

| CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.) | C O D E B O R | H W J C | Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM | AMOUNT NOT ENTITLED TO PRIORITY, IF ANY |
|---|---------------------------------|------------------|--|--|--|--------------------------------------|--------------------|---|
| | | | | | | | | AMOUNT ENTITLED TO PRIORITY |
| Account No. Barbara McCann 4985 Campanaro Lane White Bear Lake, MN 55110 | - | - | Wages (estimated amount owing to employee, net of associated liabilities owing to third parties, including payroll taxes). | | | | 475.00 | 0.00 |
| Account No. Charles Marohn 12551 Lever Street NE Blaine, MN 55449 | - | - | Wages (estimated amount owing to employee, net of associated liabilities owing to third parties, including payroll taxes). | | | | 200.00 | 0.00 |
| Account No. Jody Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | - | - | Wages (estimated amount owing to employee, net of associated liabilities owing to third parties, including payroll taxes). | | | | 475.00 | 0.00 |
| Account No. Kristine Busch 4241 151 Ave. NW Andover, MN 55304 | - | - | Wages (estimated amount owing to employee, net of associated liabilities owing to third parties, including payroll taxes). | | | | 400.00 | 0.00 |
| Account No. Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | - | - | Wages (estimated amount owing to employee, net of associated liabilities owing to third parties, including payroll taxes). | | | | 525.00 | 0.00 |
| Subtotal | | | | | | | 2,075.00 | 0.00 |
| (Total of this page) | | | | | | | 2,075.00 | 2,075.00 |

Sheet 1 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Wages, salaries, and commissions

TYPE OF PRIORITY

| CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.) | C O D E B O R | H W J C | Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM | AMOUNT NOT ENTITLED TO PRIORITY, IF ANY |
|---|---------------------------------|------------------|---|--|--|--------------------------------------|--------------------|---|
| | | | | | | | | AMOUNT ENTITLED TO PRIORITY |
| Account No. Lonny Sekeres 12555 92nd Place North Maple Grove, MN 55369 | | - | Wages (estimated amount owing to employee, net of associated liabilities owing to third parties, including payroll taxes). | | | | 575.00 | 0.00 |
| | | | | | | | 575.00 | 575.00 |
| Account No. William Ziegler 25 East Road Circle Pines, MN 55014 | | - | Wages (estimated amount owing to employee, net of associated liabilities owing to third parties, including payroll taxes). | | | | 700.00 | 0.00 |
| | | | | | | | 700.00 | 700.00 |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |
| Subtotal | | | | | | | 1,275.00 | 0.00 |
| (Total of this page) | | | | | | | 1,275.00 | 1,275.00 |

Sheet **2** of **4** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Contributions to employee benefit plans

TYPE OF PRIORITY

| CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.) | C O D E B O R | H W J C | Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM | AMOUNT NOT ENTITLED TO PRIORITY, IF ANY |
|--|---------------------------------|------------------|--|--|--|--------------------------------------|--------------------|---|
| | | | | | | | | AMOUNT ENTITLED TO PRIORITY |
| Account No. Amy L. Court/Carl S. Wosmek McGrann, Shea Carnival, et al. 800 Nicollet Mall, Suite 2600 Minneapolis, MN 55402 | - | - | Attorneys for The Operating Engineers Local #49 Health and Welfare Fund, et al. | | | | 0.00 | 0.00 |
| Account No. Central Pension Fund 2829 Anthony Lane South Minneapolis, MN 55418 | - | - | September 2009, October 2009 and November 2009 | | | | 5,781.79 | 0.00 |
| Account No. Local #49 2829 Anthony Lane South Minneapolis, MN 55418 | - | - | September 2009 - November 2009 | | | | 176.60 | 0.00 |
| Account No. Minnesota Laborer's Fund P.O. Box 124 Minneapolis, MN 55440-0124 | - | - | Union Benefits | | | | 20,178.16 | 0.00 |
| Account No. | | | | | | | | |
| Subtotal | | | | | | | 26,136.55 | 0.00 |
| (Total of this page) | | | | | | | 26,136.55 | 0.00 |

Sheet **3** of **4** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

| CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.) | C O D E B T O R | H W J C | Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM | AMOUNT NOT ENTITLED TO PRIORITY, IF ANY |
|---|--------------------------------------|------------------|--|--|--|--------------------------------------|--------------------|---|
| | | | | | | | | AMOUNT ENTITLED TO PRIORITY |
| Account No. Minnesota Dept. of Revenue P.O. Box 64651 Saint Paul, MN 55164 | | | Sales Tax Audit (Audit period 4/1/05 - 8/31/08); October 2009 Sales/Use Tax November 2009 Sales/Use Tax | | | | | 0.00 |
| | | - | | | | | 47,252.02 | 47,252.02 |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |

Sheet **4** of **4** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

| | | | |
|---|------------------|------------------|------------------|
| Subtotal (Total of this page) | 47,252.02 | 0.00 | 47,252.02 |
| Total (Report on Summary of Schedules) | 76,738.57 | 26,136.55 | 50,602.02 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|------------------|
| | | H W J C | | | | | |
| Account No. A & L Superior Quality Sod 77 Main Street Circle Pines, MN 55014 | | | | | | | 5,853.78 |
| Account No. xxxx-xxxx-xxxx-0694 Advanta P.O. Box 8088 Philadelphia, PA 19101-8088 | | X | | | | | 30,094.32 |
| Account No. AG Resource, Inc. 35268 State Highway 34 Detroit Lakes, MN 56501 | | | | | | | 4,845.00 |
| Account No. Allstate Floral & Craft, Inc. 14038 Park Place Cerritos, CA 90703 | | | | | | | 1,204.26 |
| Subtotal (Total of this page) | | | | | | | 41,997.36 |

