

B1 (Official Form 1)(4/10)

United States Bankruptcy Court Eastern District of North Carolina - Wilmington Division		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Britt Motorsports, LLC		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): See Attachment		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) 56-1140370		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): 6431 Market Street Wilmington, NC <div style="text-align: right; font-size: small;">ZIP Code 28405</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div>
County of Residence or of the Principal Place of Business: New Hanover		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above): Wilmington, Fayetteville, Hampstead and Morehead City		
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 \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input 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		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$50 million <input type="checkbox"/> \$10,000,001 to \$100 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Britt Motorsports, LLC</p>
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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Exhibit C

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

Yes, and Exhibit C is attached and made a part of this petition.

No.

Exhibit D

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

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue

(Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included 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)).

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Britt Motorsports, LLC</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>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.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X <u>/s/ Trawick H. Stubbs, Jr.</u> Signature of Attorney for Debtor(s)</p> <p><u>Trawick H. Stubbs, Jr. 4221</u> Printed Name of Attorney for Debtor(s)</p> <p><u>Stubbs & Perdue, P.A.</u> Firm Name</p> <p>PO Box 1654 New Bern, NC 28563</p> <p>_____ Address</p> <p><u>252-633-2700</u> Telephone Number</p> <p><u>October 7, 2011</u> Date</p> <p><small>*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.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>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:</p> <p>_____ If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>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.</i></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ D. Scott Britt</u> Signature of Authorized Individual</p> <p><u>D. Scott Britt</u> Printed Name of Authorized Individual</p> <p><u>Manager/Member</u> Title of Authorized Individual</p> <p><u>October 7, 2011</u> Date</p>	

In re Britt Motorsports, LLC,
Debtor

Case No. _____

FORM 1. VOLUNTARY PETITION

Other Names Attachment

All Other Names used by Debtor in the last 8 years:

1. DBA BMS-Kinston Properties, LLC
2. DBA Center 149, LLC
3. DBA BMS-Fayetteville Properties, LLC
4. DBA Britt Motorsports Morehead City, LLC
5. DBA HotRodz of Fayetteville, LLC
6. DBA Britt Motorsports, Inc.
7. DBA Britt Self-Storage
8. DBA Britt Motorsports of Jacksonville

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Eastern District of North Carolina - Wilmington Division

In re Britt Motorsports, LLC

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>
Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809	Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809	5307 Hwy 70, Morehead City, NC Carteret County (tax value)		1,635,440.00 (693,256.00 secured) (287,729.00 senior lien)
GE Mortgage Attn: Bank Officer PO Box 953380 Saint Louis, MO 63195	GE Mortgage Attn: Bank Officer PO Box 953380 Saint Louis, MO 63195	6418 Market St, Wilmington, NC New Hanover County (tax value)		1,500,000.00 (731,600.00 secured)
Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809	Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809	6412 Market St, Wilmington, NC New Hanover County (tax value)		865,000.00 (489,695.00 secured)
GE Commerical Dist.Financ Attn: Manager or Agent PO Box 74666 Chicago, IL 60675	GE Commerical Dist.Financ Attn: Manager or Agent PO Box 74666 Chicago, IL 60675			311,474.64
Regions Bank Attn: Manager or Agent PO Box 2224 Birmingham, AL 35246	Regions Bank Attn: Manager or Agent PO Box 2224 Birmingham, AL 35246			250,000.00
GE Commercial- Yamaha Attn: Manager or Agent 350 N. Orleans St, Ste 6995 Chicago, IL 60654	GE Commercial- Yamaha Attn: Manager or Agent 350 N. Orleans St, Ste 6995 Chicago, IL 60654			87,279.99
Epic Attn: Manager or Agent 2919 Valmount Rd # Boulder, CO 80301	Epic Attn: Manager or Agent 2919 Valmount Rd # Boulder, CO 80301			65,046.91
Tucker Rocky Distribution Attn: Manager or Agent 3048 Paysphere Circle Chicago, IL 60674	Tucker Rocky Distribution Attn: Manager or Agent 3048 Paysphere Circle Chicago, IL 60674			62,249.20
Kawasaki Motors Finance Attn: Manager or Agent PO Box 25301 Santa Ana, CA 92799	Kawasaki Motors Finance Attn: Manager or Agent PO Box 25301 Santa Ana, CA 92799			46,312.04

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

In re Britt Motorsports, LLC

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
J. Harold Seagle PO Box 15307 Asheville, NC 28813	J. Harold Seagle PO Box 15307 Asheville, NC 28813			45,553.99
United Service Protection Attn: Manager or Agent 21844 Network Place Chicago, IL 60673	United Service Protection Attn: Manager or Agent 21844 Network Place Chicago, IL 60673			35,222.50
Billy Wellons & Vann Pierce PO Box 766 Spring Lake, NC 28390	Billy Wellons & Vann Pierce PO Box 766 Spring Lake, NC 28390			23,000.00
New Hanover Co Tax Coll Attn: Managing Agent PO Box 18000 Wilmington, NC 28406	New Hanover Co Tax Coll Attn: Managing Agent PO Box 18000 Wilmington, NC 28406	2011 property taxes - 6431 Market Street		16,771.41
SPP Ext. Warranties Attn: Manager or Agent 303 E. Wacker Drive, Ste 230 Chicago, IL 60601	SPP Ext. Warranties Attn: Manager or Agent 303 E. Wacker Drive, Ste 230 Chicago, IL 60601			13,016.35
Triumph Motorcycles Attn: Manager or Agent 385 Walt Sanders Memorial Dr Newnan, GA 30265	Triumph Motorcycles Attn: Manager or Agent 385 Walt Sanders Memorial Dr Newnan, GA 30265			10,428.21
Parts Unlimited Attn: Manager or Agent PO Box 5222 Janesville, WI 53547	Parts Unlimited Attn: Manager or Agent PO Box 5222 Janesville, WI 53547			9,825.55
Assurance Attn: Manager or Agent 21844 Network Place Chicago, IL 60673	Assurance Attn: Manager or Agent 21844 Network Place Chicago, IL 60673			9,587.00
Shipman & Wright, LLP Attn: Manager or Agent 575 Military Cutoff Rd, Ste 101 Wilmington, NC 28405	Shipman & Wright, LLP Attn: Manager or Agent 575 Military Cutoff Rd, Ste 101 Wilmington, NC 28405			9,438.18
Cycle Max Attn: Manager or Agent PO Box 3488 Wilson, NC 27895	Cycle Max Attn: Manager or Agent PO Box 3488 Wilson, NC 27895			9,125.10
Cumberland Co Tax Collect Attn: Manager or Agent PO Box 1829 Fayetteville, NC 28302	Cumberland Co Tax Collect Attn: Manager or Agent PO Box 1829 Fayetteville, NC 28302	2011 property taxes		9,008.42

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

In re Britt Motorsports, LLC

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

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

I, the Manager/Member of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date October 7, 2011

Signature /s/ D. Scott Britt

D. Scott Britt

Manager/Member

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

B6 Summary (Official Form 6 - Summary) (12/07)

United States Bankruptcy Court
Eastern District of North Carolina - Wilmington Division

In re Britt Motorsports, LLC,
 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	4,323,371.00		
B - Personal Property	Yes	4	727,576.69		
C - Property Claimed as Exempt	Yes	3			
D - Creditors Holding Secured Claims	Yes	2		6,389,894.82	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	3		41,789.25	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	23		1,846,654.50	
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		39			
			Total Assets	5,050,947.69	
			Total Liabilities	8,278,338.57	

**United States Bankruptcy Court
Eastern District of North Carolina - Wilmington Division**

In re Britt Motorsports, LLC,
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)		

B6A (Official Form 6A) (12/07)

In re Britt Motorsports, LLC

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
5307 Hwy 70, Morehead City, NC Carteret County (tax value)		-	693,256.00	1,923,169.00
6431 Market St, Wilmington, NC New Hanover County (tax value)		-	2,408,820.00	2,000,000.00
6418 Market St, Wilmington, NC New Hanover County (tax value)		-	731,600.00	1,500,000.00
6412 Market St, Wilmington, NC New Hanover County (tax value)		-	489,695.00	865,000.00

Sub-Total > 4,323,371.00 (Total of this page)

Total > 4,323,371.00

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

B6B (Official Form 6B) (12/07)

In re Britt Motorsports, LLC

Case No. _____

Debtor

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 petition 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		Cash on hand	-	1,450.00
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.		BB&T Operating Account- Morehead City location ending in 5685	-	4,301.68
		SunTrust Operating Account- Wilmington location ending in 2277	-	19,006.52
		RBC Operating Account- Fayetteville location ending in 2503	-	7,891.83
		BB&T Operating Account- Jacksonville location ending in 2616	-	121.13
		SunTrust Payroll Account - Wilmington location ending in 0387	-	177.50
		BB&T Payroll Account - Morehead City location ending in 4182	-	872.09
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			
			Sub-Total >	34,066.88
			(Total of this page)	

3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Britt Motorsports, LLC, 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
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			
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.		Account Receivables- Morehead City location	-	4,973.03
		Account Receivables- Wilmington location	-	12,536.69
		Account Receivables- Fayetteville location	-	43,354.68
		Account Receivables- Hampstead location rent due from self-storage units	-	21,397.93
		Account Receivables- Jacksonville location	-	6,328.48
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
			Sub-Total >	88,590.81
			(Total of this page)	

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

B6B (Official Form 6B) (12/07) - Cont.

