

**United States Bankruptcy Court
 District of Minnesota**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): ThemeScapes, 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):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) /Complete EIN (if more than one, state all): 41-1874394	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) /Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, State & Zip Code): 794 - 15th Street SW Forest Lake, MN	Street Address of Joint Debtor (No. & Street, City, State & Zip Code): 794 15th St Sw Forest Lake, MN
ZIPCODE 55025	ZIPCODE 55025
County of Residence or of the Principal Place of Business: Washington	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):
ZIPCODE	ZIPCODE

Location of Principal Assets of Business Debtor (if different from street address above):
794 - 15th Street SW, Forest Lake, MN

ZIPCODE **55025**

<p align="center">Type of Debtor (Form of Organization) (Check one box.)</p> <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.)	<p align="center">Nature of Business (Check one box.)</p> <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	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13
<p align="center">Chapter 15 Debtor</p> Country of debtor's center of main interests: _____ Each country in which a foreign proceeding by, regarding, or against debtor is pending: _____	<p align="center">Tax-Exempt Entity (Check box, if applicable.)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<p align="center">Nature of Debts (Check one box.)</p> <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.

<p align="center">Filing Fee (Check one box)</p> <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.	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). <p>Check if:</p> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (<i>amount subject to adjustment on 4/01/16 and every three years thereafter</i>). ----- <p>Check all applicable boxes:</p> <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).
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<p>Statistical/Administrative Information</p> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
<p>Estimated Number of Creditors</p> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000	
<p>Estimated Assets</p> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1,000,000 <input type="checkbox"/> \$1,000,001 to \$5 million <input type="checkbox"/> \$5,000,001 to \$10 million <input type="checkbox"/> \$10 million to \$50 million <input type="checkbox"/> \$50 million to \$100 million <input type="checkbox"/> \$100 million to \$500 million <input type="checkbox"/> \$500 million to \$1 billion <input type="checkbox"/> More than \$1 billion	
<p>Estimated Liabilities</p> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1,000,000 <input type="checkbox"/> \$1,000,001 to \$5 million <input type="checkbox"/> \$5,000,001 to \$10 million <input type="checkbox"/> \$10 million to \$50 million <input type="checkbox"/> \$50 million to \$100 million <input type="checkbox"/> \$100 million to \$500 million <input type="checkbox"/> \$500 million to \$1 billion <input type="checkbox"/> More than \$1 billion	

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

Name of Debtor(s):
ThemeScapes, Inc.

All Prior Bankruptcy Case Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: None	Case Number:	Date Filed:
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Location Where Filed:	Case Number:	Date Filed:
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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:
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District:	Relationship:	Judge:
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Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. § 342(b).

X _____
 Signature of Attorney for Debtor(s) Date

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.
 No

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached a 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):
ThemeScapes, 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.

 Signature of Debtor

 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.

 Signature of Foreign Representative

 Printed Name of Foreign Representative

 Date

Signature of Attorney*

/s/ William A. Vincent
 Signature of Attorney for Debtor(s)

William A. Vincent 020836X
William A. Vincent, P.A.
14525 Highway 7, Suite 305
Minnetonka, MN 55345
(952) 401-8880 Fax: (952) 401-8889
wavpatax@aol.com

June 14, 2013
 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 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

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.

/s/ Peter A. Nasvik
 Signature of Authorized Individual

Peter A. Nasvik
 Printed Name of Authorized Individual

CEO
 Title of Authorized Individual

June 14, 2013
 Date

 Signature

 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.

IN RE:

Case No. _____

ThemeScapes, Inc.

Chapter 11

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
Internal Revenue Service Wells Fargo Place 30 East 7th Street, STOP 5700 St. Paul, MN 55101		Trade debt		1,574,451.00
Minnesota Department Of Revenue PO Box 64564 St. Paul, MN 55164		Trade debt		388,500.00
Laborers Union 411 Main Street #202 St. Paul, MN 55102		Trade debt		268,000.00
Carpenters Union Fringe Benefit Funds C/O Wilson McShane 3001 Metro Drive #500 Bloomington, MN 55425		Trade debt		181,500.00
Lee Murphy Insurance 2361 Highway 36 West St Paul, MN 55113		Trade debt		97,300.00
Elan Financial Svcs Card Member Services PO Box 790408 St. Louis, MO 63179		Trade debt		89,500.00
Softech Products Inc. 4416 Sunbelt Road Addison, TX 75001		Trade debt		75,000.00
Gus Blanchard 625 East Gate Pky. Mahtomedi, MN 55115		Trade debt		70,000.00
Dept Of Labor 401k KC Regional Office 2300 Main St. #1100 Kansas City, MO 64108		Trade debt		63,096.00
Jerry Anderson 1798 Hartford Avenue St. Paul, MN 55116		Trade debt		51,000.00
Fabyanski Law Firm 800 LaSalle Avenue Minneapolis, MN 55402		Trade debt		41,000.00
Winnick 92 SW 11th Avenue PO Box 97 Forest Lake, MN 55025		Trade debt		38,000.00

Sharon Carlson 2275 Youngman Ave St Paul, MN 55116	Trade debt	20,000.00
Linders Specialties Co 432 Atwater St St Paul, MN 55117	Trade debt	12,543.00
Excel Energy PO Box 9477 Minneapolis, MN 55484	Trade debt	2,900.00
Construction Midwest 3531 Nevada Avenue North Minneapolis, MN 55427	Trade debt	2,850.00
City Of Forest Lake 220 N. Lake Street Forest Lake, MN 55025	Trade debt	2,284.00
Frattalone & Assc. PO Box 14110 St Paul, MN 55114	Trade debt	1,141.00
A&M Concrete Pumping 4119 Washburn Ave. Minneapolis, MN 55412	Trade debt	1,000.00
Kermits Disposal 23190 Everton Avenue Forest Lake, MN 55025	Trade debt	500.00