19 continuation sheets attached

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|-------------------|
| | | H W J C | | | | | | |
| Account No. Aquascape, Inc. P.O. Box 2022 Aurora, IL 60507-2022 | | | Trade Debt | | | | 6,285.58 | |
| Account No. Bachman's Inc. Credit Dept. 6010 Lyndale Avenue South Minneapolis, MN 55419-2289 | | | Trade Debt | | | | 118,051.16 | |
| Account No. Bailey Nurseries, Inc. 1325 Bailey Road Saint Paul, MN 55119 | | | Trade Debt | | | | 175,067.89 | |
| Account No. xxxx-xxxx-xxxx-8556 Bank of America Business Card P.O. Box 15710 Wilmington, DE 19886 | X | | Money Loaned | | | | 28,026.76 | |
| Account No. Barlow's Designs, Inc. 20 Commercial Way East Providence, RI 02914 | | | Trade Debt | | | | 576.61 | |
| Sheet no. <u>1</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 328,008.00 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. Bergen's 801 Willow Street West Detroit Lakes, MN 56501 | | - | Trade Debt | | | | 4,135.68 | |
| Account No. Biermeier Greenhouses 9022 Old Concord Blvd. Inver Grove Heights, MN 55076 | | - | Trade Debt | | | | 2,659.37 | |
| Account No. Bjorklund Trucking 27072 Polk Street NE Isanti, MN 55040 | | - | Trade Debt | | | | 4,080.00 | |
| Account No. Boston Warehouse 59 Davis Avenue Norwood, MA 02062-3031 | | - | Trade Debt | | | | 170.00 | |
| Account No. Brian's Lawn & Landscaping, Inc. 4932 West 139th Street Savage, MN 55378 | | - | Trade Debt | | | | 320.93 | |
| Sheet no. <u>2</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 11,365.98 |

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M |
|---|--|------------------------------------|--|--|--|--------------------------------------|---|
| | | H W J C | | | | | |
| Account No. Campania International 2452 Quakertown Road Suite 100 Pennsburg, PA 18073 | | | Trade Debt | | | | 4,282.43 |
| Account No. xxxx-xxxx-xxxx-5498 Capital One P.O. Box 60599 City of Industry, CA 91716 | X | - | Money Loaned | | | | 18,361.25 |
| Account No. Carefree Lawn Sprinklers, Inc. 4700 Osseo Road Minneapolis, MN 55430 | | | Trade debt | | | | 32,026.15 |
| Account No. Carlson Professional Services 248 Apollo Drive Suite 100 Circle Pines, MN 55014 | | | Trade Debt | | | | 1,177.50 |
| Account No. Carlson Tractor 15125 South Robert Trail Rosemount, MN 55068 | | | Trade Debt | | | | 1,121.65 |
| <p align="right">Subtotal (Total of this page)</p> | | | | | | | 56,968.98 |

Sheet no. 3 of 19 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|---------------------------------|------------------------------------|--|--|--------------------------------------|------------------|
| | | H W J C | | | | |
| Account No. Chastek Greenhouses, Inc. 7600 Maple Hill Road Hamel, MN 55340 | | - | Trade Debt | | | 16,701.98 |
| Account No. Chastek Greenhouses, Inc. c/o Jay A. Joyner, P.A. 6300 Shingle Creek Pkwy, #310 Brooklyn Center, MN 55430-2143 | | - | Attorneys for Chastek Greenhouses, Inc. | | | 0.00 |
| Account No. City of Woodbury 8301 Valley Creek Road Woodbury, MN 55125 | | - | Trade Debt | | | 311.91 |
| Account No. xxxxxx-xxxxx-x9963 CNH Capital P.O. Box 3900 Lancaster, PA 17604-3900 | X | - | Credit Card | | | 20,078.97 |
| Account No. Dex Media P.O. Box 78041 Phoenix, AZ 85062-8041 | | - | Trade Debt | | | 4,602.14 |
| Subtotal (Total of this page) | | | | | | 41,695.00 |

