

AUTHORIZATION OF MEMBER/MANAGERS

FOR CHAPTER 11 FILING FOR

SM PROPERTIES -1, LLC

SMI Partners, LP being the sole member/manager of SM Properties-1 LLC ("the Company") hereby acts as follows:

RESOLVED, that an appropriate officer, employee, or agent of the Company be and he or she is hereby authorized to file a petition on behalf of the Company pursuant to Chapter 11 of Title 11 of the United States Bankruptcy Code.

DATED this the 30th day of November, 2010.

SMI PARTNERS, LP, Member/Manager

By:



General Partner

SM Properties-1, LLC
1974 Carolina Place, Suite 100
P.O. Box 3473
Fort Mill, SC 29708

Richard M. Mitchell
Mitchell & Culp PLLC
1001 Morehead Square Drive, Ste. 330
Charlotte, NC 28203

Air Filters & Equip.
2058 Carolina Place
Fort Mill, SC 29708

Bank of America, et al
c/o Brent B. Young
100 Med Tech Parkway, Ste. 200
Johnson City, TN 37604

Berkadia Commercial Mortgage, LLC
700 N. Peral, Ste. 2200
Dallas, TX 75201

City County Tax Coll.
Collection Division
P.O. Box 31637
Charlotte, NC 28281

Comporium Communications
Attn: Bud Smith
471-A Lakeshore Pkwy
Rock Hill, SC 29730

Field of Dreams
1180 Spring Maid Avenue
Fort Mill, SC 29708

Gibbs Realty & Auctions Comp
2008 Carolina Place
Fort Mill, SC 29708

I.R.S.
P.O. Box 21126
Philadelphia, PA 19114

NC Dept. of Revenue
Bankruptcy Unit
P.O. Box 1168
Raleigh, NC 27602-1168

Parts Exchange, Inc.
and Steve Rapp
2062 Carolina Place
Fort Mill, SC 29708

Performance, Inc. and
Jeff Allen
2066 Carolina Place
Fort Mill, SC 29708

The Humane Society
2036 Carolina Place
Fort Mill, SC 29708

The Humane Society Co.
2028 Carolina Place
Fort Mill, SC 29708

United Check Recovery
2078 Carolina Place
Fort Mill, SC 29708

US Attorney's Office
227 W. Trade St.
17th Floor
Charlotte, NC 28202

US Bankruptcy Adm.
402 W. Trade Street
Room 200
Charlotte, NC 28202-1669

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Wells Fargo LOC
Accounts Receivable Management
P.O. Box 129
Thorofare, NJ 08086-0129

York County Tax Collector
P.O. Box 116
York, SC 29745

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION

In re: SM Properties-1, LLC
Debtor

Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of **3** sheet(s) is complete, correct and consistent with the debtor's schedules pursuant to Local Bankruptcy Rules and I/we assume all responsibility for errors and omissions.

Dated: 12/3/2010

Signed: s/ SMI Partner, LP
SMI Partner, LP

Signed: _____
Richard M. Mitchell
Attorney for Debtor(s)
Bar no.: **3034**
Mitchell & Culp PLLC
1001 Morehead Square Drive, Ste. 330
Charlotte, NC 28203
Telephone No.: **(704) 333-0630**
Fax No.: **(704) 333-4975**
E-mail address:

**United States Bankruptcy Court
Western District of North Carolina
Charlotte Division**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): SM Properties-1, 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):	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): 56-2208737	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 1974 Carolina Place, Suite 100 P.O. Box 3473 Fort Mill, SC	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 29708	ZIP CODE
County of Residence or of the Principal Place of Business: York	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 1974 Carolina Place, Suite 100 P.O. Box 3473 Fort Mill, SC	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE 29708	ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above):
3 office buildings at 2020 Carolina Place Drive, Fort Mill, SC ZIP CODE **29708**

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.) <hr style="width: 50%; margin-left: 0;"/>	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input checked="" 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 type="checkbox"/> Other <hr style="width: 50%; margin-left: 0;"/> Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.)	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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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 checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" 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 type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Document Name of Debtor(s): SM Properties-1, LLC
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)

Location Where Filed: NONE	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

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

Name of Debtor: NONE	Case Number:	Date Filed:
District:	Relationship:	Judge:

Exhibit A

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

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

Exhibit B

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

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

Not Applicable

 Signature of Attorney for Debtor(s) Date

Exhibit C

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

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

Exhibit D

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

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue
 (Check any applicable box)

- Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property
 (Check all applicable boxes.)