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

I, [the president *or* other officer *or* an authorized agent of the corporation][*or* a member *or* an authorized agent of the partnership] named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: June 13, 2013 Signature: _____

Peter A. Nasvik, CEO

(Print Name and Title)

A&M Concrete Pumping
4119 Washburn Ave.
Minneapolis, MN 55412

Bremer Bank
855 Eagle Point
Lake Elmo, MN 55042

Carpenters Union Fringe Benefit Funds
C/O Wilson McShane
3001 Metro Drive #500
Bloomington, MN 55425

City Of Forest Lake
220 N. Lake Street
Forest Lake, MN 55025

Construction Midwest
3531 Nevada Avenue North
Minneapolis, MN 55427

Dept Of Labor 401k
KC Regional Office
2300 Main St. #1100
Kansas City, MO 64108

Elan Financial Svcs
Card Member Services
PO Box 790408
St. Louis, MO 63179

Excel Energy
PO Box 9477
Minneapolis, MN 55484

Fabyanski Law Firm
800 LaSalle Avenue
Minneapolis, MN 55402

Frattalone & Assc.
PO Box 14110
St Paul, MN 55114

Gus Blanchard
625 East Gate Pky.
Mahtomedi, MN 55115

Internal Revenue Service
Wells Fargo Place
30 East 7th Street, STOP 5700
St. Paul, MN 55101

Jerry Anderson
1798 Hartford Avenue
St. Paul, MN 55116

Kermits Disposal
23190 Everton Avenue
Forest Lake, MN 55025

Laborers Union
411 Main Street
#202
St. Paul, MN 55102

Lee Murphy Insurance
2361 Highway 36 West
St Paul, MN 55113

Linders Specialties Co
432 Atwater St
St Paul, MN 55117

Minnesota Department Of Revenue
PO Box 64564
St. Paul, MN 55164

Peter A Nasvik
5526 Fenway Court
White Bear Twp, MN 55110

Peter A. Nasvik
5526 Fenway Court
White Bear Twp, MN 55110

Peter O Nasvik
24325 Moody Lane
Chisago City, MN 55013

Peter O. Nasvik
24325 Moody Lane
Chisago City, MN 55013

Sharon Carlson
2275 Youngman Ave
St Paul, MN 55116

Softech Products Inc.
4416 Sunbelt Road
Addison, TX 75001

T. Chris Stewart, Esq.
Anastasi & Associates
14985 - 60th Street
Stillwater, MN 55082

Themeland Llc
794 - 15th St SW
Forest Lake, MN 55025

Winnick
92 SW 11th Avenue
PO Box 97
Forest Lake, 55025

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA

In Re: ThemeScapes, Inc.

Bky Case No. 13-

Debtor.

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

I, Peter Nasvik, being the CEO of the above named corporation, declare under penalty of perjury that the following resolutions are duly adopted by Board of Directors on the date set forth below.

WHEREAS, the Board has been advised, and is of the opinion, that it is in the best interest of this corporation to file a voluntary Chapter 11 bankruptcy case.

NOW, THEREFORE,

BE IT THEREFORE RESOLVED, that Peter Nasvik, CEO 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;

BE IT FURTHER RESOLVED, that Peter Nasvik, CEO 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;

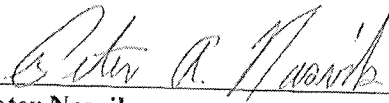
BE IT FURTHER RESOLVED, that Peter Nasvik, CEO of this corporation, is authorized and directed to employ William A. Vincent to represent the corporation in such bankruptcy case; and

BE IT FURTHER RESOLVED, that Peter Nasvik, CEO of this corporation, is authorized and directed to employ such other professionals as may be necessary from time to time to carry out these resolutions.

Dated: June 14, 2012

ThemeScapes, Inc.

By


Peter Nasvik
Its CEO

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA

In re: ThemeScapes, Inc.

Debtor

SIGNATURE DECLARATION

Case No. 13-

- PETITION, SCHEDULES & STATEMENTS
- CHAPTER 13 PLAN
- SCHEDULES AND STATEMENTS ACCOMPANYING VERIFIED CONVERSION
- AMENDMENT TO PETITION, SCHEDULES & STATEMENTS
- MODIFIED CHAPTER 13 PLAN
- X OTHER (Please describe): **Petition, List of Creditors Holding 20 Largest Unsecured Claims, and Creditor Matrix**

I [We], the undersigned debtor(s) or authorized representative of the debtor, *make the following declarations under penalty of perjury:*

- The information I have given my attorney and provided in the electronically filed petition, statements, schedules, amendments, and/or chapter 13 plan, as indicated above, is true and correct;
- The information provided in the "Debtor Information Pages" submitted as a part of the electronic commencement of the above-referenced case is true and correct;
- **[individual debtors only]** If no Social Security Number is included in the "Debtor Information Pages" submitted as a part of file electronic commencement of the above-referenced case, it is because I do not have a Social Security Number;
- I consent to my attorney electronically filing with the United States Bankruptcy Court my petition, statements and schedules, amendments, and/or chapter 13 plan, as indicated above, together with a scanned image of this Signature Declaration and the completed "Debtor Information Pages," if applicable; and
- **[corporate and partnership debtors only]** I have been authorized to file this petition on behalf of the debtor.

Date: 6-14-13

X Peter A. Nasvik

Signature of Debtor or Authorized Representative

X _____

Signature of Joint Debtor

Peter A. Nasvik, CEO
Printed Name of Debtor
ERS 1 (Rev. 10/03)

Printed Name of Joint Debtor