Sheet no. 4 of 19 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|--|---------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. Dirt Merchant, Inc. 3301 Third Avenue Mankato, MN 56001 | | | Trade Debt | | | | 3,238.13 | |
| Account No. xxxx-xxxx-xxxx-7320 Discover Card P.O. Box 6103 Carol Stream, IL 60197-6103 | X | - | Credit Card | | | | 2,795.72 | |
| Account No. Dresser Trap Rock P.O. Box 517 Dresser, WI 54009 | | | Trade Debt | | | | 1,776.18 | |
| Account No. ECM Publishers, Inc. 4095 Coon Rapids Blvd. Coon Rapids, MN 55433 | | | Trade Debt | | | | 3,674.75 | |
| Account No. Empire General Life Assurance Corporation P.O. Box 11266 Birmingham, AL 35202 | | | Life Insurance | | | | 812.34 | |
| Sheet no. <u>5</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 12,297.12 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|---|---------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. Erosion Plus, Inc. 3101 West 220th Street Jordan, MN 55352 | | | Trade Debt | | | | 2,375.00 | |
| Account No. Faribault Growers 3135 227th Street NE. Faribault, MN 55021 | | | Trade Debt | | | | 7,099.07 | |
| Account No. xxxxx-x1271 Farm Plan P.O. Box 4450 Carol Stream, IL 60197-4450 | X | - | Money Loaned | | | | 10,394.29 | |
| Account No. Fenton Enterprises, Inc. d/b/a Kara Chocolates P.O. Box 1962 Orem, UT 84059 | | | Trade Debt | | | | 10.66 | |
| Account No. xxxx-xxxx-xxxx-6155 First Equity P.O. Box 232029 Columbus, GA 31902 | X | - | Money Loaned | | | | 9,874.12 | |
| Sheet no. <u>6</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 29,753.14 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|---|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. Galaxy Mechanical 7317 Lake Drive Circle Pines, MN 55014 | | - | Trade Debt | | | | 215.00 | |
| Account No. Glacial Ridge Growers 25132 - 250th Avenue Glenwood, MN 56334 | | - | Trade Debt | | | | 3,239.20 | |
| Account No. Green Valley Greenhouse 6530 Green Valley Road Anoka, MN 55303 | | - | Trade Debt | | | | 501.92 | |
| Account No. Hedberg Aggregates 1205 Nathan Lane North Plymouth, MN 55441 | | - | Trade Debt | | | | 9,769.02 | |
| Account No. Heikes Farms, Inc. 19740 Kenrick Avenue Lakeville, MN 55044 | | - | Trade Debt | | | | 5,640.32 | |
| Sheet no. <u>7</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 19,365.46 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E D E B T O R | Husband, Wife, Joint, or Community | | D I S P U T E D | A M O U N T O F C L A I M |
|--|--|------------------------------------|---|--------------------------------------|---|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | |
| Account No. Hermes Floral P.O. Box 270107 Minneapolis, MN 55427-0107 | | | Trade Debt | | 383.82 |
| Account No. Hogdal Turf 2662 Westlund Drive NE Anoka, MN 55304-6404 | | - | Trade Debt | | 5,068.08 |
| Account No. Hoglund Landscape P.O. Box 1229 Fargo, ND 58107-1229 | | - | Trade Debt | | 7,012.34 |
| Account No. xxxx-xxxx-xxxx-8847 Home Depot Master Card P.O. Box 6925 The Lakes, NV 88901-6925 | | X - | Money Loaned | | 24,263.32 |
| Account No. Hubbard Broadcasting 3415 University Avenue Saint Paul, MN 55114 | | - | Trade Debt | | 3,150.00 |
| Sheet no. <u>8</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | Subtotal (Total of this page) | 39,877.56 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|--------------------------------------|------------------------------------|---|--|--|--------------------------------------|------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. Idearc Media Corp. P.O. Box 619009 Dallas, TX 75261-9009 | | | Trade Debt | | | | 120.50 |
| Account No. Impressive Enterprises, Inc. 4925 Cash Road Dallas, TX 75247 | | | Trade Debt | | | | 1,253.17 |
| Account No. Irrigation by Design, Inc. 14070 23rd Avenue N. Plymouth, MN 55447 | | | Trade debt | | | X | 51,116.21 |
| Account No. Iseli Nursery, Inc. 36518 Treasury Center Chicago, IL 60694-6500 | | | Trade Debt | | | | 3,093.20 |
| Account No. JME of Monticello, Inc. 1401 Fallon Avenue Monticello, MN 55362 | | | Trade Debt | | | | 967.26 |
| Sheet no. <u>9</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | Subtotal (Total of this page) | 56,550.34 |

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|--------------------------------------|------------------------------------|--|--|--------------------------------------|-------------------|
| | | H W J C | | | | |
| Account No. John Deere Landscapes 24110 Network Place Chicago, IL 60673-1241 | | - | Trade Debt | | | 8,464.94 |
| Account No. Lakeland Florist Supply 7035 Washington Avenue South Minneapolis, MN 55439 | | - | Trade Debt | | | 1,454.88 |
| Account No. Landscape Partners, LLP 2456 125th Avenue NE Blaine, MN 55449 | | - | Contingent indemnification claim | X | X | Unknown |
| Account No. Lano Equipment 6140 Hwy 10 NW Anoka, MN 55303 | | - | Trade Debt | | | 1,746.78 |
| Account No. Leo & Jody Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | | - | Money Loaned | | | 218,750.00 |
| Sheet no. <u>10</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | Subtotal (Total of this page) | 230,416.60 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM | |
|---|--------------------------------------|------------------------------------|---|--|--------------------------------------|----------------------------------|---|
| | | H W J C | | | | | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. |
| Account No. | | | Contingent indemnification claim | | | | |
| Leo & Jody Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | - | | | X | X | Unknown | |
| Account No. | | | Obligations Related to Sale of Equity Interest | | | | |
| Marietta Anderson 1003 Terrace Road NE Blaine, MN 55434 | - | | | | | 535,809.89 | |
| Account No. | | | Trade Debt | | | | |
| Marlen Leasing P.O. Box 13604 Philadelphia, PA 19101-3604 | - | | | | | 482.32 | |
| Account No. | | | Attorneys for Irrigation by Design, Inc. | | | | |
| Matthew R. Doherty Brutlag, Hartmann & Trucke, PA 3555 Plymouth Blvd., Suite 117 Minneapolis, MN 55447 | - | | | | | 0.00 | |
| Account No. | | | Trade Debt | | | | |
| Meyer Trucking 32442 Lakeview Drive Grand Rapids, MN 55744 | - | | | | | 1,495.00 | |
| Sheet no. <u>11</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | Subtotal (Total of this page) | 537,787.21 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. Miller Trucking 2742 50th Street NE Buffalo, MN 55313 | | - | Trade Debt | | | | 27,700.16 | |
| Account No. Minnesota Native Landscapes 8740 77th Street Otsego, MN 55362 | | - | Trade Debt | | | | 5,162.00 | |
| Account No. Monticello Block Company 1401 Fallon Avenue Monticello, MN 55362 | | - | Trade Debt | | | | 4,031.48 | |
| Account No. New Growth Marketing 1325 Bailey Road Saint Paul, MN 55119 | | - | Trade Debt | | | | 1,370.26 | |
| Account No. Northern Perennials 888 Co. Highway 10 NE Minneapolis, MN 55434 | | - | Trade Debt | | | | 1,533.24 | |
| Sheet no. <u>12</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 39,797.14 |