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

 (Name of landlord that obtained judgment)

 (Address of landlord)

- Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Document Page 8 of 32 Name of Debtor(s): SM Properties-1, LLC
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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.

Not Applicable

 Signature of Debtor

Not Applicable

 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 § 1515 of title 11 are attached.

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

Not Applicable

 (Signature of Foreign Representative)

 (Printed Name of Foreign Representative)

 Date

Signature of Attorney

 Signature of Attorney for Debtor(s)

Richard M. Mitchell Bar No. 3034

 Printed Name of Attorney for Debtor(s) / Bar No.

Mitchell & Culp PLLC

 Firm Name

1001 Morehead Square Drive, Ste. 330 Charlotte, NC 28203

 Address

(704) 333-0630 **(704) 333-4975**

 Telephone Number

12/3/2010

 Date

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

Signature of Non-Attorney 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.

Not Applicable

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

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

 Address

Signature of Debtor (Corporation/Partnership)

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

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

s/ SMI Partner, LP

 Signature of Authorized Individual

SMI Partner, LP

 Printed Name of Authorized Individual

Jack Henry Smith, Jr. Partner

 Title of Authorized Individual

12/3/2010

 Date

Not Applicable

 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 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.

Document Page 9 of 32
UNITED STATES BANKRUPTCY COURT
Western District of North Carolina
Charlotte Division

In re: **SM Properties-1, LLC**
Debtor

Case No.
 Chapter **11**

Exhibit "A" to Voluntary Petition

1. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is .

2. The following financial data is the latest available information and refers to debtor's condition on **12/1/10**.

a.	Total assets	\$	1,958,018.00
b.	Total debts (including debts listed in 2.c., below)	\$	1,975,412.06

Approximate
number of
holders

c. Debt securities held by more than 500 holders.

	secured	unsecured	subordinated		
d.	Number of shares of preferred stock				
e.	Number of shares of common stock				

Comments, if any:

3. Brief description of debtor's business:

Single Asset Real Estate

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

SMI Partners, LP-100%

**United States Bankruptcy Court
Western District of North Carolina
Charlotte Division**

In re SM Properties-1, LLC, Case No. _____
Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(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>
Wells Fargo LOC Accounts Receivable Management P.O. Box 129 Thorofare, NJ 08086-0129	Accounts Receivable 866-932-6735 Wells Fargo LOC Accounts Receivable Management P.O. Box 129 Thorofare, NJ 08086-0129	2d Deed of Trust		\$75,412.00
				SECURED VALUE: \$1,900,000.00
York County Tax Collector P.O. Box 116 York, SC 29745	Tax Collector York County Tax Collector P.O. Box 116 York, SC 29745	Statutory Lien		\$75,412.00
				SECURED VALUE: \$1,900,000.00

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

I, SMI Partner, LP, Jack Henry Smith, Jr. Partner 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: 12/3/2010

Signature: s/ SMI Partner, LP

SMI Partner, LP, Jack Henry Smith, Jr. Partner
(Print Name and Title)

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.

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

In re: SM Properties-1, LLC
Debtor

Case No. _____
(if known)

SCHEDULE A - REAL PROPERTY

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
3 office buildings located at 2028, 2020, 2050 Carolina Place Drive in Fort Mill, SC	Fee Owner		\$1,900,000.00	\$1,975,412.00
Total >			\$1,900,000.00	

(Report also on Summary of Schedules.)

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

In re SM Properties-1, LLC
Debtor

Case No. _____
(If known)

SCHEDULE B - PERSONAL PROPERTY

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		First Citizens Bank, Fort Mill, NC -savings		42,977.00
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.		First Citizens Bank, Fort Mill, NC--checking		4,689.00
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.		First Citizens Bank, Fort Mill, SC--security deposit account		10,352.00
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			
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			

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

In re SM Properties-1, LLC
Debtor

Case No. _____
(If known)

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	NONE	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
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.	X			
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			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	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.	X			
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			

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

In re SM Properties-1, LLC
Debtor

Case No. _____
(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	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
35. Other personal property of any kind not already listed. Itemize.	X			
<u>2</u> continuation sheets attached				Total > \$ 58,018.00