In re Britt Motorsports, LLC, 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
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.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.		Sucker Punch Sally Franchise Agreement	-	0.00
		Load Rite Trailers Franchise Agreement	-	0.00
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.		1995 Chevy 3500 Truck located at Morehead City location	-	1,500.00
		2005 Dodge 2500 Truck located at Wilmington location	-	15,000.00
		1999 Ford 3500 Truck located at Fayetteville location	-	500.00
		2008 Chevy 1500	-	12,000.00
			Sub-Total >	29,000.00
			(Total of this page)	

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

B6B (Official Form 6B) (12/07) - Cont.

In re Britt Motorsports, LLC, 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
		2009 GT250R VIN# ending in 3683 (value \$2,829); 2009 GT250R VIN# ending in 4076 (value \$2,829.00); 2009 GV250 VIN# ending in 8064 (\$2,761.00)	-	8,419.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Desk, tables, computers, and office supplies located at Morehead City location	-	25,000.00
		Desk, tables, computers, displays, racks, supplies, counters, and office supplies located at Wilmington location	-	50,000.00
		Desk, tables, computers, and office supplies located at Fayetteville location	-	20,000.00
29. Machinery, fixtures, equipment, and supplies used in business.		Shop equipment located at Morehead City location displays, racks, etc.	-	50,000.00
		Shop equipment located at Wilmington location displays, racks, etc.	-	50,000.00
		Shop equipment located at Fayetteville location lifts, racks, etc.	-	25,000.00
30. Inventory.		Parts & Accessories located at Morehead City location	-	72,500.00
		Parts & Accessories located at Wilmington location	-	200,000.00
		Parts & Accessories located at Fayetteville location	-	75,000.00
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 >	575,919.00
(Total of this page)	
Total >	727,576.69
(Report also on Summary of Schedules)	

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

B6D (Official Form 6D) (12/07)

In re Britt Motorsports, LLC

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. Creditor #: 1 Automotive Finance Corp. Attn: Manager or Agent 13085 Hamilton Crossing Blvd Carmel, IN 46032	X	-							
			UCC-1 Financing Statement inventory, equipment, accounts, chattel paper, and general intangibles						
			Value \$ 690,157.69				75,602.62	0.00	
Account No. Creditor #: 2 Roy H. Britt 204 Seapath Tower Wrightsville Beach, NC 28480		-							
			3rd Deed of Trust 5307 Hwy 70, Morehead City, NC Carteret County (tax value)						
			Value \$ 693,256.00				150,000.00	0.00	
Account No. xxxxxxxxxxxx0001 Creditor #: 3 Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809	X	-							
			1st Deed of Trust 5307 Hwy 70, Morehead City, NC Carteret County (tax value)						
			Value \$ 693,256.00				1,635,440.00	1,229,913.00	
Account No. xxxxxxxxxxxx0001 Creditor #: 4 Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809	X	-							
			2nd Deed of Trust 5307 Hwy 70, Morehead City, NC Carteret County (tax value)						
			Value \$ 693,256.00				137,729.00	0.00	
Subtotal (Total of this page)								1,998,771.62	1,229,913.00

1 continuation sheets attached

B6D (Official Form 6D) (12/07) - Cont.

In re Britt Motorsports, LLC

Case No. _____

Debtor

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. Creditor #: 5 Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809	X -	6412 Market St, Wilmington, NC New Hanover County (tax value)				865,000.00	375,305.00
		Value \$ 489,695.00					
Account No. Creditor #: 6 GE Mortgage Attn: Bank Officer PO Box 953380 Saint Louis, MO 63195	X -	6431 Market St, Wilmington, NC New Hanover County (tax value)				2,000,000.00	0.00
		Value \$ 2,408,820.00					
Account No. Creditor #: 7 GE Mortgage Attn: Bank Officer PO Box 953380 Saint Louis, MO 63195	X -	6418 Market St, Wilmington, NC New Hanover County (tax value)				1,500,000.00	768,400.00
		Value \$ 731,600.00					
Account No. Creditor #: 8 Hyosung Motors America, Inc Attn: Manager or Agent 5815 Brook Hollow Pkwy #B Norcross, GA 30071	-	2009 GT250R VIN# ending in 3683 (value \$2,829); 2009 GT250R VIN# ending in 4076 (value \$2,829.00); 2009 GV250 VIN# ending in 8064 (\$2,761.00)				10,123.20	1,704.20
		Value \$ 8,419.00					
Account No. Creditor #: 9 Yellowstone Capital, LLC Attn: Manager or Agent 160 Pearl Street New York, NY 10005	X -	UCC-1 Financing Statement all assets				16,000.00	0.00
		Value \$ 690,157.69					
Subtotal (Total of this page)						4,391,123.20	1,145,409.20
Total (Report on Summary of Schedules)						6,389,894.82	2,375,322.20

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

B6E (Official Form 6E) (4/10)

In re Britt Motorsports, LLC

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 \$11,725* 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 \$5,775* 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 \$2,600* 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).

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/10) - Cont.

In re Britt Motorsports, LLC
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 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. Creditor #: 1 Carteret County Tax Coll Attn: Managing Agent 302 Courthouse Square Beaufort, NC 28516			2011 property taxes				4,275.18	0.00 4,275.18
Account No. Creditor #: 2 Cumberland Co Tax Collect Attn: Manager or Agent PO Box 1829 Fayetteville, NC 28302			2011 property taxes				9,008.42	0.00 9,008.42
Account No. Creditor #: 3 Internal Revenue Service Attn: Managing Agent PO Box 7346 Philadelphia, PA 19101-7346							Unknown	Unknown Unknown
Account No. Creditor #: 4 NC Dept of Revenue Attn; Manager or Agent PO Box 25000 Raleigh, NC 27640							Unknown	Unknown Unknown
Account No. Creditor #: 5 New Hanover Co Tax Coll Attn: Managing Agent PO Box 18000 Wilmington, NC 28406			2011 property taxes - 6431 Market Street				16,771.41	0.00 16,771.41
Subtotal (Total of this page)							30,055.01	0.00 30,055.01

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

B6E (Official Form 6E) (4/10) - Cont.

In re Britt Motorsports, LLC,
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 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. Creditor #: 6 New Hanover Co Tax Coll Attn: Managing Agent PO Box 18000 Wilmington, NC 28406	-	-	2011 property taxes - 6418 Market Street				3,667.52	0.00 <hr/> 3,667.52
Account No. Creditor #: 7 New Hanover Co Tax Coll Attn: Managing Agent PO Box 18000 Wilmington, NC 28406	-	-	2011 property taxes - 6412 Market Street				2,045.70	0.00 <hr/> 2,045.70
Account No. Creditor #: 8 New Hanover Co Tax Coll Attn: Managing Agent PO Box 18000 Wilmington, NC 28406	-	-	2011 property taxes - 6431 Market Street				1,946.25	0.00 <hr/> 1,946.25
Account No. Creditor #: 9 Town of Morehead City Attn: Manager or Agent 706 Arendell Street Morehead City, NC 28557	-	-	2011 property taxes				4,074.77	0.00 <hr/> 4,074.77
Account No.								