In re Noble Nursery Retail, Inc. Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|--------------------------------------|------------------------------------|--|--|--------------------------------------|-----------------|
| | | H W J C | | | | |
| Account No. Northland Landscaping & Nursery 29905 Highway 65 Isanti, MN 55040-6126 | | - | Trade Debt | | | 725.00 |
| Account No. Pirtek Midway 2161 University Avenue Saint Paul, MN 55104 | | - | Trade Debt | | | 125.48 |
| Account No. Pirtek Plymouth 11350 Hwy 55 Minneapolis, MN 55441 | | - | Trade Debt | | | 652.66 |
| Account No. Plaisted Companies P.O. Box 332 11555 - 205th Avenue NE Elk River, MN 55330 | | - | Trade Debt | | | 2,829.45 |
| Account No. Poly-Tex, Inc. 27725 Danville Avenue Castle Rock, MN 55010 | | - | Trade Debt | | | 496.54 |
| Sheet no. <u>13</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | Subtotal (Total of this page) | 4,829.13 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. Prairie Restorations, Inc. P.O. Box 327 Princeton, MN 55371 | | | Trade Debt | | | | 12,210.94 | |
| Account No. Press Publications 4779 Bloom Avenue Saint Paul, MN 55110 | | | Trade Debt | | | | 1,059.79 | |
| Account No. Prince Corporation Dept. #4038 P.O. Box 2088 Milwaukee, WI 53201 | | | Trade Debt | | | | 8,407.47 | |
| Account No. Read Perennials, Inc. 7760 187th Street Belle Plaine, MN 56011 | | | Trade Debt | | | | 8,229.15 | |
| Account No. Regal Art & Gift 4589 Pacheco Blvd. Martinez, CA 94553-2233 | | | Trade Debt | | | | 573.85 | |
| Sheet no. <u>14</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 30,481.20 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. Rehbein's Black Dirt 7625 24th Avenue P.O. Box 368 Hugo, MN 55038 | | - | Trade Debt | | | | 5,434.00 | |
| Account No. Rocket Oil, Inc. 2477 Northwest Main Minneapolis, MN 55448 | | - | Trade Debt | | | | 12,872.81 | |
| Account No. Root Candles 623 W. Liberty Street Medina, OH 44256 | | - | Trade Debt | | | | 458.98 | |
| Account No. Rubber Resources Limited 9901 Ideal Lane Hudson, FL 34667 | | - | Trade Debt | | | | 3,912.50 | |
| Account No. Rush Creek Growers W 4727 770th Avenue Spring Valley, WI 54767 | | - | Trade Debt | | | | 6,895.89 | |
| Sheet no. <u>15</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 29,574.18 |

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|---|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. South Cedar Greenhouses 23111 Cedar Avenue South Farmington, MN 55024 | | - | Trade Debt | | | | 4,483.48 | |
| Account No. Star Tribune PO Box 1255 Minneapolis, MN 55440 | | - | Trade Debt | | | | 13,977.18 | |
| Account No. Sunram Construction 20010 75th Avenue North Hamel, MN 55340 | | - | Trade Debt | | | | 3,521.46 | |
| Account No. Tee Jay North, Inc. P.O. Box 1089 Lakeville, MN 55044-1089 | | - | Trade Debt | | | | 320.38 | |
| Account No. Terra Products 20600 Kenrick Avenue Lakeville, MN 55044 | | - | Trade Debt | | | | 4,439.02 | |
| Sheet no. <u>16</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 26,741.52 |

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|--------------------------------------|------------------------------------|---|--|--|--------------------------------------|------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. The Mulch Store 6321 Bury Drive Suite 13 Eden Prairie, MN 55346 | | | Trade Debt | | | | 5,264.00 |
| Account No. The Seed Source LLC 3860 Dight Avenue Minneapolis, MN 55406 | | - | Trade Debt | | | | 552.41 |
| Account No. TriState Bobcat 3101 Spruce Street Saint Paul, MN 55117 | | - | Trade Debt | | | | 178.33 |
| Account No. U-Haul P.O. Box 52128 Phoenix, AZ 85072 | | - | Trade Debt | | | | 142.05 |
| Account No. United Hardware Distributing, Co. P.O. Box 410 Minneapolis, MN 55440-0410 | | - | Trade Debt | | | | 17,443.43 |
| Sheet no. <u>17</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | Subtotal (Total of this page) | 23,580.22 |

