

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Livingston Apartments, LP	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): None	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): EIN: 26-0339769	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) 128 East Seventh Street Plainfield, NJ <div style="text-align: right; border: 1px solid black; padding: 2px;"> ZIPCODE 07060 </div>	Street Address of Joint Debtor (No. and Street, City, and State) <div style="text-align: right; border: 1px solid black; padding: 2px;"> ZIPCODE </div>
County of Residence or of the Principal Place of Business: Union	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;"> ZIPCODE </div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;"> ZIPCODE </div>

Location of Principal Assets of Business Debtor (if different from street address above):
1411 W. Hamilton St. & 1521 W. Union Ave., Allentown, PA (apts.) and 116 S. Fulton St. (parking lot), ZIPCODE
18102

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 <u>Real Estate</u> 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 No. 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.	Check one box: Chapter 11 Debtors <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101(51D) <input checked="" type="checkbox"/> Debtor is not a small business 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 \$2,190,000 <hr/> 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, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1000-5000 <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 Document Page 2 of 14
 (This page must be completed and filed in every case) Livingston Apartments, LP

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

Location Where Filed: NONE	Case Number:	Date Filed:
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Location Where Filed: N.A.	Case Number:	Date Filed:
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Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: See attached.	Case Number:	Date Filed:
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District:	Relationship:	Judge:
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Exhibit A
 (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)

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

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

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

X _____
 Signature of Attorney for Debtor(s) Date

Exhibit C

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

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

No

Exhibit D

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

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

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached 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 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 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 non bankruptcy 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(1)).

Voluntary Petition

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

Name of Debtor(s):

Livingston Apartments, LP

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 § 1515 of title 11 are attached.

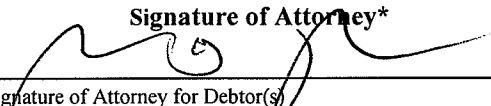
Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

(Date)

Signature of Attorney*

X  _____
Signature of Attorney for Debtor(s)

RICHARD D. TRENK 6874
Printed Name of Attorney for Debtor(s)

Trenk, DiPasquale, Webster, Della Fera & Sodono
Firm Name

347 Mt. Pleasant Avenue, Suite 300
Address

West Orange, NJ 07052

973-243-8600
Telephone Number

March 1, 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 setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before 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:

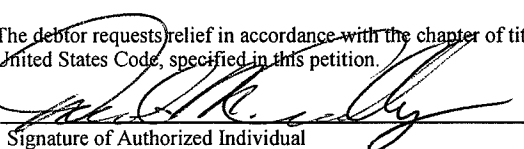
If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

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  _____
Signature of Authorized Individual

DAVID M. CONNOLLY
Printed Name of Authorized Individual

Manager of Livingston Management, LLC

Title of Authorized Individual

March 1, 2010
Date

UNITED STATES BANKRUPTCY COURT
District of New Jersey

In re: Livingston Apartments, LP

Case No. 10-

Chapter 11

Voluntary Petition Continuation Sheet

Additional Pending Bankruptcy Case(s) Filed by any Spouse, Partner or Affiliate of this Debtor		
Name of Debtor: Carteret Arms, LLC	Case No. 09-31726 (MS)	Date Filed: August 19, 2009
District: New Jersey	Relationship: Affiliate	Judge: Morris Stern
In re: Carteret Arms Management, LLC	Case No.: 09-31728 (MS)	Date Filed: August 19, 2009
District: New Jersey	Relationship: Affiliate	Judge: Morris Stern

***The above cases are jointly administered under Case No. 09-31726 (MS).**

**UNITED STATES BANKRUPTCY COURT
District of New Jersey**

In re Livingston Apartments, LP,
Debtor

Case No. 10-

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 and 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>
DiNaso & Sons Building Supply Co. 133 Ocean Avenue Lakewood, NJ 08701			Disputed	11,270.94
Garden State Environmental, Inc. 555 Broad Street, Suite K Glen Rock, NJ 07452			Disputed	7,870.00

