

B1 (Official Form 1)(04/13)

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|--|---|--|
| United States Bankruptcy Court Eastern District of North Carolina | | Voluntary Petition |
| Name of Debtor (if individual, enter Last, First, Middle): Carolina Friends, 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): FDBA Your Office USA; FDBA Your Office Raleigh | | All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): |
| Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 56-2235912 | | 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): 2501 Blue Ridge Road Suite 250 Raleigh, NC <div style="text-align: right; font-size: small;">ZIP Code 27607-6346</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: Wake | | County of Residence or of the Principal Place of Business: |
| Mailing Address of Debtor (if different from street address): Post Office Box 37398 Raleigh, NC <div style="text-align: right; font-size: small;">ZIP Code 27627</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): | | |
| 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 | 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 |
| Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending: | 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). | 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 checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 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 checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000 | | |
| Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input checked="" type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input 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 checked="" type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion | | |

| | | | |
|---|---|--|--|
| Voluntary Petition <i>(This page must be completed and filed in every case)</i> | | Name of Debtor(s): Carolina Friends, LLC | |
| 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: | |
| Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition. | Exhibit B <small>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</small> I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date) | | |
| Exhibit C | | | |
| Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> 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) | | | |
| <input checked="" type="checkbox"/> 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. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> 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) | | | |
| <input type="checkbox"/> 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) | | | |
| <input type="checkbox"/> 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 <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)). | | | |

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

Name of Debtor(s):
Carolina Friends, LLC

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Travis Sasser
Signature of Attorney for Debtor(s)

Travis Sasser 26707
Printed Name of Attorney for Debtor(s)

Sasser Law Firm
Firm Name

2000 Regency Parkway
Suite 230
Cary, NC 27518

Address

Email: tsasser@carybankruptcy.com

919.319.7400 Fax: 919.657.7400
Telephone Number

April 28, 2015
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

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

X /s/ Joe Floyd
Signature of Authorized Individual

Joe Floyd
Printed Name of Authorized Individual

Member-Manager
Title of Authorized Individual

April 28, 2015
Date

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Eastern District of North Carolina

In re Carolina Friends, 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> |
| APCO Worldwide Attn: Managing agent 700 12th Street, NW, Suite 800 Washington, DC 20005 | APCO Worldwide Attn: Managing agent 700 12th Street, NW, Suite 800 Washington, DC 20005 202-778-1044 | Unreturned client deposit | | 4,120.00 |
| BB&T Bankruptcy Section/100-50-51 PO Box 1847 Wilson, NC 27894-1847 | BB&T Bankruptcy Section/100-50-51 PO Box 1847 Wilson, NC 27894-1847 800-397-1235 | Credit card | | 8,183.14 |
| Capital One Attn: Managing Agent PO Box 85149 Richmond, VA 23295 | Capital One Attn: Managing Agent PO Box 85149 Richmond, VA 23295 800-867-0904 | Credit card | | 8,750.00 |
| Capital One Attn: Managing Agent PO Box 85149 Richmond, VA 23295 | Capital One Attn: Managing Agent PO Box 85149 Richmond, VA 23295 800-867-0904 | All assets located in Wake County | | 90,304.31 (0.00 secured) |
| Celito.net Attn: Managing agent 1350 Sunday Drive, Suite 109 Raleigh, NC 27607 | Celito.net Attn: Managing agent 1350 Sunday Drive, Suite 109 Raleigh, NC 27607 919-852-1238 | Account | | 2,026.30 |
| Dell Business Credit Attn: Managing Agent PO Box 5275 Carol Stream, IL 60197 | Dell Business Credit Attn: Managing Agent PO Box 5275 Carol Stream, IL 60197 866-413-3355 | Account | | 3,500.00 |
| Engineering Economics, Inc. Attn: Managing agent 780 Simms St., Suite 210 Golden, CO 80401 | Engineering Economics, Inc. Attn: Managing agent 780 Simms St., Suite 210 Golden, CO 80401 303-239-8700 | Unreturned client deposit | | 2,634.00 |

B4 (Official Form 4) (12/07) - Cont.
In re **Carolina Friends, LLC**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

| (1) <i>Name of creditor and complete mailing address including zip code</i> | (2) <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> | (3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i> | (4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i> | (5) <i>Amount of claim [if secured, also state value of security]</i> |
|---|---|--|---|--|
| Estate of Barbara Pacifico 594 Nuhlenberg Avenue Wenonah, NJ 08090 | Estate of Barbara Pacifico 594 Nuhlenberg Avenue Wenonah, NJ 08090 | Insider loan | | Unknown |
| Frankel Staffing PO Box 536853 Atlanta, GA 30353-6853 | Frankel Staffing PO Box 536853 Atlanta, GA 30353-6853 919-783-6300 | Staffing company | | 11,877.82 |
| GDH Consulting Attn: Managing agent 4200 E. Skelly Drive, Suite 650 Tulsa, OK 74135 | GDH Consulting Attn: Managing agent 4200 E. Skelly Drive, Suite 650 Tulsa, OK 74135 918-392-1600 | Unreturned client deposit | | 2,659.50 |
| Instant Offices LTD Attn: Managing agent 5900 S. Lake Forest Dr, Suite 300 McKinney, TX 75070 | Instant Offices LTD Attn: Managing agent 5900 S. Lake Forest Dr, Suite 300 McKinney, TX 75070 561-869-1900 | Account | | 2,050.80 |
| Internal Rev Serv Attn: Insolvency Alamance Building, Mail Stop 9 4905 Koger Boulevard Greensboro, NC 27407 | Internal Rev Serv Attn: Insolvency Alamance Building, Mail Stop 9 4905 Koger Boulevard Greensboro, NC 27407 336-574-6024 | All Assets | | 62,877.86 (0.00 secured) |
| Internal Revenue Service Centralized Insolvency Operations P. O. Box 7346 Philadelphia, PA 19101-7346 | Internal Revenue Service Centralized Insolvency Operations P. O. Box 7346 Philadelphia, PA 19101-7346 800-913-9358 | All assets | | 13,227.61 (0.00 secured) |
| Local Edge Attn: Managing agent PO Box 25934 Lehigh Valley, PA 18002-5934 | Local Edge Attn: Managing agent PO Box 25934 Lehigh Valley, PA 18002-5934 800-388-8255 | Account | | 129.00 |
| Pitney Bowes Attn: Managing Agent PO Box 371874 Pittsburgh, PA 15250-7874 | Pitney Bowes Attn: Managing Agent PO Box 371874 Pittsburgh, PA 15250-7874 1-800-522-0020 | Account | | 3,997.41 |
| Prudential Financial Attn: Managing Agent Post Office Box 856138 Louisville, KY 40285-6138 | Prudential Financial Attn: Managing Agent Post Office Box 856138 Louisville, KY 40285-6138 1-800-778-2255 | Account | | 320.00 |
| Ricoh USA, Inc. Attn: Managing agent PO Box 827577 Philadelphia, PA 19182-7577 | Ricoh USA, Inc. Attn: Managing agent PO Box 827577 Philadelphia, PA 19182-7577 888-456-6457 | Account | | 723.90 |