In re Noble Nursery Retail, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. Urban Accessories, Inc. 465 E. 15th Street Tacoma, WA 98421 | | | Trade Debt | | | | 2,503.00 | |
| Account No. xxxx xxxx xxxx 6107 US Bank Visa P.O. Box 790408 Saint Louis, MO 63179-0408 | X | - | Money Loaned | | | | 18,000.00 | |
| Account No. Weigh-Rite Scale Co., Inc. 425 County Road VV P.O. Box 396 Somerset, WI 54025 | | | Trade Debt | | | | 790.17 | |
| Account No. xxxx-xxxx-xxxx-5492 Wells Fargo P.O. Box 348750 Sacramento, CA 95834 | X | - | Money Loaned | | | | 25,832.86 | |
| Account No. Wessman Services P.O. Box 173 Osseo, MN 55369 | | | Trade Debt | | | | 2,765.87 | |
| Sheet no. <u>18</u> of <u>19</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 49,891.90 |

In re Noble Nursery Retail, Inc.
 Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M |
|---|--------------------------------------|--|--|--|--|--------------------------------------|---|
| | | | | | | | |
| Account No. | | | Trade Debt | | | | |
| Wheeler Lumber 9330 James Avenue South Minneapolis, MN 55431 | | - | | | | | 4,865.78 |
| Account No. | | | Trade Debt | | | | |
| Wilson Nursery, Inc. P.O. Box 160 New Germany, MN 55367 | | - | | | | | 2,620.02 |
| Account No. | | | | | | | |
| Account No. | | | | | | | |
| Account No. | | | | | | | |

Sheet no. 19 of 19 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

7,485.80

Total
(Report on Summary of Schedules)

1,618,463.84

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, 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).

Check this box if debtor has no executory contracts or unexpired leases.

| Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract | Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract. |
|---|---|
| Health Partners 8170 33rd Avenue S. Minneapolis, MN 55440 | Contract Period: February 1, 2010 through January 31, 2011; Dental Insurance |
| International Union of Operating Engineers Local #49 2829 Anthony Lane South Minneapolis, MN 55418 | Contract period through 4/30/2011; Collective Bargaining Agreement. |
| Laborers' District Council of Minnesota and North Dakota 81 East Little Canada Road Saint Paul, MN 55117 | Contract period through 4/30/2011; Collective Bargaining Agreement. |
| Landscape Partners, LLP 2456 125th Avenue NE Blaine, MN 55449 | Lease of non-residential real property.* NOTE: *Landscape Partners, LLP was organized to hold real property used in Debtor's operations, and Debtor is a guarantor of substantially all of its debt. Prior to the petition date, the real property was deeded to Debtor. As a result of the conveyance, the leasehold interest merged with the fee interest, and the inclusion of the lease on schedule G is for disclosure purposes only. |
| Medica 4316 Rice Lake Road Duluth, MN 55811 | Contract Period: March 1, 2009 through February 28, 2010; Medical Insurance |
| Selective Insurance Co. of South Carolina 3426 Toringdon Way Charlotte, NC 28277 | Property and Casualty Insurance; Policy Term 1/1/2010 through 12/31/2010. |
| Thomas J. Patnode, CLTC Wealth Mgmt Advisor 1191 Northland Dr., Suite 150 Mendota Heights, MN 55120 | 401(k) Plan Administrator |
| Various | Customer Contracts |

0

_____ continuation sheets attached to Schedule of Executory Contracts and Unexpired Leases

In re Noble Nursery Retail, Inc.

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, 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).

 Check this box if debtor has no codebtors.

| NAME AND ADDRESS OF CODEBTOR | NAME AND ADDRESS OF CREDITOR |
|---|---|
| Jody Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | TCM Development Company 3495 Vadnais Center Drive Vadnais Heights, MN 55110 |
| Jody Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Village Bank 9298 Central Avenue Blaine, MN 55434 |
| Jody Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Village Bank 9298 Central Avenue Blaine, MN 55434 |
| Jody Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Village Bank 9298 Central Avenue Blaine, MN 55434 |
| Landscape Partners, LLP 2456 125th Avenue NE Blaine, MN 55449 | TCM Development Company 3495 Vadnais Center Drive Vadnais Heights, MN 55110 |
| Landscape Partners, LLP 2456 125th Avenue NE Blaine, MN 55449 | Village Bank 9298 Central Avenue Blaine, MN 55434 |
| Landscape Partners, LLP 2456 125th Avenue NE Blaine, MN 55449 | Village Bank 9298 Central Avenue Blaine, MN 55434 |
| Landscape Partners, LLP 2456 125th Avenue NE Blaine, MN 55449 | Village Bank 9298 Central Avenue Blaine, MN 55434 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | US Bank Visa P.O. Box 790408 Saint Louis, MO 63179-0408 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Advanta P.O. Box 8088 Philadelphia, PA 19101-8088 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Bank of America Business Card P.O. Box 15710 Wilmington, DE 19886 |

In re **Noble Nursery Retail, Inc.**

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

| NAME AND ADDRESS OF CODEBTOR | NAME AND ADDRESS OF CREDITOR |
|--|--|
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Capital One P.O. Box 60599 City of Industry, CA 91716 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | CNH Capital P.O. Box 3900 Lancaster, PA 17604-3900 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Discover Card P.O. Box 6103 Carol Stream, IL 60197-6103 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Farm Plan P.O. Box 4450 Carol Stream, IL 60197-4450 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | First Equity P.O. Box 232029 Columbus, GA 31902 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Home Depot Master Card P.O. Box 6925 The Lakes, NV 88901-6925 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Wells Fargo P.O. Box 348750 Sacramento, CA 95834 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Citizens Auto Finance P.O. Box 42002 Providence, RI 02940 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | TCM Development Company 3495 Vadnais Center Drive Vadnais Heights, MN 55110 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Village Bank 9298 Central Avenue Blaine, MN 55434 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Village Bank 9298 Central Avenue Blaine, MN 55434 |
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Village Bank 9298 Central Avenue Blaine, MN 55434 |

