

United States Bankruptcy Court District of New Hampshire		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Austin James Properties, 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) No./Complete EIN (if more than one, state all): 02-0504818		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. & Street, City, State & Zip Code): 169 Daniel Webster Highway Nashua, NH		Street Address of Joint Debtor (No. & Street, City, State & Zip Code):
ZIPCODE 03060		ZIPCODE
County of Residence or of the Principal Place of Business: Hillsborough		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address)		Mailing Address of Joint Debtor (if different from street address):
ZIPCODE		ZIPCODE
Location of Principal Assets of Business Debtor (if different from street address above):		
ZIPCODE		
<p style="text-align: center;">Type of Debtor (Form of Organization) (Check one box.)</p> <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) _____	<p style="text-align: center;">Nature of Business (Check one box.)</p> <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other _____	<p style="text-align: center;">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 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 <hr/> <p style="text-align: center;">Nature of Debts (Check one box.)</p> <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
<p style="text-align: center;">Filing Fee (Check one box)</p> <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<p style="text-align: center;">Chapter 11 Debtors</p> <p>Check one box:</p> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). <p>Check if:</p> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts owed to non-insiders or affiliates are less than \$2,190,000. ----- <p>Check all applicable boxes:</p> <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
<p>Statistical/Administrative Information</p> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
<p>Estimated Number of Creditors</p> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000		
<p>Estimated Assets</p> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input 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		
<p>Estimated Liabilities</p> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

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

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

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

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

<p style="text-align: center;">Exhibit A</p> (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.	<p style="text-align: center;">Exhibit B</p> (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by § 342(b) of the Bankruptcy Code. X _____ Signature of Attorney for Debtor(s) Date
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Exhibit C

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

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

Exhibit D

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

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

If this is a joint petition:

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

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

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

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

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

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

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

(Name of landlord or lessor that obtained judgment)

(Address of landlord or lessor)

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

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

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

Name of Debtor(s):
Austin James Properties, 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 State 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/ Steven Notinger
 Signature of Attorney for Debtor(s)

Steven Notinger
 Printed Name of Attorney for Debtor(s)

Donchess & Notinger, PC
 Firm Name

547 Amherst St
 Address

Nashua, NH 03063-4000

(603) 886-7266
 Telephone Number

May 13, 2008
 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); 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

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

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

 Address

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Connie Brown
 Signature of Authorized Individual

Connie Brown
 Printed Name of Authorized Individual

VP Of Operations
 Title of Authorized Individual

May 13, 2008
 Date

X _____
 Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.

 Date

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.

United States Bankruptcy Court
District of New Hampshire

IN RE:

Case No. _____

Austin James Properties, LLC

Chapter 11

Debtor(s)

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 \$ 5,000.00

Prior to the filing of this statement I have received \$ _____

Balance Due \$ 5,000.00

2. The source of the compensation paid to me was: [X] Debtor [] Other (specify):

3. The source of compensation to be paid to me is: [X] Debtor [] Other (specify):

4. [X] 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]

6. By agreement with the debtor(s), the above disclosed fee does not include the following services:
Representation of the debtor in adversary proceedings and other contested bankruptcy matters.

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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.

May 13, 2008

Date

/s/ Steven Notinger

Signature of Attorney

Donchess & Notinger, PC

Name of Law Firm

**United States Bankruptcy Court
District of New Hampshire**

IN RE:

Case No. _____

Austin James Properties, LLC

Chapter **11**

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
S. Gerald Birin 1802 E. Quiet Canyon Tuscon, AZ 85718				1,500,000.00 Collateral: 900,000.00 Unsecured: 1,094,115.00
Blackfoot Capitol 43489 Calphams Mill Court Leesburg, VA 20176				2,700,000.00 Collateral: 2,625,000.00 Unsecured: 276,146.58
Citibank 100 Citibank Dr. San Antonio, TX 78245				25,262.50
Citibank 100 Citibank Dr. San Antonio, TX 78245				20,426.19
Central Realty 88 Temple Street Nashua, NH 03060				20,000.00
Premium Assignment PO Box 3100 Tallahassee, FL 32315				6,530.75
Keyspan/National Grid PO Box 1041 Woburn, MA 01807-1041				5,653.56
Mayer Law Offices 41 E Pearl Street Nashua, NH 03060				5,000.00
Allen Daniel Associaties 880 Main Street Waltham, MA 02451				3,700.00
Keyspan/National Grid PO Box 1041 Woburn, MA 01807-1041				2,512.68
Nashua Waste Water PO Box 3840 Nashua, NH 03061				1,810.30
Waste Management Of NH 26 Liberty Drive Londonderry, NH 03053				1,461.28
Keyspan/National Grid PO Box 1041 Woburn, MA 01807-1041				1,324.79

PSNH PO Box 360 Manchester, NH 03108	1,021.74
PSNH PO Box 360 Manchester, NH 03106	1,004.95
PSNH PO Box 360 Manchester, NH 03109	1,004.95
Nashua Waste Water PO Box 3840 Nashua, NH 03061	919.46
KT Associates 24 Stonewood Lane Hudson, NH 03051	847.00
PSNH PO Box 360 Manchester, NH 03105	775.39
Town of Hudson Sewer 12 School Street Hudson, NH 03051	713.74 Collateral: 425,000.00 Unsecured: 713.74

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

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

Date: May 13, 2008 Signature: /s/ Connie Brown

Connie Brown, VP Of Operations

(Print Name and Title)

United States Bankruptcy Court
District of New Hampshire

IN RE:

Case No. _____

Austin James Properties, LLC

Chapter 11

Debtor(s)

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s) hereby verify(ies) that the attached matrix listing creditors is true to the best of my(our) knowledge.