B4 (Official Form 4) (12/07) - Cont.
In re **Carolina Friends, 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> |
| Rose Research Center, LLC Attn: Managing agent 7920 ACC Blvd., Suite 110 Raleigh, NC 27617 | Rose Research Center, LLC Attn: Managing agent 7920 ACC Blvd., Suite 110 Raleigh, NC 27617 919-328-2345 | Unreturned client deposit | | 2,008.00 |
| Sam's Club Attn: Managing Agent Post Office Box 981400 El Paso, TX 79998-1400 | Sam's Club Attn: Managing Agent Post Office Box 981400 El Paso, TX 79998-1400 800-203-5764 | Account | | 8,024.40 |
| Your Office Systems fka Leesburg Group, LLC 121 S. Orange Avenue Orlando, FL 32801 | Your Office Systems fka Leesburg Group, LLC 121 S. Orange Avenue Orlando, FL 32801 407-851-3568 | Computers and equipment, furniture, and decorations Resale value | | 270,000.00 (20,000.00 secured) |

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

I, the Member-Manager 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 April 28, 2015Signature /s/ Joe Floyd
Joe Floyd
Member-Manager

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) (04/13)

**United States Bankruptcy Court
Eastern District of North Carolina**

In re Carolina Friends, 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 persons in control of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(2), (31).

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 |
|---------------------|-------------------------|
| \$670,576.00 | 2013 gross |
| \$715,097.00 | 2014 gross |
| \$150,000.00 | 2015 gross [est] |

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 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 by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$6,225*. 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 |
|------------------------------|---------------------------------|---|--------------------|
|------------------------------|---------------------------------|---|--------------------|

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 |
|---|--|-------------------|--------------------|
| Joe Floyd Post Office Box 37398 Raleigh, NC 27627 Member-Manager | June 1, 2014 December 1, 2014 | \$1,000.00 | \$66,996.00 |

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

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

| CAPTION OF SUIT AND CASE NUMBER | NATURE OF PROCEEDING | COURT OR AGENCY AND LOCATION | STATUS OR DISPOSITION |
|------------------------------------|-------------------------|---------------------------------|--------------------------|
|------------------------------------|-------------------------|---------------------------------|--------------------------|

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 |
|---|-----------------|--------------------------------------|
|---|-----------------|--------------------------------------|

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

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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 |
|--|--|-----------------------------------|
|--|--|-----------------------------------|

6. Assignments and receiverships

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

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

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

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

7. Gifts

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

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

8. Losses

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

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

9. Payments related to debt counseling or bankruptcy

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

| NAME AND ADDRESS OF PAYEE | DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|---------------------------|---|--|
|---------------------------|---|--|

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10. Other transfers

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

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

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

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

11. Closed financial accounts

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

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

12. Safe deposit boxes

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

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

13. Setoffs

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

| | | |
|------------------------------|----------------|------------------|
| NAME AND ADDRESS OF CREDITOR | DATE OF SETOFF | AMOUNT OF SETOFF |
|------------------------------|----------------|------------------|

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 |
|---------------------------|-----------------------------------|----------------------|

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15. Prior address of debtor

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

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

16. Spouses and Former Spouses

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

NAME

17. Environmental Information.

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

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

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

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

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

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

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

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

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

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

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18 . Nature, location and name of business

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

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

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

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

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

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

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

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

19. Books, records and financial statements

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

| NAME AND ADDRESS | DATES SERVICES RENDERED |
|---|--|
| Leslie A. Stringer Corporate Business Services 2764 Old Pine Log Road Whiteville, NC 28472 | Tax return preparation. 2012 - present. |

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

| NAME | ADDRESS | DATES SERVICES RENDERED |
|------|---------|-------------------------|
|------|---------|-------------------------|

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

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

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.

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NAME AND ADDRESS

DATE ISSUED

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) |
|-------------------|----------------------|---|

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

| | |
|-------------------|--|
| DATE OF INVENTORY | NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS |
|-------------------|--|

21. Current Partners, Officers, Directors and Shareholders

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

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

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

| | | |
|--|-----------------------|--|
| NAME AND ADDRESS | TITLE | NATURE AND PERCENTAGE OF STOCK OWNERSHIP |
| Joe Floyd Post Office Box 37398 Raleigh, NC 27627 | Manager-Member | 100%. |

22. Former partners, officers, directors and shareholders

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

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

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

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

23. Withdrawals from a partnership or distributions by a corporation

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

| | | |
|---|--------------------------------|--|
| NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR | DATE AND PURPOSE OF WITHDRAWAL | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
| Joe Floyd Post Office Box 37398 Raleigh, NC 27627 Member-Manager | Compensation | \$48,000 |

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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)

* * * * *

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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 April 28, 2015

Signature /s/ Joe Floyd
Joe Floyd
Member-Manager

[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

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

In re Carolina Friends, LLC, Debtor Case No. _____

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 |
|--------------------------------------|---|------------------------------------|--|-------------------------|
|--------------------------------------|---|------------------------------------|--|-------------------------|

None

Sub-Total > **0.00** (Total of this page)
 Total > **0.00**
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

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

In re Carolina Friends, 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 | | Certified funds | - | 5,500.00 |
| 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 | - | 273.96 |
| 3. Security deposits with public utilities, telephone companies, landlords, and others. | X | | | |
| 4. Household goods and furnishings, including audio, video, and computer equipment. | X | | | |
| 5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles. | X | | | |
| 6. Wearing apparel. | X | | | |
| 7. Furs and jewelry. | X | | | |
| 8. Firearms and sports, photographic, and other hobby equipment. | X | | | |
| 9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each. | X | | | |
| 10. Annuities. Itemize and name each issuer. | X | | | |
| | | | Sub-Total > | 5,773.96 |
| | | | (Total of this page) | |

2 continuation sheets attached to the Schedule of Personal Property

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

In re Carolina Friends, 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 |
|---|------------------|--------------------------------------|---|---|
| 11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).) | X | | | |
| 12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars. | X | | | |
| 13. Stock and interests in incorporated and unincorporated businesses. Itemize. | X | | | |
| 14. Interests in partnerships or joint ventures. Itemize. | X | | | |
| 15. Government and corporate bonds and other negotiable and nonnegotiable instruments. | X | | | |
| 16. Accounts receivable. | | Accounts receivable | - | 2,169.14 |
| 17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars. | X | | | |
| 18. Other liquidated debts owed to debtor including tax refunds. Give particulars. | X | | | |
| 19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property. | X | | | |
| 20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust. | X | | | |
| 21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each. | X | | | |

Sub-Total > **2,169.14**
(Total of this page)

Sheet 1 of 2 continuation sheets attached to the Schedule of Personal Property

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

In re Carolina Friends, LLC, Debtor Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

| Type of Property | NON E | Description and Location of Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption |
|---|----------|---|------------------------------------|--|
| 22. Patents, copyrights, and other intellectual property. Give particulars. | X | | | |
| 23. Licenses, franchises, and other general intangibles. Give particulars. | | Client contracts | - | 50,000.00 |
| 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. | X | | | |
| 26. Boats, motors, and accessories. | X | | | |
| 27. Aircraft and accessories. | X | | | |
| 28. Office equipment, furnishings, and supplies. | X | | | |
| 29. Machinery, fixtures, equipment, and supplies used in business. | | Computers and equipment, furniture, and decorations Resale value | - | 20,000.00 |
| 30. Inventory. | X | | | |
| 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. | | Barter units. \$22,103.42 Resale value | - | Unknown |

Sub-Total > **70,000.00**
(Total of this page)
Total > **77,943.10**

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

(Report also on Summary of Schedules)

Rev. 12/2009

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NORTH CAROLINA

IN THE MATTER OF:
Carolina Friends, LLC
Debtor(s).