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

Subtotal
(Total of this page) align="right">0.00
11,734.24 align="right">11,734.24

Total
(Report on Summary of Schedules) align="right">0.00
41,789.25 align="right">41,789.25

B6F (Official Form 6F) (12/07)

In re Britt Motorsports, LLC Case No. _____
 Debtor

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. Creditor #: 1 A to Z Equipment Rentals Attn: Manager or Agent 6312 Market Street Wilmington, NC 28405	-							63.00	
Account No. xxxxxxx-NCS4 Creditor #: 2 ABC Office Supply Warehouse Attn: Manager or Agent 3760 W McFadden Santa Ana, CA 92704	-							489.25	
Account No. Creditor #: 3 ABIC Warranty Trust Attn: Manager or Agent 12800 Angel Side Drive Leander, TX 78641	-							493.00	
Account No. Creditor #: 4 ADP Commercial Leasing Attn: Manager or Agent 3726 Solutions Circlce Chicago, IL 60677	-							1,457.07	
Subtotal (Total of this page)								2,502.32	

22 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. Creditor #: 5 All Ways Graphics Attn: Manager or Agent 120 Racine Dr, Unit 3 Wilmington, NC 28403		-					620.61	
Account No. Creditor #: 6 American Suzuki Motor Attn: Manager or Agent 3251 E. Imperial Hwy Brea, CA 92822		-					5,226.83	
Account No. Creditor #: 7 Amerigas Attn: Managing Agent PO Box 105018 Atlanta, GA 30348		-					604.14	
Account No. Creditor #: 8 Amsoil, Inc. Attn: Manager or Agent 4148 Solutions Center Chicago, IL 60677		-					578.85	
Account No. Creditor #: 9 Assurance Attn: Manager or Agent 21844 Network Place Chicago, IL 60673		-					9,587.00	
Sheet no. <u>1</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	16,617.43

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. Creditor #: 10 AT&T Advertising Attn: Manager or Agent PO Box 70993 Charlotte, NC 28272-0993	-						3,094.37
Account No. Creditor #: 11 Atlantic Coast Toyota Attn: Manager or Agent 3001 Boundary Street Wilmington, NC 28405	-						450.00
Account No. 5286 Creditor #: 12 BB&T Bankcard Corp. Attn: Manager or Agent PO Box 580363 Charlotte, NC 28258-0363	-						1,524.80
Account No. 7462 Creditor #: 13 BB&T Bankcard Corp. Attn: Manager or Agent PO Box 580363 Charlotte, NC 28258-0363	-						2,353.83
Account No. xxxx-xxxx-xxxx-8623 Creditor #: 14 BB&T Bankcard Corp. Attn: Manager or Agent PO Box 580363 Charlotte, NC 28258-0363	-						1,798.00
Sheet no. <u>2</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	9,221.00

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. Creditor #: 15 Bell South, Inc. Attn: Manager or Agent 3367 Paysphere Circle Chicago, IL 60674	-						1,855.30
Account No. Creditor #: 16 Big Bear Choppers Attn: Manager or Agent PO Box 1741 Big Bear Lake, CA 92315	-						507.99
Account No. Creditor #: 17 Big Dog Motorcycles Attn: Manager or Agent 1520 E. Douglas Wichita, KS 67214	-						2,288.88
Account No. Creditor #: 18 Billy Wellons & Vann Pierce PO Box 766 Spring Lake, NC 28390	-						23,000.00
Account No. Creditor #: 19 D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	-						45,523.09
Sheet no. <u>3</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	73,175.26

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 20 Roy H. Britt 204 Seapath Tower Wrightsville Beach, NC 28428	-						20,000.00
Account No. Creditor #: 21 Roy H. Britt 204 Seapath Tower Wrightsville Beach, NC 28428	-						270,000.00
Account No. Creditor #: 22 Roy H. Britt 204 Seapath Tower Wrightsville Beach, NC 28428	-						400,000.00
Account No. Creditor #: 23 City Electric Supply Attn: Manager or Agent PO Box 71446 North Charleston, SC 29415	-						40.80
Account No. Creditor #: 24 City of Wilmington Collections Attn: Manager or Agent PO Box 1810 Wilmington, NC 28402	-						285.00
Sheet no. <u>4</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	690,325.80

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 25 Coeco Office Supply Attn: Manager or Agent PO Box 2088 Rocky Mount, NC 27802	-						664.91
Account No. x2619 Creditor #: 26 Country Air Rentals Attn: Manager or Agent 5447 Hwy 70W Ste. 201 Morehead City, NC 28557	-						171.06
Account No. Creditor #: 27 Culligan Water Condition Attn: Manager or Agent 4911-B Bridges St Ext. Morehead City, NC 28557	-						225.61
Account No. Creditor #: 28 Cumulus Broadcasting, LLC Attn: Manager or Agent PO Box 643246 Cincinnati, OH 45264	-						2,262.71
Account No. Creditor #: 29 Custom Chrome Attn: Manager or Agent 18225 Serene Dr., Ste 150 Morgan Hill, CA 95034	-						2,608.11
Sheet no. <u>5</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	5,932.40

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 30 Custom World International Attn: Manager or Agent 445 Industrial Blvd St. Eustache Canada J7R5-R3	-						208.72	
Account No. Creditor #: 31 Cycle Max Attn: Manager or Agent PO Box 3488 Wilson, NC 27895	-						9,125.10	
Account No. Creditor #: 32 Data Publishing Attn: Manager or Agent PO Box 71082 Charlotte, NC 28272	-						30.00	
Account No. Creditor #: 33 DEX One Attn: Manager or Agent PO Box 9001401 Louisville, KY 40290	-						127.07	
Account No. Creditor #: 34 East Penn Manufacturing Attn: Donna Bailey PO Box 147 Lyon Station, PA 19536-0147	-						3,609.62	
Sheet no. <u>6</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	13,100.51

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 35 Easton Bell Attn: Manager or Agent 3367 Payspher Circle Chicago, IL 60674	-						6,381.35	
Account No. Creditor #: 36 Ed Tucker Distributor, Inc. Attn: Manager or Agent 4900 Alliance Gateway Freeway Fort Worth, TX 76177	X						Unknown	
Account No. Creditor #: 37 EJW Outdoors, Inc. Attn: Manager or Agent 4667-B Arendell St Morehead City, NC 28557	-						300.00	
Account No. Creditor #: 38 Epic Attn: Manager or Agent 2919 Valmount Rd # Boulder, CO 80301	-						65,046.91	
Account No. Creditor #: 39 Equifax Information Attn: Manager or Agent PO Box 105835 Atlanta, GA 30348-5835	-						799.39	
Sheet no. <u>7</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	72,527.65

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 40 Evans Equipment Attn: Manager or Agent 401 Thornwood Rd Chapel Hill, NC 27517	-						465.24	
Account No. Creditor #: 41 Front Street Coffee Attn: Manager or Agent PO Box 10436 Wilmington, NC 28405	-						679.58	
Account No. Creditor #: 42 FSI of Raleigh Durham Attn: Manager or Agent 6518-B Old Wake Forest Rd Raleigh, NC 27616	-						267.00	
Account No. Creditor #: 43 Full House Advertising Attn: Manager or Agent PO Box 2294 Jamestown, NC 27282	-						450.00	
Account No. Creditor #: 44 Fulmer Helmets, Inc. Attn: Manager or Agent PO Box 177 Memphis, TN 38101	-						855.29	
Sheet no. <u>8</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	2,717.11

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. Creditor #: 45 Gart Sutton & Associates Attn: Manager or Agent 111 Bayside Place Corona Del Mar, CA 92625		-					8,743.77	
Account No. Creditor #: 46 Gateway Safety, Inc. Attn: Manager or Agent 1111 Memphis Ave. Cleveland, OH 44144		-					90.69	
Account No. Creditor #: 47 Gaylor Edwards & Vatcher, P.A. Attn: Manager or Agent PO Box 1057 Jacksonville, NC 28540		-					5,000.00	
Account No. Creditor #: 48 GE Commercial Dist. Finance Attn: Manager or Agent 75 Remittance Dr, Ste 6999 Chicago, IL 60675		-					723.27	
Account No. Creditor #: 49 GE Commercial- Suzuki Attn: Manager or Agent 350 N. Orleans St, Ste 6999 Chicago, IL 60654		-					1,957.27	
Sheet no. <u>9</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	16,515.00