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

In re SM Properties-1, LLC

Case No. _____

Debtor

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

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 AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.2675 Berkadia Commercial Mortgage, LLC 700 N. Peral, Ste. 2200 Dallas, TX 75201			1st Deed of Trust 3 office buildings located 2028, 2020, 2050 Carolina Place Drive in Fort Mill, SC York Cty., SC Suit #2010-CP-4605103 VALUE \$1,900,000.00				1,914,257.43	75,412.00
ACCOUNT NO.4293 &8546 Wells Fargo LOC Accounts Receivable Management P.O. Box 129 Thorofare, NJ 08086-0129			2d Deed of Trust 3 office buildings located at 2028, 2020, 2050 Carolina Place Drive in Fort Mill, SC VALUE \$1,900,000.00				25,367.00	75,412.00
ACCOUNT NO.4103 &5103 York County Tax Collector P.O. Box 116 York, SC 29745			Statutory Lien 3 office buildings located at 2028, 2020, 2050 Carolina Place Drive in Fort Mill, SC VALUE \$1,900,000.00				35,787.63	75,412.00

0 continuation sheets attached

Subtotal >
(Total of this page)

Total >
(Use only on last page)

\$ 1,975,412.06	\$ 226,236.00
\$ 1,975,412.06	\$ 226,236.00

(Report also on Summary of Schedules) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

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

In re SM Properties-1, LLC
Debtor

Case No. _____
(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

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

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

Domestic Support Obligations

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

Extensions of credit in an involuntary case

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

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

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

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

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

Commitments to Maintain the Capital of an Insured Depository Institution

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

Claims for Death or Personal Injury While Debtor Was Intoxicated

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

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

B6E (Official Form 6E) (4/10) – Cont.

In re SM Properties-1, LLC
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO.									\$0.00

Sheet no. 1 of 1 continuation sheets attached to Schedule of Creditors Holding Priority Claims

Subtotals >
(Totals of this page)

\$	0.00	\$	0.00	\$	0.00
\$	0.00				
		\$	0.00	\$	0.00

Total >
(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

Total >
(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)

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

In re SM Properties-1, LLC
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

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 <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						NPO
Air Filters & Equip. 2058 Carolina Place Fort Mill, SC 29708						
ACCOUNT NO.						NPO
Bank of America, et al c/o Brent B. Young 100 Med Tech Parkway, Ste. 200 Johnson City, TN 37604		York County, SC #2010-CP-4605103				
ACCOUNT NO.						NPO
Comporium Communications Attn: Bud Smith 471-A Lakeshore Pkwy Rock Hill, SC 29730						
ACCOUNT NO.						NPO
Field of Dreams 1180 Spring Maid Avenue Fort Mill, SC 29708						
ACCOUNT NO.						NPO
Gibbs Realty & Auctions Comp 2008 Carolina Place Fort Mill, SC 29708						

1 Continuation sheets attached

Subtotal > \$ **0.00**

Total > \$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

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

In re SM Properties-1, LLC
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						NPO
Parts Exchange, Inc. and Steve Rapp 2062 Carolina Place Fort Mill, SC 29708						
ACCOUNT NO.						NPO
Performance, Inc. and Jeff Allen 2066 Carolina Place Fort Mill, SC 29708						
ACCOUNT NO.						NPO
The Humane Society 2036 Carolina Place Fort Mill, SC 29708						
ACCOUNT NO.						NPO
The Humane Society Co. 2028 Carolina Place Fort Mill, SC 29708						
ACCOUNT NO.						NPO
United Check Recovery 2078 Carolina Place Fort Mill, SC 29708						

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

Subtotal >	\$	0.00
Total >	\$	0.00

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

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

In re: SM Properties-1, LLC
Debtor

Case No. _____
(If known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

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.
See Attached	

12/2/2010 Rent Roll

SMI 1,2,3
RENT ROLL
SM Properties

SMI I

	2040/2044	Monthly Rent	Monthly Cam	Monthly Total
VACANT				
Humane Society	2036	\$ 2,421.38	\$ 173.18	\$ 2,594.56
Humane Society	2028	\$ 1,500.00	\$ 138.33	\$ 1,638.33
VACANT	2032			
		<u>\$ 3,921.38</u>	<u>\$ 311.51</u>	<u>\$ 4,232.89</u>

SMI II

	2020 / front office	2020 / Warehouse	2012 / 2016	Monthly Rent	Monthly Cam	Monthly Total
VACANT						
VACANT						
Gibbs Realty & Auctions	2008			\$ 925.00		\$ 925.00
Field of Dreams				\$ 3,700.00		\$ 3,700.00
				<u>\$ 4,625.00</u>	<u>\$ -</u>	<u>\$ 4,625.00</u>