CASE NUMBER:

SCHEDULE C-1 - PROPERTY CLAIMED AS EXEMPT

I, **Joe Floyd**, claim the following property as exempt pursuant to 11 U.S.C. § 522 and the laws of the State of North Carolina, and nonbankruptcy Federal law: **(Attach additional sheets if necessary).**

1. NCGS 1C-1601(a)(1) (NC Const., Article X, Section 2) REAL OR PERSONAL PROPERTY USED AS A RESIDENCE OR BURIAL PLOT (The exemption is not to exceed \$35,000; however, an unmarried debtor who is 65 years of age or older is entitled to retain an aggregate interest in the property not to exceed \$60,000 in value so long as the property was previously owned by the debtor as a tenant by the entireties or as a joint tenant with rights of survivorship and the former co-owner of the property is deceased, in which case the debtor must specify his/her age and the name of the former co-owner, if a child use initials only, of the property below).

| Description of Property and Address | Market Value | Owner (H)Husband (W)Wife (J)Joint | Mortgage Holder or Lien Holder | Amount of Mortgage or Lien | Net Value | Value Claimed as Exempt Pursuant to NCGS 1C-1601(a)(1) |
|-------------------------------------|--------------|-----------------------------------|--------------------------------|----------------------------|-----------|--|
| -NONE- | | | | | | |

Debtor's Age: _____
Name of former co-owner: _____

VALUE OF REAL ESTATE CLAIMED AS EXEMPT PURSUANT TO NCGS 1C-1601(a)(1): \$ 0.00

2. NCGS 1C-1601(a)(3) MOTOR VEHICLE (The exemption in one vehicle is not to exceed \$3,500).

| Model, Year Style of Auto | Market Value | Owner (H)Husband (W)Wife (J)Joint | Lien Holder | Amount of Lien | Net Value | Value Claimed as Exempt Pursuant to NCGS 1C-1601(a)(3) |
|---------------------------|--------------|-----------------------------------|-------------|----------------|-----------|--|
| -NONE- | | | | | | |

VALUE OF MOTOR VEHICLE CLAIMED AS EXEMPT PURSUANT TO NCGS 1C-1601(a)(3): \$ 0.00

3. NCGS 1C-1601(a)(4) (NC Const., Article X, Section 1) PERSONAL OR HOUSEHOLD GOODS (The debtor's aggregate interest is not to exceed \$5,000 plus \$1,000 for each dependent of the debtor, not to exceed \$4,000 total for dependents). The number of dependents for exemption purposes is 0.

| Description of Property | Market Value | Owner (H)Husband (W)Wife (J)Joint | Lien Holder | Amount of Lien | Net Value | Claimed as Exempt Pursuant to NCGS 1C-1601(a)(4) |
|-------------------------|--------------|-----------------------------------|-------------|----------------|-----------|--|
| -NONE- | | | | | | |

VALUE CLAIMED AS EXEMPT PURSUANT TO NCGS 1C-1601(a)(4): \$ 0.00

4. NCGS 1C-1601(a)(5) TOOLS OF TRADE (The debtor's aggregate interest is not to exceed \$2,000 in value).

| Description | Market Value | Owner (H)Husband (W)Wife (J)Joint | Lien Holder | Amount of Lien | Net Value | Value Claimed as Exempt Pursuant to NCGS 1C-1601(a)(5) |
|---------------|--------------|-----------------------------------|-------------|----------------|-----------|--|
| -NONE- | | | | | | |

VALUE CLAIMED AS EXEMPT PURSUANT TO NCGS 1C-1601(a)(5): \$ 0.00

5. NCGS 1C-1601(a)(6) LIFE INSURANCE (NC Const., Article X, Section 5).

| Description\Insured\Last Four Digits of Policy Number\Beneficiary(if child, initials only) | Cash Value |
|--|------------|
| -NONE- | |

6. NCGS 1C-1601(a)(7) PROFESSIONALLY PRESCRIBED HEALTH AIDS (For Debtor or Debtor's Dependents, no limit on value).

| |
|---------------|
| Description |
| -NONE- |

7. NCGS 1C-1601(a)(8) COMPENSATION FOR PERSONAL INJURY, INCLUDING COMPENSATION FROM PRIVATE DISABILITY POLICIES OR ANNUITIES, OR COMPENSATION FOR DEATH OF A PERSON UPON WHOM THE DEBTOR WAS DEPENDENT FOR SUPPORT. COMPENSATION NOT EXEMPT FROM RELATED LEGAL, HEALTH OR FUNERAL EXPENSE.

| |
|--|
| Description AND Source of Compensation, Including Name (If child, initials only) & Last Four Digits of Account Number of any Disability Policy/Annuity |
| -NONE- |

8. NCGS 1C-1601(a)(2) ANY PROPERTY (Debtor's aggregate interest in any property is not to exceed \$5,000 in value of any unused exemption amount to which the debtor is entitled under NCGS 1C-1601(a)(1)).

| Description of Property and Address | Market Value | Owner (H)Husband (W)Wife (J)Joint | Lien Holder | Amount of Lien | Net Value | Value Claimed as Exempt Pursuant to NCGS 1C-1601(a)(2) |
|-------------------------------------|--------------|-----------------------------------|-------------|----------------|-----------|--|
| -NONE- | | | | | | |

VALUE CLAIMED AS EXEMPT PURSUANT TO NCGS 1C-1601(a)(2): \$ 0.00

9. NCGS 1C-1601(a)(9) and 11 U.S.C. § 522 INDIVIDUAL RETIREMENT PLANS & RETIREMENT FUNDS, as defined in the Internal Revenue Code, and any plan treated in the same manner as an individual retirement plan, including individual retirement accounts and Roth retirement accounts as described in §§ 408(a) and 408A of the Internal Revenue Code, individual retirement annuities as described in § 408(b) of the Internal Revenue Code, accounts established as part of a trust described in § 408(c) of the Internal Revenue Code, and funds in an account exempt from taxation under § 401, 403, 408, 408A, 414, 457, or 510(a) of the Internal Revenue Code. For purposes of this subdivision, "Internal Revenue Code" means Code as defined in G.S. 105-228.90.

| |
|--|
| Type of Account\Location of Account\Last Four Digits of Account Number |
| -NONE- |