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. Creditor #: 50 GE Commercial- Yamaha Attn: Manager or Agent 350 N. Orleans St, Ste 6995 Chicago, IL 60654	-						87,279.99
Account No. xx8350 Creditor #: 51 GE Commerical Dist.Financ Attn: Manager or Agent PO Box 74666 Chicago, IL 60675	-		9/16/2011				311,474.64
Account No. Creditor #: 52 Geraci Law Firm Attn: Manager or Agent 2302 Marn Suite 140 Irvine, CA 92612	-						735.90
Account No. Creditor #: 53 Gill Security Systems Attn: Manager or Agent 818 Ramsey Street Fayetteville, NC 28301	-						85.00
Account No. xx3422 Creditor #: 54 GoGas Fleet Department Attn: Manager or Agent 3301 Burnt Mill Drive Wilmington, NC 28403	-						2,598.09
Sheet no. <u>10</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	402,173.62

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. Creditor #: 55 Good Sports, Inc. Attn: Manager or Agent 349 Progress Drive Manchester, CT 06045	-						300.08
Account No. Creditor #: 56 Hooks Burglar & Fire Alarm Attn: Manager or Agent 6704 Netherlands Dr Wilmington, NC 28405	-						1,790.00
Account No. Creditor #: 57 Hooks System Technology Attn: Manager or Agent 2116 Capitol Drive, Ste 101 Wilmington, NC 28405	-						3,829.00
Account No. Creditor #: 58 J & P Cycles Attn: Manager or Agent PO Box 138 Anamosa, IA 52205	-						691.73
Account No. Creditor #: 59 K&I Supply Co. Attn: Manager or Agent 1040 Richard Ave. Santa Clara, CA 95050	-						621.81
Sheet no. <u>11</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	7,232.62

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. xxxx-5027 Creditor #: 60 Kawasaki Motors Finance Attn: Manager or Agent PO Box 25301 Santa Ana, CA 92799	-						46,312.04
Account No. Creditor #: 61 Kennedy Office Supply Attn: Manager or Agent PO Box 58630 Raleigh, NC 27658	-						1,282.96
Account No. Creditor #: 62 Kuryakyn Holding, Inc. Attn: Manager or Agent 24058 Network Place Chicago, IL 60673	-						116.02
Account No. Creditor #: 63 L&L Tent Rental Attn: Manager or Agent 3709 Wrightsville Ave. Wilmington, NC 28405	-						480.42
Account No. Creditor #: 64 Machine & Welding Supply ATTN: Managing Agent PO Box 1708 Dunn, NC 28335-1708	-						717.25
Sheet no. <u>12</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	48,908.69

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. Creditor #: 65 Machine Welding Supply Co. Attn: Manager or Agent 206 E. Mountain Drive Fayetteville, NC 28302	-						340.53
Account No. Creditor #: 66 Mallard Oil Co. Attn: Manager or Agent 1240 Hwy 70E New Bern, NC 28560	-						1,587.11
Account No. xx557B Creditor #: 67 Marshall Distributing, Inc. Attn: Manager or Agent PO Box 113 Cass City, MI 48726	-						664.56
Account No. Creditor #: 68 Matkins Glass, Inc. ATTN: Managing Agent 2182 Wrightsville Ave Wilmington, NC 28403	-						325.50
Account No. Creditor #: 69 Mayar Computer Service Attn: Manager or Agent 1416 Pinfish Lane Carolina Beach, NC 28428	-						313.18
Sheet no. <u>13</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	3,230.88

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. Creditor #: 70 Micron Exhaust Attn: Manager or Agent 265 Jamie Lane Wauconda, IL 60084	-						385.35	
Account No. Creditor #: 71 Motorcycle Ins. & Dealer Sal. Attn: Manager or Agent 443 East Liberty Street Sumter, SC 29153	-						556.10	
Account No. Creditor #: 72 MTA Attn: Manager or Agent 6469 Highway 33 Choudrant, LA 71227	-						796.18	
Account No. Creditor #: 73 Jeff Nihiser 1213 Woodland Dr. Apt 4D Fayetteville, NC 28305	-						150.00	
Account No. Creditor #: 74 Parts Unlimited Attn: Manager or Agent PO Box 5222 Janesville, WI 53547	-						9,825.55	
Sheet no. <u>14</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	11,713.18

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 75 Performance Trading, Inc. Attn: Manager or Agent 1500 Military Rd, Ste 100 Kenmore, NY 14217		-					1,094.00
Account No. Creditor #: 76 Pitney Bowes Attn: Manager or Agent PO Box 371896 Pittsburgh, PA 15250		-					115.02
Account No. Creditor #: 77 Pitney Bowes Purchase Attn: Manager or Agent PO Box 371874 Pittsburgh, PA 15250		-					714.21
Account No. Creditor #: 78 Radio Werks Attn: Manager or Agent PO Box 600 Castle Hayne, NC 28429		-					2,910.05
Account No. Creditor #: 79 Ray Price, Inc. Attn: Manager or Agent 1126 S. Saunders Street Raleigh, NC 27603		-					84.57
Sheet no. <u>15</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	4,917.85

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. xxxx-xxxx-xxxx-1796 Creditor #: 80 RBC Bankcard Services Attn: Manager or Agent PO Box 2857 Rocky Mount, NC 27802	-						4,800.00
Account No. Creditor #: 81 Regions Bank Attn: Manager or Agent PO Box 2224 Birmingham, AL 35246	-						250,000.00
Account No. Creditor #: 82 Safeguard Business Forms Attn: Manager or Agent PO Box 88043 Chicago, IL 60680	-						91.60
Account No. Creditor #: 83 Safety Kleen Corp. Attn: Manager or Agent PO Box 382066 Pittsburgh, PA 15250	-						794.01
Account No. Creditor #: 84 J. Harold Seagle PO Box 15307 Asheville, NC 28813	-						45,553.99
Sheet no. <u>16</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	301,239.60

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 85 Shipman & Wright, LLP Attn: Manager or Agent 575 Military Cutoff Rd, Ste 101 Wilmington, NC 28405	-						9,438.18
Account No. Creditor #: 86 Skyland Rentals, LLC Attn: Manager or Agent <input type="checkbox"/> <input type="checkbox"/> 109 Core Drive Morehead City, NC 28557	-	possible deficiency					Unknown
Account No. Creditor #: 87 Smith Creek Storage Facilities Attn: Manager or Agent 5633 Market Street Wilmington, NC 28405	-						975.00
Account No. Creditor #: 88 Soaring Helmet Corp. Attn: Manager or Agent 18235 Olympic Ave S. Tukwila, WA 98188	-						1,198.09
Account No. Creditor #: 89 Sonsio International, Inc. Attn: Manager or Agent 5630 Ward Rd Arvada, CO 80002	-						3,948.00
Sheet no. <u>17</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	15,559.27

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 90 Speedy Clean, LLC Attn: Manager or Agent 4550 Ziebarl Place Las Vegas, NV 89103	-						1,600.28	
Account No. Creditor #: 91 SPP Ext. Warranties Attn: Manager or Agent 303 E. Wacker Drive, Ste 230 Chicago, IL 60601	-						13,016.35	
Account No. xx2482 Creditor #: 92 Spy Optic, Inc. Attn: Manager or Agent 2070 Las Palmas Drive Carlsbad, CA 92009	-						710.44	
Account No. Creditor #: 93 Sullivans, Inc. Attn: Manager or Agent 121 Franklin Street Hanson, MA 02341	-						408.32	
Account No. Creditor #: 94 Sunrise Broadcasting Attn: Manager or Agent PO Box 602134 Charlotte, NC 28260	-						510.00	
Sheet no. <u>18</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	16,245.39

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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. Creditor #: 95 Teleco of Wilmington Attn: Manager or Agent 5221 Oleander Dr Wilmington, NC 28403	-						289.16	
Account No. xxxx7170 Creditor #: 96 Toyota Motor Credit Attn: Manager or Agent PO Box 2431 Carol Stream, IL 60132	-						584.11	
Account No. Creditor #: 97 Traffic Log Pro Attn: Manager or Agent PO Box 3862 Norfolk, VA 23514	-						105.00	
Account No. x-xx4218 Creditor #: 98 Triumph Motorcycles Attn: Manager or Agent 385 Walt Sanders Memorial Dr Newnan, GA 30265	-						10,428.21	
Account No. Creditor #: 99 Tucker Rocky Distribution Attn: Manager or Agent 3048 Paysphere Circle Chicago, IL 60674	-						62,249.20	
Sheet no. <u>19</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	73,655.68