**United States Bankruptcy Court
District of Minnesota**

In re **Noble Nursery Retail, Inc.**
Debtor(s)

Case No. _____
Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **38** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **March 19, 2010**

Signature **/s/ Leo Vander Broek**
Leo Vander Broek
President

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 Minnesota**

In re **Noble Nursery Retail, Inc.**

Debtor(s)

Case No. _____

Chapter **11**

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, 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).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| AMOUNT | SOURCE |
|-----------------------|----------------------------------|
| \$378,324.16 | 2010 YTD: Business Income |
| \$3,277,298.00 | 2009: Business Income |
| \$4,332,295.00 | 2008: Business Income |

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| | |
|--------|--------|
| AMOUNT | SOURCE |
|--------|--------|

3. Payments to creditors

None *Complete a. or b., as appropriate, and c.*

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| | | | |
|---------------------------------|----------------------|-------------|-----------------------|
| NAME AND ADDRESS OF CREDITOR | DATES OF PAYMENTS | AMOUNT PAID | AMOUNT STILL OWING |
|---------------------------------|----------------------|-------------|-----------------------|

None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| | | | |
|-------------------------------|------------------------------------|--|-----------------------|
| NAME AND ADDRESS OF CREDITOR | DATES OF PAYMENTS/ TRANSFERS | AMOUNT PAID OR VALUE OF TRANSFERS | AMOUNT STILL OWING |
| See Attached Exhibit A | | \$0.00 | \$0.00 |

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| | | | |
|--|-----------------|---------------|-----------------------|
| NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR | DATE OF PAYMENT | AMOUNT PAID | AMOUNT STILL OWING |
| See Attached Exhibit B | | \$0.00 | \$0.00 |

4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| | | | |
|--|----------------------|---|--------------------------|
| CAPTION OF SUIT AND CASE NUMBER | NATURE OF PROCEEDING | COURT OR AGENCY AND LOCATION | STATUS OR DISPOSITION |
| The Star Tribune, a Delaware corporation vs Noble Nursery Retail Inc, a Minnesota corporation; Case No. 02-CV-09-5361 | Civil | Anoka County District Court, Anoka County, Minnesota | Judgment |

| CAPTION OF SUIT AND CASE NUMBER | NATURE OF PROCEEDING | COURT OR AGENCY AND LOCATION | STATUS OR DISPOSITION |
|---|----------------------|---|--------------------------|
| Irrigation by Design vs. Noble Landscape & Garden Center; Case No. 02-CV-10-1400 | Civil | Anoka County District Court, Anoka County, Minnesota | Pending |
| Weigh-Rite Scale Co., Inc. vs Noble Landscape & Garden Center; Case No. 02-CO-10-334 | Civil | Anoka County Conciliation Court, Anoka County, Minnesota | Pending |
| Chastek Greenhouses, Inc. vs. Leo Vander Broek and Noble Nursery Retail, Inc.; Case No.: Not Assigned | Civil | Anoka County District Court, Anoka County, Minnesota | Not Filed/Pending |
| The Operating Engineers Local #49 Health and Welfare Fund, the Central Pension Fund of the International Union of Operating Engineers and Participating Employers, and the Local #49 International Union of Operating Engineers and Associated General Contractors of Minnesota Apprenticeship and Training Program and their Trustees vs. Noble Nursery Retail, Inc. and Leo Vander Broek, individually; Case No. 10-CV-412 | Civil | U.S. District Court, District of Minnesota | Pending |
| Stanley Hogle, and d/b/a Hogle Landscape vs. Leo Vander Broek, individually, and d/b/a Noble Landscape; Case No. 09-2010-CV | Civil | Cass County District Court, Cass County North Dakota | Pending |
| Irrigation by Design, Inc. vs. Noble Nursery Retail, Inc. a/k/a and or d/b/a Noble Landscape & Garden Center; Shafer Contracting Co., Inc., and Travelers Casualty and Surety Company of America; Case No. Not Assigned | Civil | Hennepin County District Court, Hennepin County, Minnesota | Pending |

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED | DATE OF SEIZURE | DESCRIPTION AND VALUE OF PROPERTY |
|---|-----------------|--------------------------------------|
|---|-----------------|--------------------------------------|

5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR OR SELLER | DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN | DESCRIPTION AND VALUE OF PROPERTY |
|---|--|---|
| Village Bank 9298 Central Avenue Blaine, MN 55434 | 2/2010 | Voluntary Foreclosure of property 1.52 Acre Backlot at 2456 125th Avenue, Blaine, MN 55449; Value: \$198,633.00 |
| Village Bank 9298 Central Avenue Blaine, MN 55434 | 2/2010 | Voluntary Foreclosure of property 5.56 Acre Backlot at 2456 125th Avenue, Blaine, MN 55449; Value: \$726,576.00 |

6. Assignments and receiverships

None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF ASSIGNEE | DATE OF ASSIGNMENT | TERMS OF ASSIGNMENT OR SETTLEMENT |
|------------------------------|--------------------|-----------------------------------|
|------------------------------|--------------------|-----------------------------------|

None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CUSTODIAN | NAME AND LOCATION OF COURT CASE TITLE & NUMBER | DATE OF ORDER | DESCRIPTION AND VALUE OF PROPERTY |
|-------------------------------|--|---------------|-----------------------------------|
|-------------------------------|--|---------------|-----------------------------------|