10. NCGS 1C-1601(a)(10) FUNDS IN A COLLEGE SAVINGS PLAN, as qualified under § 529 of the Internal Revenue Code, and that are not otherwise excluded from the estate pursuant to 11 U.S.C. §§ 541(b)(5)-(6), (e), not to exceed a cumulative limit of \$25,000. If funds were placed in a college savings plan within the 12 months prior to filing, the contributions must have been made in the ordinary course of the debtor's financial affairs and must have been consistent with the debtor's past pattern of contributions. The exemption applies to funds for a child of the debtor that will actually be used for the child's college or university expenses.

| |
|---|
| College Savings Plan\Last Four Digits of Account Number\Value\Initials of Child Beneficiary |
| -NONE- |

11. NCGS 1C-1601(a)(11) RETIREMENT BENEFITS UNDER THE RETIREMENT PLANS OF OTHER STATES AND GOVERNMENTAL UNITS OF OTHER STATES (The debtor's interest is exempt only to the extent that these benefits are exempt under the laws of the state or governmental unit under which the benefit plan is established).

| |
|--|
| Name of Retirement Plan\State Governmental Unit\Last Four Digits of Identifying Number |
| -NONE- |

12. NCGS 1C-1601(a)(12) ALIMONY, SUPPORT, SEPARATE MAINTENANCE, AND CHILD SUPPORT PAYMENTS OR FUNDS THAT HAVE BEEN RECEIVED OR TO WHICH THE DEBTOR IS ENTITLED (The debtor's interest is exempt to the extent the payments or funds are reasonably necessary for the support of the debtor or any dependent of the debtor).

| |
|--|
| Type of Support\Amount\Location of Funds |
| -NONE- |

13. TENANCY BY THE ENTIRETY. The following property is claimed as exempt pursuant to 11 U.S.C. § 522 and the law of the State of North Carolina pertaining to property held as tenants by the entirety.

| Description of Property and Address | Market Value | Lien Holder | Amount of Lien | Net Value |
|-------------------------------------|--------------|-------------|----------------|-----------|
| -NONE- | | | | |

VALUE CLAIMED AS EXEMPT: \$ 0.00

14. NORTH CAROLINA PENSION FUND EXEMPTIONS

| |
|--------|
| -NONE- |
|--------|

15. OTHER EXEMPTIONS CLAIMED UNDER LAWS OF THE STATE OF NORTH CAROLINA

| |
|--------|
| -NONE- |
|--------|

16. FEDERAL PENSION FUND EXEMPTIONS

| |
|--------|
| -NONE- |
|--------|

17. OTHER EXEMPTIONS CLAIMED UNDER NONBANKRUPTCY FEDERAL LAW

| |
|--------|
| -NONE- |
|--------|

18. RECENT PURCHASES

(a). List tangible personal property purchased by the debtor within ninety (90) days of the filing of the bankruptcy petition.

| Description | Market Value | Lien Holder | Amount of Lien | Net Value |
|-------------|--------------|-------------|----------------|-----------|
| -NONE- | | | | |

(b). List any tangible personal property from 18(a) that is directly traceable to the liquidation or conversion of property that may be exempt and that was not acquired by transferring or using additional property.

| Description of Replacement Property | Description of Property Liquidated or Converted that May Be Exempt |
|-------------------------------------|--|
| | |

19. The debtor's property is subject to the following claims:

- a. Of the United States or its agencies as provided by federal law.
- b. Of the State of North Carolina or its subdivisions for taxes, appearance bonds or fiduciary bonds;
- c. Of a lien by a laborer for work done and performed for the person claiming the exemption, but only as to the specific property affected.
- d. Of a lien by a mechanic for work done on the premises, but only as to the specific property affected.
- e. For payment of obligations contracted for the purchase of specific real property affected.
- f. For contractual security interests in specific property affected; provided, that the exemptions shall apply to the debtor's household goods notwithstanding any contract for a nonpossessory, nonpurchase money security interest in any such goods.
- g. For statutory liens, on the specific property affected, other than judicial liens.
- h. For child support, alimony or distributive award order pursuant to Chapter 50 of the General Statutes of North Carolina.
- i. For criminal restitution orders docketed as civil judgments pursuant to G.S. 15A-1340.38.
- j. Debts of a kind specified in 11 U.S.C. § 523(a)(1) (certain taxes), (5) (domestic support obligations).
- k. Debts of a kind specified in 11 U.S.C. § 522(c).

| Claimant | Nature of Claim | Amount of Claim | Description of Property | Value of Property | Net Value |
|---------------------|-------------------------|-----------------|---|-------------------|-----------|
| Your Office Systems | UCC Financing Statement | 270,000.00 | Computers and equipment, furniture, and decorations Resale value | 20,000.00 | 0.00 |

None of the property listed in paragraph 18(a), except qualified replacement property under 18(b), has been included in this claim of exemptions.

None of the claims listed in paragraph 19 is subject to this claim of exemptions.

I declare that to the extent any exemptions I have claimed appear on its face to exceed the amount allowed by the applicable statute, I claim only the maximum amount allowed by statute.

UNSWORN DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF INDIVIDUAL
TO SCHEDULE C-1 - PROPERTY CLAIMED AS EXEMPT

I, Joe Floyd, declare under penalty of perjury that I have read the foregoing Schedule C-1 - Property Claimed as Exempt, consisting of 4 sheets, and that they are true and correct to the best of my knowledge, information and belief.

Executed on: April 28, 2015

/s/ Joe Floyd
Joe Floyd

Debtor

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

In re **Carolina Friends, 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. 11 CVD 12338 Capital One Attn: Managing Agent PO Box 85149 Richmond, VA 23295 | - | Docketed: October 12, 2011 Judgment lien All assets located in Wake County | | | | | | 90,304.31 | 90,304.31 |
| Account No. 12 M 1658 Internal Rev Serv Attn: Insolvency Alamance Building, Mail Stop 9 4905 Koger Boulevard Greensboro, NC 27407 | X | March 12, 2012 Federal Tax Lien All Assets | | | | | | 62,877.86 | 62,877.86 |
| Account No. 06 M 537 Internal Revenue Service Centralized Insolvency Operations P. O. Box 7346 Philadelphia, PA 19101-7346 | - | Filed: January 31, 2006 Federal Tax Lien All assets | | | | | | 13,227.61 | 13,227.61 |
| Account No. 20130070542F Your Office Systems fka Leesburg Group, LLC 121 S. Orange Avenue Orlando, FL 32801 | - | July 23, 2013 UCC Financing Statement Computers and equipment, furniture, and decorations Resale value | | | | | | 270,000.00 | 250,000.00 |
| Subtotal (Total of this page) | | | | | | | | 436,409.78 | 416,409.78 |
| Total (Report on Summary of Schedules) | | | | | | | | 436,409.78 | 416,409.78 |

0 continuation sheets attached

In re Carolina Friends, 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 \$12,475* 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 \$6,150* 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 \$2,775* 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 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/13) - Cont.