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. xx1680 Creditor #: 100 Unifirst Corporation Attn: Manager or Agent 800 South John St Goldsboro, NC 27530	-						8,114.08	
Account No. Creditor #: 101 Unik International Attn: Manager or Agent 40 Triangle Blvd Carlstadt, NJ 07072	-						1,684.03	
Account No. xxxxxx9408 Creditor #: 102 Unishippers Attn: Manager or Agent 30588 Leeman Ferry Rd SW Huntsville, AL 35801	-						865.00	
Account No. Creditor #: 103 United Service Protection Attn: Manager or Agent 21844 Network Place Chicago, IL 60673	-						35,222.50	
Account No. Creditor #: 104 USPC Assurant Solution Gap Attn: Manager or Agent 22896 Network Place Chicago, IL 60673	-						4,195.00	
Sheet no. <u>20</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	50,080.61

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 105 USPC General Accounting Attn: Manager or Agent 21844 Network Place Chicago, IL 60673	-						3,362.00
Account No. Creditor #: 106 USPC-ARDC Attn: Manager or Agent 23070 Network Place Chicago, IL 60673	-						258.00
Account No. Creditor #: 107 Waste Industries, Inc. ATTN: Managing Agent PO Box 580304 Charlotte, NC 28258-0304	-						310.92
Account No. Creditor #: 108 Western Industrial Exchange Attn: Manager or Agent 21596 Marilla Street Chatsworth, CA 91311	-						315.54
Account No. Creditor #: 109 Western Power Sports Attn: Manager or Agent 601 E Gowen Rd Boise, ID 83716	-						933.08
Sheet no. <u>21</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	5,179.54

B6F (Official Form 6F) (12/07) - Cont.

In re Britt Motorsports, LLC, 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		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. Creditor #: 110 White Directory Holdings Attn: Manager or Agent PO Box 5168 Buffalo, NY 14240	-						872.85
Account No. Creditor #: 111 Wolters Kluwer Law & Business Attn: Manager or Agent 4829 Innovation Way Chicago, IL 60682	-						235.28
Account No. x2988 Creditor #: 112 WSFL-FM Attn: Manager or Agent 207 Glenburnie Drive New Bern, NC 28560	-						1,305.00
Account No. Creditor #: 113 Wurth USA, Inc. Attn: Manager or Agent PO Box 415889 Boston, MA	-						529.52
Account No. xxxxx5289 Creditor #: 114 Xerox Corporation Attn: Manager or Agent PO Box 827598 Philadelphia, PA 19182	-						940.44
Subtotal (Total of this page)							3,883.09
Total (Report on Summary of Schedules)							1,846,654.50
Sheet no. <u>22</u> of <u>22</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							

B6G (Official Form 6G) (12/07)

In re Britt Motorsports, LLC, Debtor Case No. _____

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.
ADP Commercial Leasing Attn: Manager or Agent 3726 Solutions Cir lce Chicago, IL 60677	Computer software program for Morehead City, Wilmington, & Fayetteville locations
Atlantic Coast Toyota Attn: Manager or Agent 3001 Boundary Street Wilmington, NC 28405	Lift equipment for Fayetteville location
Roy H. Britt 204 Seapath Towers Wrightsville Beach, NC 28428	Installment land sale contract of 13410 & 13472 US Hwy 17 N, Hampstead, NC Pender County
Copy Pro Attn: Manager or Agent 3103 Landmark Street Greenville, NC 27834	Lease of copier
Hooks System Technology Attn: Manager or Agent 2116 Capitol Drive, Ste 101 Wilmington, NC 28405	Computer & software repair for Morehead City, Wilmington, & Fayetteville locations
Sentry Security Services Attn: Manager or Agent PO Box 60089 Charlotte, NC 28260	Security fence for Morehead City & Wilmington locations
Steel Dreams of Fayetteville dba BV Holdings, LLC PO Box 766 Spring Lake, NC 28390	Installment land sale contract of 3618 Sycamore Dairy Road, Fayetteville, NC Cumberland County
Teleco of Wilmington Attn: Manager or Agent 5221 Oleander Dr Wilmington, NC 28403	Telephone equipment and repair for Wilmington location

B6H (Official Form 6H) (12/07)

In re Britt Motorsports, LLC

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
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	GE Mortgage Attn: Bank Officer PO Box 953380 Saint Louis, MO 63195
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	GE Mortgage Attn: Bank Officer PO Box 953380 Saint Louis, MO 63195
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	Yellowstone Capital, LLC Attn: Manager or Agent 160 Pearl Street New York, NY 10005
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	Ed Tucker Distributor, Inc. Attn: Manager or Agent 4900 Alliance Gateway Freeway Fort Worth, TX 76177
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	Automotive Finance Corp. Attn: Manager or Agent 13085 Hamilton Crossing Blvd Carmel, IN 46032
Roy H. Britt 204 Seapath Tower Wrightsville Beach, NC 28428	GE Mortgage Attn: Bank Officer PO Box 953380 Saint Louis, MO 63195

In re Britt Motorsports, LLC
Debtor

Case No. _____

SCHEDULE H - CODEBTORS
(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Roy H. Britt 204 Seapath Tower Wrightsville Beach, NC 28428	GE Mortgage Attn: Bank Officer PO Box 953380 Saint Louis, MO 63195

B6 Declaration (Official Form 6 - Declaration). (12/07)

**United States Bankruptcy Court
Eastern District of North Carolina - Wilmington Division**

In re Britt Motorsports, LLC Debtor(s) Case No. _____ Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Manager/Member 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 41 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date October 7, 2011

Signature /s/ D. Scott Britt
D. Scott Britt
Manager/Member

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

B7 (Official Form 7) (04/10)

**United States Bankruptcy Court
Eastern District of North Carolina - Wilmington Division**

In re Britt Motorsports, LLC

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
\$6,354,012.63	2011 YTD (gross income)
\$12,428,448.30	2010 (gross income)
\$0.00	2009 (gross income) - unknown

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
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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 credit 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
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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 \$5,850*. 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 credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other 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 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
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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
11-SP-134 In the matter of the foreclosure of land covered by that certain deed of trust given by Roy H. Britt to Crescent State Bank, Dated October 22, 2007, recorded in Book 3341, Page 279, Pender County Registry	foreclosure	Superior Court Division Pender County, NC	pending
11-SP-150 In the matter of the foreclosure of land covered by that certain deed of trust given by BMS-Kinston Properties, LLC to Crescent State Bank, Dated July 25, 2007, recorded in Book 1233, Page 127, Carteret County Registry	foreclosure	Superior Court Division Carteret County, NC	pending

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
11-SP-443 In the matter of the foreclosure of land covered by that certain deed of trust given by David Scott Britt, Robert Walter Chamberlin, Jr., and Susan R. Chamberlin to Crescent State Bank, Dated August 1, 2008, recorded in Book 5337, Page 1520, New Hanover County Registry	foreclosure	Superior Court Division New Hanover County, NC	pending
11-SP-444 In the matter of the foreclosure of land covered by that certain deed of trust given by Center 149, LLC to Crescent State Bank, Dated June 3, 2008, recorded in Book 5320, Page 806, New Hanover County Registry	foreclosure	Superior Court Division New Hanover County, NC	pending
Award No. 208350 In the Matter of the Arbitration Between GE Commercial Distribution Finance Corporation, claimant, and HotRodz of Fayetteville, LLC, Britt Motorsports Morehead City, LLC, and David Scott Britt	arbitration		GE Commercial Distribution Finance Corporation awarded \$311,474.64 on 9/16/2011.
30-2011 Kawasaki Motors Finance Corp. v. Britt Motorsports, LLC, Britt Motorsports of Morehead City, LLC, and David Scott Britt	foreclosure	Superior Court Division Orange County, California	pending
11-CVS-15411 GE Commercial District v. Hotrodz of Fayetteville, LLC, Britt Motorsports, LLC, Britt Motorsports Morehead City, LLC	complaint	Superior Court Division Wake County, NC	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
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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
Skyland Rentals, LLC Attn: Manager or Agent 109 Core Drive Morehead City, NC 28557	July 21, 2011	Property known as Lot 1A, Wildwood West Subdivision, Carteret County, NC
Ed Tucker Distributor, Inc. Attn: Manager or Agent 4900 Alliance Gateway Freeway Fort Worth, TX 76177	October 4, 2011	Parts and apparel (Wilmington & Fayetteville locations)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
GE Commerical Dist.Financ Attn: Manager or Agent PO Box 74666 Chicago, IL 60675	March 2011	Yamaha, Suzuki and Triump inventory
Kawasaki Motors Finance Attn: Manager or Agent PO Box 25301 Santa Ana, CA 92799	March 2011	Kawasaki inventory