SMI III

Performedge	2066	\$ 1,777.32	\$ 216.67	\$ 1,993.99
Parts Exchange	2062	\$ 1,917.94	\$ 145.17	\$ 2,063.11
Air Filters	2058	\$ 1,850.00		\$ 1,850.00
United Check Recovery	2078	\$1,800.00		\$ 1,800.00
VACANT	2050/2054			\$ -
VACANT	2070			\$ -
		<u>\$ 7,345.26</u>	<u>\$ 361.84</u>	<u>\$ 7,707.10</u>

TOTAL MONTHLY RENT \$ 15,891.64 \$ 673.35 \$ 16,564.99

SMI 1

Vacant as of SEPT 30 2010 Unit 2040/2044	Carolina Place Fort Mill, SC	4,096					
Humane Society Unit 2036	2036 Carolina Place Fort Mill SC, 29708 Attr: Vickie Frain	2,475	10/1/1999 9/30/2009	\$2421.38 per month plus Cam \$28,066.66 per year	N	T pays: pro rata share of CAM, taxes, over 1999 base year and insurance over 1999 base year	N/A
VACANT AS OF SEPT 30 2010 Unit 2032	2032 Carolina Place Fort Mill SC	2,000	Renewed 10/1/2010 9/30/2011				
Humane Society Unit 2028	2028 Carolina Place Fort Mill SC, 29708 Attr: Vickie Frain	2,000	8/1/2004 5/31/2009 Renewed 6/1/2009 9/30/2009 Renewed 10/1/2009 9/30/2010	\$1,500 per month plus Cam \$18,000 per year	N	T pays: pro rata share of CAM, taxes, over 1999 base year and insurance over 1999 base year	N/A

SMI 2

Field of Dreams Unit 2016, 2012	1180 Spring Maid Ave Fort Mill SC, 29708	2000 2000 4000 total	6/1/2008 11/30/2009 11/30/2010 11/30/2011	\$44,400 annually \$3,700 per month 3% or CPI whichever is greater	Yes at 3%	annual increase of Tax and its billed annually from base year 2008	N	N/A
	Attr: Rick Field							
Garrett Unit 2023	2020	2000						
Grubs Realty & Additions Comp Unit 2008	2008 Carolina Place Fort Mill SC 29708 Attr: Kevin Venghaus	874	12/1/2009 11/30/2012	\$925 per month \$1,100 annually	N/A	N/A	N	N/A

SMI 3

Unit	Address	Year	Renewal Date	Amount	Notes	Share of CAM	Taxes & Insurance	Other
Performedge Inc. and Jeff Allen	2066 Carolina Place Fort Mill SC 29708	2600	8/12/2001 7/31/2005 Renewed 8/1/2005 7/30/2008	\$18,950.00	N	T pays: pro rata share of CAM Taxes & Insurance Not to exceed \$1,000	N	N/A
Unit 2066	Attn: Don Strubler		Renewed 7/1/2008 6/30/2011	\$20,751.12	3 % or CPI which ever is greater			
Ports Exchange Inc. and Steve Rapp	2062 Carolina Place Fort Mill SC 29708	2600	6/1/2003 5/31/2005 Renewed 8/1/2007 7/31/2009 Renewed 10/1/2009 9/30/2010	\$22,014.72	N	T pays: pro rata share of CAM (except: elec- tric, water & garbage removal for Caypro rata share of Taxes over 2001 base year and Insurance over 2000 base year	N	N/A
Unit 2062	Attn: Steve Rapp		Renewed 10/1/2010 9/30/2011	\$23,015.28	3 % only			
Attn: Don Strubler	2058 Carolina Place Fort Mill SC 29708	2600	09-01-09 thru 8/31/2010 Renew 09-01-10 / 08-31-11	\$26,400 annually \$22,200 annually \$1,850 monthly	N		N	N/A