In re Carolina Friends, LLC,
Debtor

Case No. _____

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

Wages, salaries, and commissions

TYPE OF PRIORITY

| CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.) | C O D E B 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 | AMOUNT NOT ENTITLED TO PRIORITY, IF ANY |
|---|--------------------------------------|------------------------------------|---|--|--|--------------------------------------|--------------------|---|
| | | H | W | | | | | J |
| Account No. | | | | | | | | |
| Nancy Cormancy 5006 Hollyridge Drive Raleigh, NC 27612 | | | | | | | 0.00 | 0.00 |
| Account No. | | | | | | | | |
| Victoria Wood 5703 Edgedale Drive Raleigh, NC 27612 | | | | | | | 0.00 | 0.00 |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |
| Subtotal | | | | | | | 0.00 | 0.00 |
| (Total of this page) | | | | | | | 0.00 | 0.00 |

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

B6E (Official Form 6E) (4/13) - Cont.

In re Carolina Friends, LLC,
Debtor

Case No. _____

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

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

| CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.) | C O D E B T O R | H W J C | Husband, Wife, Joint, or Community | D I S P U T E D | U N L I Q U I D A T E D | C O N T I N G E N T | AMOUNT OF CLAIM | AMOUNT NOT ENTITLED TO PRIORITY, IF ANY |
|--|--------------------------------------|------------------|------------------------------------|--------------------------------------|--|--|--------------------|---|
| | | | | | | | | AMOUNT ENTITLED TO PRIORITY |
| Account No. | | | | | | | | |
| NC Department of Revenue Attn: Angela C. Fountain, BK MGR. Post Office Box 1168 Raleigh., NC 27602-1168 | | - | | | | | 0.00 | 0.00 |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |
| Account No. | | | | | | | | |
| Subtotal (Total of this page) | | | | | | | 0.00 | 0.00 |
| Total (Report on Summary of Schedules) | | | | | | | 0.00 | 0.00 |

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

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

In re Carolina Friends, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

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

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

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

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|--------------------------------------|------------------------------------|---|--|--|--------------------------------------|------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. APCO Worldwide Attn: Managing agent 700 12th Street, NW, Suite 800 Washington, DC 20005 | | | | | | | 4,120.00 |
| Account No. xxxx-xxxx-xxxx-4769 BB&T Bankruptcy Section/100-50-51 PO Box 1847 Wilson, NC 27894-1847 | | | | | | | 8,183.14 |
| Account No. xxxx-xxxx-xxxx-6681 Capital One Attn: Managing Agent PO Box 85149 Richmond, VA 23295 | | | | | | | 8,750.00 |
| Account No. Celito.net Attn: Managing agnet 1350 Sunday Drive, Suite 109 Raleigh, NC 27607 | | | | | | | 2,026.30 |
| Subtotal (Total of this page) | | | | | | | 23,079.44 |

3 continuation sheets attached

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

In re Carolina Friends, LLC Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|--------------------------------------|------------------------------------|---|--|--|--------------------------------------|------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. xxxxxxxxxxxxxxxx6216 Dell Business Credit Attn: Managing Agent PO Box 5275 Carol Stream, IL 60197 | | | Account | | | | 3,500.00 |
| Account No. Engineering Economics, Inc. Attn: Managing agent 780 Simms St., Suite 210 Golden, CO 80401 | | | Unreturned client deposit | | | | 2,634.00 |
| Account No. Estate of Barbara Pacifico 594 Nuhlenberg Avenue Wenonah, NJ 08090 | | | Insider loan | | | | Unknown |
| Account No. Frankel Staffing PO Box 536853 Atlanta, GA 30353-6853 | | | Staffing company | | | | 11,877.82 |
| Account No. GDH Consulting Attn: Managing agent 4200 E. Skelly Drive, Suite 650 Tulsa, OK 74135 | | | Unreturned client deposit | | | | 2,659.50 |
| Subtotal (Total of this page) | | | | | | | 20,671.32 |

Sheet no. 1 of 3 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

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

In re Carolina Friends, 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. xxxxU009 | | Account | | | | | |
| Instant Offices LTD Attn: Managing agent 5900 S. Lake Forest Dr, Suite 300 McKinney, TX 75070 | - | | | | | | 2,050.80 |
| Account No. | | Insider loan - \$66,996 | | | | | |
| Joe Floyd 5440-104 Eagle Cloud Trail Raleigh, NC 27606 | - | | | | | | Unknown |
| Account No. | | Account | | | | | |
| LEAF Funding, Inc. Attn: Managing agent 2005 Market Street, 15th Floor Philadelphia, PA 19103 | - | | | | | | Unknown |
| Account No. xx9729 | | Account | | | | | |
| Local Edge Attn: Managing agent PO Box 25934 Lehigh Valley, PA 18002-5934 | - | | | | | | 129.00 |
| Account No. | | Account | | | | | |
| Pitney Bowes Attn: Managing Agent PO Box 371874 Pittsburgh, PA 15250-7874 | - | | | | | | 3,997.41 |
| Sheet no. <u>2</u> of <u>3</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | Subtotal (Total of this page) | 6,177.21 |

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

In re Carolina Friends, LLC Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|--------------------------------------|------------------------------------|--|--|--------------------------------------|------------------|
| | | H W J C | | | | |
| Account No. Prudential Financial Attn: Managing Agent Post Office Box 856138 Louisville, KY 40285-6138 | | Account - | | | | 320.00 |
| Account No. xxx9241 Ricoh USA, Inc. Attn: Managing agent PO Box 827577 Philadelphia, PA 19182-7577 | | Account - | | | | 723.90 |
| Account No. Rose Research Center, LLC Attn: Managing agent 7920 ACC Blvd., Suite 110 Raleigh, NC 27617 | | Unreturned client deposit - | | | | 2,008.00 |
| Account No. xxxx-xxxx-xxxx-1736 Sam's Club Attn: Managing Agent Post Office Box 981400 El Paso, TX 79998-1400 | | Account - | | | | 8,024.40 |
| Account No. | | | | | | |
| Subtotal (Total of this page) | | | | | | 11,076.30 |
| Total (Report on Summary of Schedules) | | | | | | 61,004.27 |

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

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

In re Carolina Friends, LLC

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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

| Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract | Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract. |
|--|--|
| Access Massage and Wellness Attn: Managing Agent/ Bankruptcy 3605 Norway Court Raleigh, NC 27616 | Client |
| AKS-Labs Attn: Managing Agent/ Bankruptcy Pushkin St 46/85, Serpukhov, Moskovskay Oblast 142204 | Client |
| Allen and Spence Attn: Managing Agent/ Bankruptcy 1201 Perricrest Court Raleigh, NC 27603 | Client |
| Allied Employer Services, Inc. Attn: Managing Agent/ Bankruptcy 134 Hill Road Lane Clayton, NC 27527 | Client |
| Ambidextrous Service Attn: Managing Agent/ Bankruptcy 47030 Patriot Ridge Court Raleigh, NC 27610 | Client |
| Apartment Core LLC Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road Suite 250 Raleigh, NC 27606 | Client |
| APCO Worldwide Attn: Managing Agent/ Bankruptcy 700 12th Street, NW, Suite 800 Washington, DC 20005 | Client |
| ApexSQL Attn: Managing Agent/ Bankruptcy 11312 US 15-501 N Suite 107-212 Chapel Hill, NC 27517 | Client |
| Auction First Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road Suite 250 Raleigh, NC 27607 | Client |