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
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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
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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
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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
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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
Stubbs & Perdue, P.A. 310 Craven Street PO Box 1654 New Bern, NC 28563-1654	*See additional information contained in the Affidavit of the Attorney for the Debtor	

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
J. O. Stevenson 781 West Firetower Rd Swansboro, NC 28584	10/12/2010	Sale of property from BMS Jacksonville Properties, LLC located at 2301 LeJeune Blvd, Jacksonville, NC 28546 Purchase Prices: \$1,000,000.00

- 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
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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
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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
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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
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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
Various owners	consignment ATV's, motorcycles, watercraft, etc.	Morehead City, Wilmington, & Fayetteville locations

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
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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
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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
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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	ADDRESS
Christi Granda	
 Sherif Iskander	 PO Box 11009 Goldsboro, NC 27530

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	DATE ISSUED
Crescent State Bank Attn: Bank Officer PO Box 5809 Cary, NC 27512-5809	2010
Automotive Finance Corp. Attn: Manager or Agent 13085 Hamilton Crossing Blvd Carmel, IN 46032	2010
Yellowstone Capital, LLC Attn: Manager or Agent 160 Pearl Street New York, NY 10005	2010
GE Mortgage Attn: Bank Officer PO Box 953380 Saint Louis, MO 63195	2010
Kawasaki Motors Finance Attn: Manager or Agent PO Box 25301 Santa Ana, CA 92799	2010

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)
January 2010	D. Scott Britt	\$150,000.00 (Fayetteville location) \$175,000.00 (Morehead City location) \$275,000.00 (Wilmington location)

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
January 2010	Britt Motorsports, LLC 6431 Market Street Wilmington, NC 28405

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
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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
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411	member/manager	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
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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
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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
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411 member/manager	weekly salary draws	\$2,769.24 per week
Garrett Britt 3053 Hwy 210 West Hampstead, NC 28443 Scott Britt's son	monthly salary draws	\$5,000.00 per month
Debbie Britt 744 Victorian Place Fayetteville, NC 28301 Scott Britt's sister	monthly salary draws	\$6,000.00 per month

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)
----------------------	--------------------------------------

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 October 7, 2011

Signature /s/ D. Scott Britt
D. Scott Britt
Manager/Member

[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



VENDOR	WILM	FAY	MHC	TOTAL VENDOR
ACTION COACH	\$ 9,825.00	\$ -	\$ -	\$ 9,825.00
ADP LIGHTSPEED	\$ 4,655.70	\$ 2,515.50	\$ 2,111.16	\$ 9,282.36
AFC	\$ 22,473.63	\$ 11,357.46	\$ -	\$ 33,831.09
CYCLE MAX	\$ -	\$ -	\$ 8,910.14	\$ 8,910.14
EAST PENN MANUFACTURING	\$ 2,912.35	\$ -	\$ 487.53	\$ 3,399.88
GROUP INSURANCE	\$ 13,164.93	\$ 3,764.29	\$ 2,817.78	\$ 19,747.00
MIDDLETOWN CYCLE	\$ 6,012.00	\$ 2,500.00	\$ 500.00	\$ 9,012.00
NCDOR	\$ 4,734.20	\$ 1,564.83	\$ 6,158.86	\$ 12,457.89
NEW HANOVER CO TAX	\$ 6,426.15	\$ -	\$ -	\$ 6,426.15
ONE SOURCE	\$ 10,089.96	\$ -	\$ 4,221.46	\$ 14,311.42
OUTLAW CUSTOMS	\$ 8,673.54	\$ 2,512.00	\$ -	\$ 11,185.54
PARTS UNLIMITED	\$ 32,036.65	\$ 6,485.65	\$ 5,240.98	\$ 43,763.28
PROGRESS ENERGY	\$ 9,869.01	\$ -	\$ 4,368.32	\$ 14,237.33
PUBLIC WORKS	\$ -	\$ 6,777.65	\$ -	\$ 6,777.65
RBC BANKCARD	\$ 8,250.00	\$ 13,727.48	\$ -	\$ 21,977.48
SHERIF ISKANDER, CPA	\$ 10,000.00	\$ -	\$ -	\$ 10,000.00
UNIFIRST	\$ 2,068.12	\$ 1,589.30	\$ 3,234.86	\$ 6,892.28
UNITED SERVICE PROTECTION	\$ 7,981.00	\$ 6,927.00	\$ -	\$ 14,908.00
UNIVERSAL UNDERWRITERS	\$ 8,126.41	\$ 3,965.30	\$ 6,604.25	\$ 18,695.96
WESTERN POWERSPORTS	\$ 26,992.06	\$ 11,684.83	\$ 8,146.58	\$ 46,823.47

**United States Bankruptcy Court
Eastern District of North Carolina - Wilmington Division**

In re Britt Motorsports, LLC
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
D. Scott Britt 3501 Whimsey Way Wilmington, NC 28411		100%	Membership

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date October 7, 2011

Signature /s/ D. Scott Britt
D. Scott Britt
Manager/Member

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

**United States Bankruptcy Court
Eastern District of North Carolina - Wilmington Division**

In re Britt Motorsports, LLC

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Manager/Member of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: October 7, 2011