7. Gifts

None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF PERSON OR ORGANIZATION | RELATIONSHIP TO DEBTOR, IF ANY | DATE OF GIFT | DESCRIPTION AND VALUE OF GIFT |
|--|--------------------------------|--------------|-------------------------------|
|--|--------------------------------|--------------|-------------------------------|

8. Losses

None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| DESCRIPTION AND VALUE OF PROPERTY | DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS | DATE OF LOSS |
|-----------------------------------|--|--------------|
|-----------------------------------|--|--------------|

9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

| NAME AND ADDRESS OF PAYEE | DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|---|---|--|
| Hinshaw & Culbertson LLP 333 South Seventh Street Suite 2000 Minneapolis, MN 55402 | 1/31/2010 | \$25,000.00 Ch. 11 Bankruptcy Retainer |
| Hinshaw & Culbertson LLP 333 South Seventh Street Suite 2000 Minneapolis, MN 55402 | 8/4/2009 | \$2,002.50 Legal Fees |
| Hinshaw & Culbertson LLP 333 South Seventh Street Suite 2000 Minneapolis, MN 55402 | 10/20/2009 | \$67.50 Legal Fees |

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR | DATE | DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED |
|--|------|--|
|--|------|--|

None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

| NAME OF TRUST OR OTHER DEVICE | DATE(S) OF TRANSFER(S) | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY |
|-------------------------------|------------------------|---|
|-------------------------------|------------------------|---|

11. Closed financial accounts

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF INSTITUTION | TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE | AMOUNT AND DATE OF SALE OR CLOSING |
|---------------------------------|--|------------------------------------|
|---------------------------------|--|------------------------------------|

12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY | NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY | DESCRIPTION OF CONTENTS | DATE OF TRANSFER OR SURRENDER, IF ANY |
|--|---|-------------------------|---------------------------------------|
|--|---|-------------------------|---------------------------------------|

13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| | | |
|--|---|--------------------|
| NAME AND ADDRESS OF CREDITOR | DATE OF SETOFF | AMOUNT OF SETOFF |
| Village Bank 9298 Central Avenue Blaine, MN 55434 | 12/21/09 (Village Bank returned \$58,671.74 on December 31, 2009). | \$81,943.81 |

14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

| | | |
|---------------------------|-----------------------------------|----------------------|
| NAME AND ADDRESS OF OWNER | DESCRIPTION AND VALUE OF PROPERTY | LOCATION OF PROPERTY |
|---------------------------|-----------------------------------|----------------------|

15. Prior address of debtor

None If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

| | | |
|---------|-----------|--------------------|
| ADDRESS | NAME USED | DATES OF OCCUPANCY |
|---------|-----------|--------------------|

16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

| | | | |
|-----------------------|---------------------------------------|----------------|-------------------|
| SITE NAME AND ADDRESS | NAME AND ADDRESS OF GOVERNMENTAL UNIT | DATE OF NOTICE | ENVIRONMENTAL LAW |
|-----------------------|---------------------------------------|----------------|-------------------|

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

| | | | |
|-----------------------|---------------------------------------|----------------|-------------------|
| SITE NAME AND ADDRESS | NAME AND ADDRESS OF GOVERNMENTAL UNIT | DATE OF NOTICE | ENVIRONMENTAL LAW |
|-----------------------|---------------------------------------|----------------|-------------------|

- None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

| | | |
|---------------------------------------|---------------|-----------------------|
| NAME AND ADDRESS OF GOVERNMENTAL UNIT | DOCKET NUMBER | STATUS OR DISPOSITION |
|---------------------------------------|---------------|-----------------------|

18 . Nature, location and name of business

- None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

| | | | | |
|------|--|---------|--------------------|----------------------------|
| | LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN | ADDRESS | NATURE OF BUSINESS | BEGINNING AND ENDING DATES |
| NAME | | | | |

- None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

| | |
|------|---------|
| NAME | ADDRESS |
|------|---------|

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

- None a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

| | |
|--|-------------------------------|
| NAME AND ADDRESS | DATES SERVICES RENDERED |
| Barb McCann 2456 125th Avenue NE Blaine, MN 55449 | August, 2005 - Present |

- None b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

| | | |
|-------------------------------|---|------------------------------|
| NAME | ADDRESS | DATES SERVICES RENDERED |
| WIPFLI (Vicki Johnson) | 4000 Lexington Ave. N., Suite 201 Saint Paul, MN 55126 | March, 2006 - Present |

- None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME
Barb McCann

ADDRESS
**2456 125th Avenue NE
 Blaine, MN 55449**

WIPFLI (Vicki Johnson)

**4000 Lexington Ave. N.
 Suite 201
 Saint Paul, MN 55126**

- None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS
**Village Bank
 9298 Central Avenue
 Blaine, MN 55434**

DATE ISSUED
Yearly

20. Inventories

- None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

| DATE OF INVENTORY | INVENTORY SUPERVISOR | DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis) |
|-------------------|-------------------------|---|
| 1/10/2010 | Leo Vander Broek | \$132,248.00 |
| 1/19/2009 | Leo Vander Broek | \$276,274.00 |

- None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

| DATE OF INVENTORY | NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS |
|-------------------|--|
| 1/10/2010 | Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 |
| 1/19/2009 | Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 |