In re Carolina Friends, LLC

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

| 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. |
|--|--|
| Brownlee Law Firm, PLLC Attn: Managing Agent/ Bankruptcy 4020 Westchase Blvd Suite 530 Raleigh, NC 27607 | Client |
| Camille Parker, CPA Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road Suite 250 Raleigh, NC 27607 | Client |
| Canopic Management Services Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road Suite 250 Raleigh, NC 27607 | Client |
| Carolina Premier Realty Attn: Managing Agent/ Bankruptcy 5229 Cottage Oaks Lane Raleigh, NC 27616 | Client |
| Clinical Inservices Solutions, LLC Attn: Managing Agent/ Bankruptcy 2600 Miller Creek Road Traverse City, MI 49684 | Client |
| Collin's Cooling and Heating Attn: Managing Agent/ Bankruptcy 4192 Hwy 98 West Youngsville, NC 27596 | Client |
| Connor Law Firm, PLLC Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road Suite 250 Raleigh, NC 27607 | Client |
| Cort Furniture Rental 1905 New Hope Church Road Raleigh, NC 27609 | Furniture rental. |
| Digital Fruition Attn: Managing Agent/ Bankruptcy 48 Winterwind Drive Asheville, NC 28803 | Client |
| Electric Security Tech Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road Suite 250 Raleigh, NC 27607 | Client |
| Engineering Economics, Inc. Attn: Managing Agent/ Bankruptcy 780 Simms St., Suite 210 Golden, CO 80401 | Client |

Sheet 1 of 8 continuation sheets attached to the Schedule of Executory Contracts and Unexpired Leases

In re Carolina Friends, LLC

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

| 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. |
|---|--|
| Entrust Associates LLC Attn: Managing Agent/ Bankruptcy 4700 Homewood Court, Suite 200 Raleigh, NC 27609 | Client |
| Ernest Braasch, M.D. Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road Suite 250 Raleigh, NC 27607 | client |
| Esperienza/ Purple Bronco Attn: Managing Agent/ Bankruptcy 5400 Sapphire Springs Drive Knightdale, NC 27545 | Client |
| Executive Concierge Group LLC Attn: Managing Agent/ Bankruptcy 3434 Edwards Mill Road, #112-188 Raleigh, NC 27612 | Client |
| Gaugert Financial Attn: Managing Agent/ Bankruptcy 525 E. Jones Street Raleigh, NC 27601 | Client |
| Geneva Financial, LLC Attn: Managing Agent/ Bankruptcy 1018 E. Guadalupe Road Tempe, AZ 85283 | Client |
| Global Barter Corp Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road Suite 250 Raleigh, NC 27607 | Client |
| Global Synthesis Solutions, Inc. Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Hudson Financial Advisors Attn: Managing Agent/ Bankruptcy 1301 Carolina Pines Ave. Raleigh, NC 27603 | Client |
| Hydraulic Attachments Int Inc. Attn: Managing Agent/ Bankruptcy 5508 Jeanette Marie Lane Raleigh, NC 27613 | Client |

Sheet 2 of 8 continuation sheets attached to the Schedule of Executory Contracts and Unexpired Leases

In re Carolina Friends, LLC

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

| 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. |
|--|--|
| Hyland and Padilla, PLLC Attn: Managing Agent/ Bankruptcy P.O. Box 52149 Durham, NC 27717-2149 | Client |
| IAB Health Productions Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| INService, Inc. Attn: Managing Agent/ Bankruptcy 2916 Hawtree Drive Raleigh, NC 27613 | Client |
| J Wireless Distributors Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| JMI Barcodes Attn: Managing Agent/ Bankruptcy 2025 Rockwell Farms Lane Fuquay Varina, NC 27526-5471 | Client |
| JTH Law, PLLC Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Kingdom Transportation, Inc. Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Law Office of Derek R. Caldwell Attn: Managing Agent/ Bankruptcy P.O. Box 19242 Raleigh, NC 27619 | Client |
| Law Office of John M. Kirby, PLLC Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Leaf and Limb Tree Service Attn: Managing Agent/ Bankruptcy 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |

Sheet 3 of 8 continuation sheets attached to the Schedule of Executory Contracts and Unexpired Leases

In re Carolina Friends, LLC

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

| 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. |
|---|--|
| Leisure Landscapes Attn: Managing Agent/ Bankruptcy P.O. Box 98899 Raleigh, NC 27624 | Client |
| Littlejohn Law Offices Attn: Managing agent Post Office Box 51613 Durham, NC 27717 | Client |
| Llamawerx Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| LTO America Attn: Managing agent 6135 Park South Drive, Suite 510 Charlotte, NC 28210 | Client |
| MarGin Consulting, LLC Attn: Managing agent 7209 Madiera Court Raleigh, NC 27615 | Client |
| Mary Katherine Compton Skibbreen, County Cork, Ireland | Client |
| Metro's Other Woman Attn: Managing agent Post Office Box 78671 Charlotte, NC 28271 | Client |
| Mitel Leasing, Inc. Attn: Managing agent PO Box 972448 Dallas, TX 75397-2448 | Phone system, data, and voice mail |
| Next Sphere Technologies Attn: Managing agent 17757 US Hwy 19 North, Suite 120 Clearwater, FL 33764 | Client |
| Palustris Investment Services, LLC Attn: Managing agent 140 Love Thirty Lane Pinehurst, NC 28374 | Client |
| ParmEng Technology, Inc. 23 Lesmill Road, Suite 410 Toronto, ON M3B 3P6 Canada | Client |

Sheet 4 of 8 continuation sheets attached to the Schedule of Executory Contracts and Unexpired Leases

In re Carolina Friends, LLC

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

| 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. |
|--|--|
| Perpetual Home Care Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Pharmaceutical Records, Inc. Attn: Managing agent Post Office Box 9452 Fayetteville, NC 28311-9452 | Client |
| Physician Support System Attn: Managing agent 15 Eby Chiques Road Mount Joy, PA 17552 | Client |
| Pierre Masse 6727 Cameron Glen Drive Raleigh, NC 27607 | Client |
| Pitney Bowes Attn: Managing Agent PO Box 856042 Louisville, KY 40285-6042 | Postage meter |
| Platinum Home Mortgage Attn: Managing agent 2200 Hicks Road, Suite 101 Rolling Meadows, IL 60008 | Client |
| Pretty in Pink Foundation Attn: Managing agent 6500 Creedmoor Road, Suite 106 Raleigh, NC 27613 | Client |
| ProBiz Consulting USA LLC 2501 Blue Ridge Road, Suite 150 Raleigh, NC 27607 | Client |
| Production Media, Inc. Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| QwickRate, LLC Attn: Managing agent 111 South McGuire Manteno, IL 60950 | Client |
| Raleigh Hypnosis, LLC Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |

Sheet 5 of 8 continuation sheets attached to the Schedule of Executory Contracts and Unexpired Leases

In re Carolina Friends, LLC

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

| 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. |
|--|--|
| Richard Polidi 2501 Blue Ridge Road Suite 250 Raleigh, NC 27607 | Client |
| Ricoh USA, Inc. Attn: Managing agent 400 Regency Forest Drive, #100 Cary, NC 27518 | Copier |
| Riverwest Technology Management Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| SecureSheet Technologies Attn: Managing agent 1605 Open Pastures Way Zebulon, NC 27597 | Client |
| Sierra Pacific Mortgage Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Specialty Disposal Services, Inc. Attn: Managing agent 115 Route 46, Bldg E37 Mountain Lakes, NJ 07046 | Client |
| Sunbelt Business Advisors Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| SunGard Public Sector, Inc. Attn: Managing agent 1000 Business Center Drive Lake Mary, FL 32746 | Client |
| Sunrise Construction & Development Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Superior Moving Systems Attn: Managing agent 607 Ellis Road, #54A Durham, NC 27703 | Client |

Sheet 6 of 8 continuation sheets attached to the Schedule of Executory Contracts and Unexpired Leases

In re Carolina Friends, LLC, Debtor Case No. _____

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

| 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. |
|---|--|
| Swain Capital Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Talon Aviation, LLC Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| The Atrium at Blue Ridge, LLC c/o Michael W. Strickland & Assoc. 2501 Blue Ridge Road, Suite 490 Raleigh, NC 27607 | Commercial office space. |
| The Clinical Resource Network Attn: Managing agent 260 Madison Ave, 3rd Floor New York, NY 10016 | Client |
| The Employment Solution 40 Holly Street, Suite 500 Toronto, ON M4S 3C3 Canada | Client |
| The Morton Law Offices, PLLC Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| The Onnidan Group Attn: Managing agent Post Office Box 19963 Raleigh, NC 27619 | Client |
| The Tidy Maids Attn: Managing agent 3029 Stonybrook Drive, Suite 110 Raleigh, NC 27604 | Client |
| Triangle Business Brokers, Inc. Attn: Managing agent Post Office Box 924 Cary, NC 27512 | Client |
| TTS Wealth Management Attn: Managing agent Post Office Box 10768 Goldsboro, NC 27532 | Client |
| Tyco Electronics Corp. Attn: managing agent P.O. Box 371967 Pittsburgh, PA 15250-7967 | Building/space access key-fob. |

In re Carolina Friends, LLC, Debtor Case No. _____

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

| 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. |
|---|--|
| Udicom Data Technology Hauptstrasse 33 55234 Freimershien Germany | Client |
| URS - David Byrd Attn: Managing agent 7804 Highlandview Circle Raleigh, NC 27613 | Client |
| URS - William Moore Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Venture Management Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Viking Venture, LLC Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Vision Realty Services, LLC Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |
| Westpine Builders Attn: Managing agent 203 Abbey Lane Cary, NC 27511 | Client |
| William Bell & Associates Attn: Managing agent PO Box 9774 Fayetteville, NC 28311 | Client |
| Wirehead Security Attn: Managing agent 2501 Blue Ridge Road, Suite 250 Raleigh, NC 27607 | Client |

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

In re Carolina Friends, LLC, Debtor Case No. _____

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 |
|--|--|
| Joe Floyd Post Office Box 37398 Raleigh, NC 27627 | Internal Rev Serv Attn: Insolvency Alamance Building, Mail Stop 9 4905 Koger Boulevard Greensboro, NC 27407 |

0 continuation sheets attached to Schedule of Codebtors

B6 Summary (Official Form 6 - Summary) (12/14)

United States Bankruptcy Court
Eastern District of North Carolina

In re Carolina Friends, 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 | 0.00 | | |
| B - Personal Property | Yes | 3 | 77,943.10 | | |
| C - Property Claimed as Exempt | Yes | 3 | | | |
| D - Creditors Holding Secured Claims | Yes | 1 | | 436,409.78 | |
| E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E) | Yes | 3 | | 0.00 | |
| F - Creditors Holding Unsecured Nonpriority Claims | Yes | 4 | | 61,004.27 | |
| G - Executory Contracts and Unexpired Leases | Yes | 9 | | | |
| H - Codebtors | Yes | 1 | | | |
| 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 | | 25 | | | |
| Total Assets | | | 77,943.10 | | |
| Total Liabilities | | | | 497,414.05 | |

**United States Bankruptcy Court
Eastern District of North Carolina**

In re Carolina Friends, 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 12) | |
| Average Expenses (from Schedule J, Line 22) | |
| Current Monthly Income (from Form 22A-1 Line 11; OR, Form 22B Line 14; OR, Form 22C-1 Line 14) | |

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) | | |

**United States Bankruptcy Court
Eastern District of North Carolina**

In re **Carolina Friends, LLC**

Debtor(s)

Case No.

Chapter **11**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

| | | |
|--|----|--------------------|
| For legal services, I have agreed to accept..... | \$ | <u>0.00</u> |
| Prior to the filing of this statement I have received..... | \$ | <u>0.00</u> |
| Balance Due..... | \$ | <u>0.00</u> |

2. \$ **0.00** of the filing fee has been paid.

3. The source of the compensation paid to me was:

Debtor Other (specify):

4. The source of compensation to be paid to me is:

Debtor Other (specify):

5. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: **April 28, 2015**

/s/ Travis Sasser
Travis Sasser
Sasser Law Firm
2000 Regency Parkway
Suite 230
Cary, NC 27518
919.319.7400 Fax: 919.657.7400
tsasser@carybankruptcy.com

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

**United States Bankruptcy Court
Eastern District of North Carolina**

In re **Carolina Friends, 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 Member-Manager 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 27 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **April 28, 2015**

Signature **/s/ Joe Floyd**

**Joe Floyd
Member-Manager**

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**

In re Carolina Friends, 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 |
|---|-------------------|-------------------------|---------------------|
|---|-------------------|-------------------------|---------------------|

None

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Member-Manager 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 April 28, 2015

Signature /s/ Joe Floyd
Joe Floyd
Member-Manager

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**

In re **Carolina Friends, LLC**

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Member-Manager 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: **April 28, 2015**

/s/ Joe Floyd

Joe Floyd/Member-Manager

Signer/Title

Date: **April 28, 2015**

/s/ Travis Sasser

Signature of Attorney

Travis Sasser

Sasser Law Firm

2000 Regency Parkway

Suite 230

Cary, NC 27518

919.319.7400 Fax: 919.657.7400

Access Massage and Wellness
Attn: Managing Agent/ Bankruptcy
3605 Norway Court
Raleigh, NC 27616

Auction First
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road Suite 250
Raleigh, NC 27607

Collin's Cooling and Heating
Attn: Managing Agent/ Bankruptcy
4192 Hwy 98 West
Youngsville, NC 27596