/s/ D. Scott Britt

D. Scott Britt/Manager/Member

Signer/Title

BRITT MOTORSPORTS, LLC
6431 MARKET STREET
WILMINGTON, NC 28405

TRAWICK H. STUBBS, JR.
STUBBS & PERDUE, P.A.
PO BOX 1654
NEW BERN, NC 28563

BRANCH OF REORGANIZATION
ATTN: MANAGING AGENT
3475 LENOX ROAD NE #1000
ATLANTA, GA 30326

SECRETARY OF TREASURY
ATTN: MANAGING AGENT
1500 PENNSYLVANIA AVE NW
WASHINGTON, DC 20220

NC DEPT. OF REVENUE
ATTN: MANAGING AGENT
PO BOX 25000
RALEIGH, NC 27640

EMPLOYMENT SECURITY COM.
ATTN: MANAGING AGENT
PO BOX 25903
RALEIGH, NC 27611

INTERNAL REVENUE SERVICE
ATTN: MANAGING AGENT
PO BOX 7346
PHILADELPHIA, PA 19101-7346

UNITED STATES ATTORNEY
310 NEW BERN AVENUE
FEDERAL BLDG SUITE 800
RALEIGH, NC 27601-1461

A TO Z EQUIPMENT RENTALS
ATTN: MANAGER OR AGENT
6312 MARKET STREET
WILMINGTON, NC 28405

ABC OFFICE SUPPLY WAREHOUSE
ATTN: MANAGER OR AGENT
3760 W MCFADDEN
SANTA ANA, CA 92704

ABIC WARRANTY TRUST
ATTN: MANAGER OR AGENT
12800 ANGEL SIDE DRIVE
LEANDER, TX 78641

ADP COMMERCIAL LEASING
ATTN: MANAGER OR AGENT
3726 SOLUTIONS CIRCLE
CHICAGO, IL 60677

ALL WAYS GRAPHICS
ATTN: MANAGER OR AGENT
120 RACINE DR, UNIT 3
WILMINGTON, NC 28403

AMERICAN SUZUKI MOTOR
ATTN: MANAGER OR AGENT
3251 E. IMPERIAL HWY
BREA, CA 92822

AMERIGAS
ATTN: MANAGING AGENT
PO BOX 105018
ATLANTA, GA 30348

AMSOIL, INC.
ATTN: MANAGER OR AGENT
4148 SOLUTIONS CENTER
CHICAGO, IL 60677

ASSURANCE
ATTN: MANAGER OR AGENT
21844 NETWORK PLACE
CHICAGO, IL 60673

AT&T ADVERTISING
ATTN: MANAGER OR AGENT
PO BOX 70993
CHARLOTTE, NC 28272-0993

ATLANTIC COAST TOYOTA
ATTN: MANAGER OR AGENT
3001 BOUNDARY STREET
WILMINGTON, NC 28405

AUTOMOTIVE FINANCE CORP.
ATTN: MANAGER OR AGENT
13085 HAMILTON CROSSING BLVD
CARMEL, IN 46032

BB&T BANKCARD CORP.
ATTN: MANAGER OR AGENT
PO BOX 580363
CHARLOTTE, NC 28258-0363

BELL SOUTH, INC.
ATTN: MANAGER OR AGENT
3367 PAYSHERE CIRCLE
CHICAGO, IL 60674

BIG BEAR CHOPPERS
ATTN: MANAGER OR AGENT
PO BOX 1741
BIG BEAR LAKE, CA 92315

BIG DOG MOTORCYCLES
ATTN: MANAGER OR AGENT
1520 E. DOUGLAS
WICHITA, KS 67214

BILLY WELLONS & VANN PIERCE
PO BOX 766
SPRING LAKE, NC 28390

D. SCOTT BRITT
3501 WHIMSEY WAY
WILMINGTON, NC 28411

ROY H. BRITT
204 SEAPATH TOWER
WRIGHTSVILLE BEACH, NC 28428

CARTERET COUNTY TAX COLL
ATTN: MANAGING AGENT
302 COURTHOUSE SQUARE
BEAUFORT, NC 28516

CITY ELECTRIC SUPPLY
ATTN: MANAGER OR AGENT
PO BOX 71446
NORTH CHARLESTON, SC 29415

CITY OF WILMINGTON COLLECT
ATTN: MANAGER OR AGENT
PO BOX 1810
WILMINGTON, NC 28402

COECO OFFICE SUPPLY
ATTN: MANAGER OR AGENT
PO BOX 2088
ROCKY MOUNT, NC 27802

COPY PRO
ATTN: MANAGER OR AGENT
3103 LANDMARK STREET
GREENVILLE, NC 27834

COUNTRY AIR RENTALS
ATTN: MANAGER OR AGENT
5447 HWY 70W STE. 201
MOREHEAD CITY, NC 28557

CRESCENT STATE BANK
ATTN: BANK OFFICER
PO BOX 5809
CARY, NC 27512-5809

CULLIGAN WATER CONDITION
ATTN: MANAGER OR AGENT
4911-B BRIDGES ST EXT.
MOREHEAD CITY, NC 28557

CUMBERLAND CO TAX COLLECT
ATTN: MANAGER OR AGENT
PO BOX 1829
FAYETTEVILLE, NC 28302

CUMULUS BROADCASTING, LLC
ATTN: MANAGER OR AGENT
PO BOX 643246
CINCINNATI, OH 45264

CUSTOM CHROME
ATTN: MANAGER OR AGENT
18225 SERENE DR., STE 150
MORGAN HILL, CA 95034

CUSTOM WORLD INTERNATIONAL
ATTN: MANAGER OR AGENT
445 INDUSTRIAL BLVD
ST. EUSTACHE CANADA J7R5-R3

CYCLE MAX
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PO BOX 3488
WILSON, NC 27895

DATA PUBLISHING
ATTN: MANAGER OR AGENT
PO BOX 71082
CHARLOTTE, NC 28272

DEX ONE
ATTN: MANAGER OR AGENT
PO BOX 9001401
LOUISVILLE, KY 40290

EAST PENN MANUFACTURING
ATTN: DONNA BAILEY
PO BOX 147
LYON STATION, PA 19536-0147

EASTON BELL
ATTN: MANAGER OR AGENT
3367 PAYSPIER CIRCLE
CHICAGO, IL 60674

ED TUCKER DISTRIBUTOR, INC.
ATTN: MANAGER OR AGENT
4900 ALLIANCE GATEWAY FREEWAY
FORT WORTH, TX 76177

EJW OUTDOORS, INC.
ATTN: MANAGER OR AGENT
4667-B ARENDELL ST
MOREHEAD CITY, NC 28557

EPIC
ATTN: MANAGER OR AGENT
2919 VALMOUNT RD #
BOULDER, CO 80301

EQUIFAX INFORMATION
ATTN: MANAGER OR AGENT
PO BOX 105835
ATLANTA, GA 30348-5835

EVANS EQUIPMENT
ATTN: MANAGER OR AGENT
401 THORNWOOD RD
CHAPEL HILL, NC 27517

F. STUART THORPE
ATTNY FOR WELLONS & PIERCE
150 N. MCPHERSON CHURCH RD, STE BO
FAYETTEVILLE, NC 28303
WILMINGTON, NC 28405