21 . Current Partners, Officers, Directors and Shareholders

- None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

| NAME AND ADDRESS | NATURE OF INTEREST | PERCENTAGE OF INTEREST |
|------------------|--------------------|------------------------|
|------------------|--------------------|------------------------|

- None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

| NAME AND ADDRESS | TITLE | NATURE AND PERCENTAGE OF STOCK OWNERSHIP |
|--|------------------|---|
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | President | 100% |

22 . Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

| | | |
|------|---------|--------------------|
| NAME | ADDRESS | DATE OF WITHDRAWAL |
|------|---------|--------------------|

None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

| | | |
|------------------|-------|---------------------|
| NAME AND ADDRESS | TITLE | DATE OF TERMINATION |
|------------------|-------|---------------------|

23 . Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

| | | |
|---|--------------------------------|--|
| NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR | DATE AND PURPOSE OF WITHDRAWAL | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|---|--------------------------------|--|

24. Tax Consolidation Group.

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

| | |
|----------------------------|--------------------------------------|
| NAME OF PARENT CORPORATION | TAXPAYER IDENTIFICATION NUMBER (EIN) |
|----------------------------|--------------------------------------|

25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

| | |
|---|--------------------------------------|
| NAME OF PENSION FUND | TAXPAYER IDENTIFICATION NUMBER (EIN) |
| Landscape Laborer's Union; Money Collected By: Zenith Administrators, Box 1347, Minneapolis, MN 55440 | 41-6187750 |
| Operating Engineers Union; Health & Welfare Collected By: Operating Engineers, 3001 Metro Drive, Bloomington, MN 55425 | 41-6187749 |
| Pension Fund Collected By: Central Pension Pund, 4115 Chesapeake Street, Washington, DC 20016 | 36-6052390 |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date March 19, 2010 Signature /s/ Leo Vander Broek
Leo Vander Broek
President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

Form 1007-1 - Statement Of Compensation By Debtor's Attorney

United States Bankruptcy Court
District of Minnesota

In re Noble Nursery Retail, Inc.

Debtor(s)

Case No.

Chapter

11

STATEMENT OF COMPENSATION BY ATTORNEY FOR DEBTOR(S)

The undersigned, pursuant to Local Rule 1007-1, Bankruptcy Rule 2016(b) and § 329(a) of the Bankruptcy Code, states that:

1. The undersigned is the attorney for the debtor(s) in this case and files this statement as required by applicable rules.
2. (a) The filing fee paid by the undersigned to the clerk for the debtor(s) in this case is: \$ 1,039.00
(b) The compensation paid or agreed to be paid by the debtor(s) to the undersigned is: \$ 0.00
(c) Prior to filing this statement, the debtor(s) paid to the undersigned: \$ 0.00
(d) The unpaid balance due and payable by the debtor(s) to the undersigned is: \$ 0.00
3. The services rendered or to be rendered include the following:
 - (a) analysis of the financial situation and rendering advice and assistance to the debtor in determining whether to file a petition under Title 11 of the United States Code;
 - (b) preparation and filing of the petition, exhibits, attachments, schedules, statements and lists and other documents required by the court;
 - (c) representation of the debtor(s) at the meeting of creditors;
 - (d) other services reasonably necessary to represent the debtor(s) in this case.
4. The source of all payments by the debtor(s) to the undersigned was or will be from earnings or other current compensation of the debtor(s), and the undersigned has not received and will not receive any transfer of property other than such payments by the debtor(s), except as follows:
5. The undersigned has not shared or agreed to share with any other person other than with members of undersigned's law firm any compensation paid or to be paid.

Dated: March 19, 2010

Signed: /s/ Thomas G. Wallrich

Thomas G. Wallrich 213354
Attorney for Debtor(s)
Hinshaw & Culbertson LLP
333 South Seventh Street
Suite 2000
Minneapolis, MN 55402
612-333-3434

LOCAL RULE REFERENCE: 1007-1

**United States Bankruptcy Court
District of Minnesota**

In re Noble Nursery Retail, Inc.
Debtor

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 |
|--|---------------------|-------------------------|---------------------|
| Leo Vander Broek 12998 Zilla Street Coon Rapids, MN 55448 | Common Stock | 25,000 Shares | |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President 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 March 19, 2010

Signature /s/ Leo Vander Broek
Leo Vander Broek
President

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 Minnesota**

In re **Noble Nursery Retail, Inc.**
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 **Noble Nursery Retail, Inc.** 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:

None [*Check if applicable*]

March 19, 2010
Date

/s/ Thomas G. Wallrich
Thomas G. Wallrich 213354
Signature of Attorney or Litigant
Counsel for **Noble Nursery Retail, Inc.**
Hinshaw & Culbertson LLP
333 South Seventh Street
Suite 2000
Minneapolis, MN 55402
612-333-3434

**United States Bankruptcy Court
District of Minnesota**

In re **Noble Nursery Retail, Inc.**
Debtor(s)

Case No. _____
Chapter **11**

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Leo Vander Broek**, declare under penalty of perjury that I am the **President** of **Noble Nursery Retail, Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 19th day of March, 2010.

"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 **Leo Vander Broek, President** of this Corporation, 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 corporation; and

Be It Further Resolved, that **Leo Vander Broek, President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Leo Vander Broek, President** of this Corporation is authorized and directed to employ **Thomas G. Wallrich 213354**, attorney and the law firm of **Hinshaw & Culbertson LLP** to represent the corporation in such bankruptcy case."

Date **March 19, 2010**

Signed **/s/ Leo Vander Broek**
Leo Vander Broek