AKS-Labs
Attn: Managing Agent/ Bankruptcy
Pushkin St 46/85,
Serpukhov, Moskovskay Oblast 142204

BB&T
Bankruptcy Section/100-50-51
PO Box 1847
Wilson, NC 27894-1847

Connor Law Firm, PLLC
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road Suite 250
Raleigh, NC 27607

Allen and Spence
Attn: Managing Agent/ Bankruptcy
1201 Perricrest Court
Raleigh, NC 27603

Brownlee Law Firm, PLLC
Attn: Managing Agent/ Bankruptcy
4020 Westchase Blvd Suite 530
Raleigh, NC 27607

Cort Furniture Rental
1905 New Hope Church Road
Raleigh, NC 27609

Allied Employer Services, Inc.
Attn: Managing Agent/ Bankruptcy
134 Hill Road Lane
Clayton, NC 27527

Camille Parker, CPA
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road Suite 250
Raleigh, NC 27607

Dell Business Credit
Attn: Managing Agent
PO Box 5275
Carol Stream, IL 60197

Ambidextrous Service
Attn: Managing Agent/ Bankruptcy
47030 Patriot Ridge Court
Raleigh, NC 27610

Canopic Management Services
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road Suite 250
Raleigh, NC 27607

Digital Fruition
Attn: Managing Agent/ Bankruptcy
48 Winterwind Drive
Asheville, NC 28803

Apartment Core LLC
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road Suite 250
Raleigh, NC 27606

Capital One
Attn: Managing Agent
PO Box 85149
Richmond, VA 23295

Electric Security Tech
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road Suite 250
Raleigh, NC 27607

APCO Worldwide
Attn: Managing agent
700 12th Street, NW, Suite 800
Washington, DC 20005

Carolina Premier Realty
Attn: Managing Agent/ Bankruptcy
5229 Cottage Oaks Lane
Raleigh, NC 27616

Engineering Economics, Inc.
Attn: Managing agent
780 Simms St., Suite 210
Golden, CO 80401

APCO Worldwide
Attn: Managing Agent/ Bankruptcy
700 12th Street, NW, Suite 800
Washington, DC 20005

Celito.net
Attn: Managing agnet
1350 Sunday Drive, Suite 109
Raleigh, NC 27607

Engineering Economics, Inc.
Attn: Managing Agent/ Bankruptcy
780 Simms St., Suite 210
Golden, CO 80401

ApexSQL
Attn: Managing Agent/ Bankruptcy
11312 US 15-501 N Suite 107-212
Chapel Hill, NC 27517

Clinical Inservices Solutions, LLC
Attn: Managing Agent/ Bankruptcy
2600 Miller Creek Road
Traverse City, MI 49684

Entrust Associates LLC
Attn: Managing Agent/ Bankruptcy
4700 Homewood Court, Suite 200
Raleigh, NC 27609

Ernest Braasch, M.D.
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road Suite 250
Raleigh, NC 27607

Global Synthesis Solutions, Inc.
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road, Suite 250
Raleigh, NC 27607

J Wireless Distributors
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road, Suite 250
Raleigh, NC 27607

Esperienza/ Purple Bronco
Attn: Managing Agent/ Bankruptcy
5400 Sapphire Springs Drive
Knightdale, NC 27545

Hudson Financial Advisors
Attn: Managing Agent/ Bankruptcy
1301 Carolina Pines Ave.
Raleigh, NC 27603

JMI Barcodes
Attn: Managing Agent/ Bankruptcy
2025 Rockwell Farms Lane
Fuquay Varina, NC 27526-5471

Estate of Barbara Pacifico
594 Nuhlenberg Avenue
Wenonah, NJ 08090

Hydraulic Attachments Int Inc.
Attn: Managing Agent/ Bankruptcy
5508 Jeanette Marie Lane
Raleigh, NC 27613

Joe Floyd
5440-104 Eagle Cloud Trail
Raleigh, NC 27606

Executive Concierge Group LLC
Attn: Managing Agent/ Bankruptcy
3434 Edwards Mill Road, #112-188
Raleigh, NC 27612

Hyland and Padilla, PLLC
Attn: Managing Agent/ Bankruptcy
P.O. Box 52149
Durham, NC 27717-2149

Joe Floyd
Post Office Box 37398
Raleigh, NC 27627

Frankel Staffing
PO Box 536853
Atlanta, GA 30353-6853

IAB Health Productions
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road, Suite 250
Raleigh, NC 27607

JTH Law, PLLC
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road, Suite 250
Raleigh, NC 27607

Gaugert Financial
Attn: Managing Agent/ Bankruptcy
525 E. Jones Street
Raleigh, NC 27601

INService, Inc.
Attn: Managing Agent/ Bankruptcy
2916 Hawtree Drive
Raleigh, NC 27613

Kingdom Transportation, Inc.
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road, Suite 250
Raleigh, NC 27607

GDH Consulting
Attn: Managing agent
4200 E. Skelly Drive, Suite 650
Tulsa, OK 74135

Instant Offices LTD
Attn: Managing agent
5900 S. Lake Forest Dr, Suite 300
McKinney, TX 75070

Law Office of Derek R. Caldwell
Attn: Managing Agent/ Bankruptcy
P.O. Box 19242
Raleigh, NC 27619

Geneva Financial, LLC
Attn: Managing Agent/ Bankruptcy
1018 E. Guadalupe Road
Tempe, AZ 85283

Internal Rev Serv Attn: Insolvency
Alamance Building, Mail Stop 9
4905 Koger Boulevard
Greensboro, NC 27407

Law Office of John M. Kirby, PLL
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road, Suite 250
Raleigh, NC 27607

Global Barter Corp
Attn: Managing Agent/ Bankruptcy
2501 Blue Ridge Road Suite 250
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Internal Revenue Service
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Mitel Leasing, Inc.
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Physician Support System
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Next Sphere Technologies
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Platinum Home Mortgage
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Palustris Investment Services, LLC
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Pretty in Pink Foundation
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Pharmaceutical Records, Inc.
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The Tidy Maids
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Rose Research Center, LLC
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7920 ACC Blvd., Suite 110
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Superior Moving Systems
Attn: Managing agent
607 Ellis Road, #54A
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Triangle Business Brokers, Inc.
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Sam's Club
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Pittsburgh, PA 15250-7967

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URS - David Byrd
Attn: Managing agent
7804 Highlandview Circle
Raleigh, NC 27613

Your Office Systems
fka Leesburg Group, LLC
121 S. Orange Avenue
Orlando, FL 32801

URS - William Moore
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Venture Management
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Victoria Wood
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Vision Realty Services, LLC
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Westpine Builders
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William Bell & Associates
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PO Box 9774
Fayetteville, NC 28311

**United States Bankruptcy Court
Eastern District of North Carolina**

In re **Carolina Friends, LLC**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Carolina Friends, LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

April 28, 2015

Date

/s/ Travis Sasser

Travis Sasser

Signature of Attorney or Litigant
Counsel for **Carolina Friends, LLC**

Sasser Law Firm

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