FSI OF RALEIGH DURHAM
ATTN: MANAGER OR AGENT
6518-B OLD WAKE FOREST RD
RALEIGH, NC 27616

FULL HOUSE ADVERTISING
ATTN: MANAGER OR AGENT
PO BOX 2294
JAMESTOWN, NC 27282

FULMER HELMETS, INC.
ATTN: MANAGER OR AGENT
PO BOX 177
MEMPHIS, TN 38101

GART SUTTON & ASSOCIATES
ATTN: MANAGER OR AGENT
111 BAYSIDE PLACE
CORONA DEL MAR, CA 92625

GATEWAY SAFETY, INC.
ATTN: MANAGER OR AGENT
1111 MEMPHIS AVE.
CLEVELAND, OH 44144

GAYLOR EDWARDS & VATCHER
ATTN: MANAGER OR AGENT
PO BOX 1057
JACKSONVILLE, NC 28540

GE COMMERCIAL DIST. FINANCE
ATTN: MANAGER OR AGENT
75 REMITTANCE DR, STE 6999
CHICAGO, IL 60675

GE COMMERCIAL- SUZUKI
ATTN: MANAGER OR AGENT
350 N. ORLEANS ST, STE 6999
CHICAGO, IL 60654

GE COMMERCIAL- YAMAHA
ATTN: MANAGER OR AGENT
350 N. ORLEANS ST, STE 6995
CHICAGO, IL 60654

GE COMMERCIAL DIST.FINANC
ATTN: MANAGER OR AGENT
PO BOX 74666
CHICAGO, IL 60675

GE MORTGAGE
ATTN: BANK OFFICER
PO BOX 953380
SAINT LOUIS, MO 63195

GERACI LAW FIRM
ATTN: MANAGER OR AGENT
2302 MARN SUITE 140
IRVINE, CA 92612

GILL SECURITY SYSTEMS
ATTN: MANAGER OR AGENT
818 RAMSEY STREET
FAYETTEVILLE, NC 28301

GOGAS FLEET DEPARTMENT
ATTN: MANAGER OR AGENT
3301 BURNT MILL DRIVE
WILMINGTON, NC 28403

GOOD SPORTS, INC.
ATTN: MANAGER OR AGENT
349 PROGRESS DRIVE
MANCHESTER, CT 06045

HOOKS BURGLAR & FIRE ALARM
ATTN: MANAGER OR AGENT
6704 NETHERLANDS DR
WILMINGTON, NC 28405

HOOKS SYSTEM TECHNOLOGY
ATTN: MANAGER OR AGENT
2116 CAPITOL DRIVE, STE 101
WILMINGTON, NC 28405

HYOSUNG MOTORS AMERICA, I
ATTN: MANAGER OR AGENT
5815 BROOK HOLLOW PKWY #B
NORCROSS, GA 30071

J & P CYCLES
ATTN: MANAGER OR AGENT
PO BOX 138
ANAMOSA, IA 52205

K&I SUPPLY CO.
ATTN: MANAGER OR AGENT
1040 RICHARD AVE.
SANTA CLARA, CA 95050

KAWASAKI MOTORS FINANCE
ATTN: MANAGER OR AGENT
PO BOX 25301
SANTA ANA, CA 92799

KENNEDY OFFICE SUPPLY
ATTN: MANAGER OR AGENT
PO BOX 58630
RALEIGH, NC 27658

KURYAKYN HOLDING, INC.
ATTN: MANAGER OR AGENT
24058 NETWORK PLACE
CHICAGO, IL 60673

L&L TENT RENTAL
ATTN: MANAGER OR AGENT
3709 WRIGHTSVILLE AVE.
WILMINGTON, NC 28405

MACHINE & WELDING SUPPLY
ATTN: MANAGING AGENT
PO BOX 1708
DUNN, NC 28335-1708

MACHINE WELDING SUPPLY CO.
ATTN: MANAGER OR AGENT
206 E. MOUNTAIN DRIVE
FAYETTEVILLE, NC 28302

MALLARD OIL CO.
ATTN: MANAGER OR AGENT
1240 HWY 70E
NEW BERN, NC 28560

MARSHALL DISTRIBUTING, INC.
ATTN: MANAGER OR AGENT
PO BOX 113
CASS CITY, MI 48726

MATKINS GLASS, INC.
ATTN: MANAGING AGENT
2182 WRIGHTSVILLE AVE
WILMINGTON, NC 28403

MAYAR COMPUTER SERVICE
ATTN: MANAGER OR AGENT
1416 PINFISH LANE
CAROLINA BEACH, NC 28428

MICRON EXHAUST
ATTN: MANAGER OR AGENT
265 JAMIE LANE
WAUCONDA, IL 60084

MOTORCYCLE INS. & DEALER SAL.
ATTN: MANAGER OR AGENT
443 EAST LIBERTY STREET
SUMTER, SC 29153

MTA
ATTN: MANAGER OR AGENT
6469 HIGHWAY 33
CHOUDRANT, LA 71227

NC DEPT OF REVENUE
ATTN: MANAGER OR AGENT
PO BOX 25000
RALEIGH, NC 27640

NEW HANOVER CO TAX COLL
ATTN: MANAGING AGENT
PO BOX 18000
WILMINGTON, NC 28406

JEFF NIHISER
1213 WOODLAND DR. APT 4D
FAYETTEVILLE, NC 28305

PARTS UNLIMITED
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PO BOX 5222
JANESVILLE, WI 53547

PERFORMANCE TRADING, INC.
ATTN: MANAGER OR AGENT
1500 MILITARY RD, STE 100
KENMORE, NY 14217

PITNEY BOWES
ATTN: MANAGER OR AGENT
PO BOX 371896
PITTSBURGH, PA 15250

PITNEY BOWES PURCHASE
ATTN: MANAGER OR AGENT
PO BOX 371874
PITTSBURGH, PA 15250

RADIO WERKS
ATTN: MANAGER OR AGENT
PO BOX 600
CASTLE HAYNE, NC 28429

RAY PRICE, INC.
ATTN: MANAGER OR AGENT
1126 S. SAUNDERS STREET
RALEIGH, NC 27603

RBC BANKCARD SERVICES
ATTN: MANAGER OR AGENT
PO BOX 2857
ROCKY MOUNT, NC 27802

REGIONS BANK
ATTN: MANAGER OR AGENT
PO BOX 2224
BIRMINGHAM, AL 35246

SAFEGUARD BUSINESS FORMS
ATTN: MANAGER OR AGENT
PO BOX 88043
CHICAGO, IL 60680

SAFETY KLEEN CORP.
ATTN: MANAGER OR AGENT
PO BOX 382066
PITTSBURGH, PA 15250

J. HAROLD SEAGLE
PO BOX 15307
ASHEVILLE, NC 28813

SENTRY SECURITY SERVICES
ATTN: MANAGER OR AGENT
PO BOX 60089
CHARLOTTE, NC 28260

SHIPMAN & WRIGHT, LLP
ATTN: MANAGER OR AGENT
575 MILITARY CUTOFF RD, STE 101
WILMINGTON, NC 28405

SKYLAND RENTALS, LLC
ATTN: MANAGER OR AGENT
109 CORE DRIVE
MOREHEAD CITY, NC 28557

SMITH CREEK STORAGE FACILI
ATTN: MANAGER OR AGENT
5633 MARKET STREET
WILMINGTON, NC 28405

SOARING HELMET CORP.
ATTN: MANAGER OR AGENT
18235 OLYMPIC AVE S.
TUKWILA, WA 98188

SONSIO INTERNATIONAL, INC.
ATTN: MANAGER OR AGENT
5630 WARD RD
ARVADA, CO 80002

SPEEDY CLEAN, LLC
ATTN: MANAGER OR AGENT
4550 ZIEBARL PLACE
LAS VEGAS, NV 89103

SPP EXT. WARRANTIES
ATTN: MANAGER OR AGENT
303 E. WACKER DRIVE, STE 230
CHICAGO, IL 60601

SPY OPTIC, INC.
ATTN: MANAGER OR AGENT
2070 LAS PALMAS DRIVE
CARLSBAD, CA 92009

STEEL DREAMS OF FAYETTEVIL
DBA BV HOLDINGS, LLC
PO BOX 766
SPRING LAKE, NC 28390

SULLIVANS, INC.
ATTN: MANAGER OR AGENT
121 FRANKLIN STREET
HANSON, MA 02341

SUNRISE BROADCASTING
ATTN: MANAGER OR AGENT
PO BOX 602134
CHARLOTTE, NC 28260

TELECO OF WILMINGTON
ATTN: MANAGER OR AGENT
5221 OLEANDER DR
WILMINGTON, NC 28403

TOWN OF MOREHEAD CITY
ATTN: MANAGER OR AGENT
706 ARENDELL STREET
MOREHEAD CITY, NC 28557

TOYOTA MOTOR CREDIT
ATTN: MANAGER OR AGENT
PO BOX 2431
CAROL STREAM, IL 60132

TRAFFIC LOG PRO
ATTN: MANAGER OR AGENT
PO BOX 3862
NORFOLK, VA 23514

TRIUMPH MOTORCYCLES
ATTN: MANAGER OR AGENT
385 WALT SANDERS MEMORIAL DR
NEWMAN, GA 30265

TUCKER ROCKY DISTRIBUTION
ATTN: MANAGER OR AGENT
3048 PAYSHERE CIRCLE
CHICAGO, IL 60674

UNIFIRST CORPORATION
ATTN: MANAGER OR AGENT
800 SOUTH JOHN ST
GOLDSBORO, NC 27530

UNIK INTERNATIONAL
ATTN: MANAGER OR AGENT
40 TRIANGLE BLVD
CARLSTADT, NJ 07072

UNISHIPPERS
ATTN: MANAGER OR AGENT
30588 LEEMAN FERRY RD SW
HUNTSVILLE, AL 35801

UNITED SERVICE PROTECTION
ATTN: MANAGER OR AGENT
21844 NETWORK PLACE
CHICAGO, IL 60673

USPC ASSURANT SOLUTION GAP
ATTN: MANAGER OR AGENT
22896 NETWORK PLACE
CHICAGO, IL 60673

USPC GENERAL ACCOUNTING
ATTN: MANAGER OR AGENT
21844 NETWORK PLACE
CHICAGO, IL 60673

USPC-ARDC
ATTN: MANAGER OR AGENT
23070 NETWORK PLACE
CHICAGO, IL 60673

WASTE INDUSTRIES, INC.
ATTN: MANAGING AGENT
PO BOX 580304
CHARLOTTE, NC 28258-0304

WESTERN INDUSTRIAL EXCHANGE
ATTN: MANAGER OR AGENT
21596 MARILLA STREET
CHATSWORTH, CA 91311

WESTERN POWER SPORTS
ATTN: MANAGER OR AGENT
601 E GOWEN RD
BOISE, ID 83716

WHITE DIRECTORY HOLDINGS
ATTN: MANAGER OR AGENT
PO BOX 5168
BUFFALO, NY 14240

WOLTERS KLUWER LAW & BUSINESS
ATTN: MANAGER OR AGENT
4829 INNOVATION WAY
CHICAGO, IL 60682

WSFL-FM
ATTN: MANAGER OR AGENT
207 GLENBURNIE DRIVE
NEW BERN, NC 28560

WURTH USA, INC.
ATTN: MANAGER OR AGENT
PO BOX 415889
BOSTON, MA

XEROX CORPORATION
ATTN: MANAGER OR AGENT
PO BOX 827598
PHILADELPHIA, PA 19182

YELLOWSTONE CAPITAL, LLC
ATTN: MANAGER OR AGENT
160 PEARL STREET
NEW YORK, NY 10005