Date: May 13, 2008

Signature: /s/ Connie Brown

Connie Brown, VP Of Operations

Debtor

Date: _____

Signature: _____

Joint Debtor, if any

Allen Daniel Associaties
880 Main Street
Waltham, MA 02451

Allied Waste
385 Dunstable Rd.
Tyngsboro, MA 01879

Bailey Park Properties, LLC
PO Box 771
Center Harbor, NH 03226

Bank of NE
Main Street
Nashua, NH 03060

Blackfoot Capitol
43489 Calphams Mill Court
Leesburg, VA 20176

Central Realty
88 Temple Street
Nashua, NH 03060

Citibank
100 Citibank Dr.
San Antonio, TX 78245

City of Nashua
229 Main Street
Nashua, NH 03060

Keyspan/National Grid
PO Box 1041
Woburn, MA 01807-1041

KT Associates
24 Stonewood Lane
Hudson, NH 03051

Mark Kanakis, Esq.
Merra & Kanakis, PC
159 Main Street
Nashua, NH 03060

Mayer Law Offices
41 E Pearl Street
Nashua, NH 03060

Mile High Realty
253 Main Street
Nashua, NH 03060

Nashua Waste Water
PO Box 3840
Nashua, NH 03061

Ocean Bank
125 DW Highway
Nashua, NH 03060

Pennichuck
25 Manchester Street
Merrimack, NH 03054

Premium Assignment
PO Box 3100
Tallahassee, FL 32315

PSNH
PO Box 360
Manchester, NH 03105

PSNH
PO Box 360
Manchester, NH 03106

PSNH
PO Box 360
Manchester, NH 03107

PSNH
PO Box 360
Manchester, NH 03108

PSNH
PO Box 360
Manchester, NH 03109

S. Gerald Birin
1802 E. Quiet Canyon
Tuscon, AZ 85718

Town of Hudson
12 School Street
Hudson, NH 03051

Town of Hudson Sewer
12 School Street
Hudson, NH 03051

Town of Merrimack
6 Baboosic Lake Rd
Merrimack, NH 03054

Waste Management Of NH
26 Liberty Drive
Londonderry, NH 03053

**United States Bankruptcy Court
District of New Hampshire**

IN RE:

Case No. _____

Austin James Properties, LLC

Chapter **11**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

Registered name and last known address of security holder	Shares (or Percentage)	Security Class (or kind of interest)
Scott DeSantis	100	

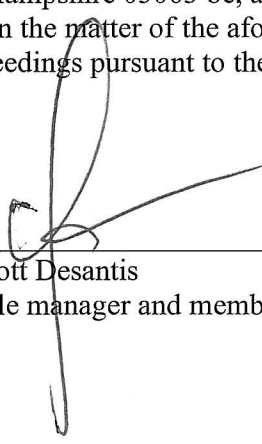
Austin James Properties, LLC

Unanimous Written Consent

The undersigned, being the sole manager and member of the Company, hereby adopt the following resolutions:

- Resolution 1: That in the judgment of the sole manager and member it is desirable and for the best interests of the company, its creditors, stockholders and other interested parties, that a petition pursuant to Chapter 11 of the Bankruptcy Code, 11 U.S.C. §101 et seq. be filed by this company.
- Resolution 2: That Connie Brown is hereby appointed Vice President of Operations of the Company and is, authorized and empowered, for and on behalf of this company to execute, acknowledge, verify and deliver a petition pursuant to Chapter 11 of the Bankruptcy Code, 11 U.S.C. §101 et seq.; and to cause the same to be filed with the United States Bankruptcy Court for the District of New Hampshire and to file such other instruments, schedules and other papers and to take any and all other action which either or both, so acting, may deem necessary or proper in connection with said proceedings.
- Resolution 3: That Steven M. Notinger, Esquire, of the law firm of Donchess & Notinger, P.C., 547 Amherst Street, Ste 100, Nashua, New Hampshire 03063 be, and hereby are, retained as counsel to represent this corporation in the matter of the aforementioned proceedings and with respect to all proceedings pursuant to the Bankruptcy Code.

Dated: May 13, 2008



Scott Desantis
Sole manager and member

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW HAMPSHIRE**

In Re: Austin James Properties, LLC

**Chapter 11
Case No.**

Debtor

STATEMENT OF PARENT AND PUBLIC COMPANIES

Pursuant to Administrative order 1074-1 the Debtor, Austin James Properties, LLC states that it is not affiliated with any parent or public companies within the disclosure requirements of the rule.

Respectfully Submitted,
Austin James Properties, LLC
by its Attorneys

Donchess & Notinger, P.C.
/s/ Steven M. Notinger
Steven M. Notinger (BNH #03229)
547 Amherst Street, Ste 100
Nashua NH 03063
603-886-7266

May 13, 2008
Dated