SMI 3 CONTINUED

VACANT Carolina Place Fort Mill SC	2070	\$200						
Called Check Recovery Jan 2078	2078 Carolina Place Fort Mill SC 29708	2,600	March 1, 2010 February 28, 2013	\$1,800 per month \$21,600	N/A	N/A	N/A	N/A
VACANT	2050 and 2054 Carolina Place Fort Mill SC	5200		1st (3) year period \$10,000 per month Tenant paid first 4 yrs w/ 0% discount (\$36,000)	(7) addl year periods 1st-\$1,500 2nd-\$13,225 3rd-\$15,208.75 4th-\$17,409.06 5th-\$20,133.57 6th-\$23,130.61 7th-\$26,600.20	N/A	N/A	N/A
Comportum cell phone (lower)	Comportum Communications Att. Bud Smith 471A Lakeshore Pkwy Rock Hill, SC 29730	approx 8,000sf	Feb 23, 2010 March 1, 2015					

and in back of
SMI 3

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

In re: **SM Properties-1, LLC**
Debtor

Case No. _____
(If known)

SCHEDULE H - CODEBTORS

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
------------------------------	------------------------------

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

**United States Bankruptcy Court
Western District of North Carolina
Charlotte Division**

In re **SM Properties-1, 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 also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	1	\$ 1,900,000.00		
B - Personal Property	YES	3	\$ 58,018.00		
C - Property Claimed as Exempt	NO				
D - Creditors Holding Secured Claims	YES	1		\$ 1,975,412.06	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	2		\$ 0.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	2		\$ 0.00	
G - Executory Contracts and Unexpired Leases	YES	1			
H - Codebtors	YES	1			
I - Current Income of Individual Debtor(s)	NO	0			\$
J - Current Expenditures of Individual Debtor(s)	NO	0			\$
TOTAL		11	\$ 1,958,018.00	\$ 1,975,412.06	

**United States Bankruptcy Court
Western District of North Carolina
Charlotte Division**

In re SM Properties-1, 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)	\$ 0.00
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	\$ 0.00
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	\$ 0.00
Student Loan Obligations (from Schedule F)	\$ 0.00
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E.	\$ 0.00
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	\$ 0.00
TOTAL	\$ 0.00

State the following:

Average Income (from Schedule I, Line 16)	\$ 0.00
Average Expenses (from Schedule J, Line 18)	\$ 0.00
Current Monthly Income (from Form 22A Line 12; OR , Form 22B Line 11; OR , Form 22C Line 20)	\$ 0.00

**United States Bankruptcy Court
Western District of North Carolina
Charlotte Division**

In re **SM Properties-1, LLC**
Debtor

Case No. _____
Chapter **11**

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		\$ 226,236.00
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column.	\$ 0.00	
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		\$ 0.00
4. Total from Schedule F		\$ 0.00
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		\$ 226,236.00

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

In re SM Properties-1, LLC
Debtor

Case No. _____
(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

(NOT APPLICABLE)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I **SMI Partner, LP**, the **Jack Henry Smith, Jr. Partner** 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 12 sheets (*Total shown on summary page plus 1*), and that they are true and correct to the best of my knowledge, information, and belief.

Date 12/3/2010

Signature: s/ SMI Partner, LP

SMI Partner, LP Jack Henry Smith, Jr. Partner

[Print or type name of individual signing on behalf of debtor.]

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

**UNITED STATES BANKRUPTCY COURT
Western District of North Carolina
Charlotte Division**

Exhibit "C"

[If, to the best of the debtor's knowledge, the debtor owns or has possession of property that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety, attach this Exhibit "C" to the petition.]

In re:

Case No.:

SM Properties-1, LLC

Chapter: **11**

Debtor(s)

Exhibit "C" to Voluntary Petition

1. Identify and briefly describe all real or personal property owned by or in possession of the debtor that, to the best of the debtor's knowledge, poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

None

2. With respect to each parcel of real property or item of personal property identified in question 1, describe the nature and location of the dangerous condition, whether environmental or otherwise, that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

None

B 203
(12/94)

**UNITED STATES BANKRUPTCY COURT
Western District of North Carolina
Charlotte Division**

In re: SM Properties-1, LLC
Debtor

Case No. _____
Chapter 11

**DISCLOSURE OF COMPENSATION OF ATTORNEY
FOR DEBTOR**

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(s) 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>\$400 hrly</u>
Prior to the filing of this statement I have received	\$	<u>8,961.00</u>
Balance Due	\$	_____

2. The source of compensation paid to me was:

- Debtor
- Other (specify)

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

- Debtor
- Other (specify)

- 4. 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.

5. 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) Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e) [Other provisions as needed]

None

6. By agreement with the debtor(s) the above disclosed fee does not include the following services:

None

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: 12/3/2010

Richard M. Mitchell, Bar No. 3034
Mitchell & Culp PLLC
Attorney for Debtor(s)