(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>
PPL Electric 2 North Ninth Street RPC-GENNI Allentown, PA 18101-1175			Disputed	4,965.81
AFA Protective Systems, Inc. 155 Michael Drive Syosset, NY 11791			Disputed	4,528.58
Gillmore, Gillmore & Graham 225 Lenox Avenue Westfield, NJ 07090			Disputed	4,000.00
Otis Elevator Company PO Box 13716 Newark, NJ 07188-0716			Disputed	3,469.93
ICI Paints 969 Poastal Road, No. 110 Allentown, PA 18109			Disputed	2,584.84
Lentz PO Box 274 East Hanover, NJ 07936-0274			Disputed	1,332.15
UGI Utilities, Inc. 255 Morgantown Road Reading, PA 18612-3009			Disputed	1,215.12

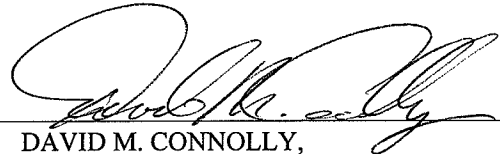
(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government 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>
Home Depot Commercial Credit PO Box 9055 Des Moines, IA 50368-9055				697.81
Schuster Landscaping 89 Ebling Road Kutztown, PA 19530				680.40
Sherwin Williams 1510 B E Columbia Street Allentown, PA 18109-1574				522.39
Raritan Valley Disposal PO Box 9001099 Louisville, KY 40290				323.57

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, [the president or other officer or an authorized agent of the corporation] named as debtor in this case, declare under penalty of perjury that I have read the foregoing LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS and that it is true and correct to the best of my information and belief.

Date March 1, 2010

Signature


 DAVID M. CONNOLLY,
 Manager of Livingston Management, LLC

**RESOLUTION OF SPECIAL MEETING OF
BOARD OF DIRECTORS OF LIVINGSTON APARTMENTS, LP**

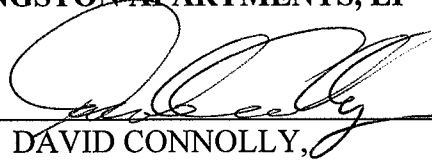
I hereby certify that at a special meeting of the members of Livingston Apartments, LP, held on the 1st day of March 2010, the following resolution was proposed and unanimously adopted by all members present:

“RESOLVED that, in view of the financial condition of Livingston Apartments, LP, its officers be and hereby are authorized to file a petition pursuant to Chapter 11 of the Bankruptcy Code and retain the services of the law firm Trenk, DiPasquale, Webster, Della Fera & Sodono, P.C. for the purposes of preparing, filing, and prosecuting a petition under Chapter 11 and to take all steps necessary and related thereto, and that David Connolly is hereby authorized to execute the petition and any other pleadings or documents he and counsel deem necessary in connection with the Chapter 11 proceeding of Livingston Apartments, LP.”

In certification hereof, I do set my hand and seal this 1st day of March 2010.

LIVINGSTON APARTMENTS, LP

By: _____



DAVID CONNOLLY,
Manager of Livingston Management, LLC
which is general partner of Livingston
Apartments, LP

AFA Protective Systems, Inc.
155 Michael Drive
Syosset, NY 11791

AFA Protective Systems, Inc.
961 Joyce Kilmer Avenue
N. Brunswick, NJ 08902

Andrew and Diane Cangelosi
21715 Windham Run
Estero, FL 33928

Bateman Family Trust
Philip C. and Katherin Bateman, Trustees
15 Long Pond Circle
Centerville, MA 02632

City of Allentown
435 Hamilton Street
Room 215
Allentown, PA 18101-1686

City of Allentown
PO Box 1846
Allentown, PA 18105

Claudia K. Miles Revocable Trust
2 Cabri Lane
Dearborn Heights, MI 48127

David M. and Donna X. Connolly
106 Stanie Brae Drive
Watchung, NJ 07069

DiNaso & Sons Building Supply Co.
133 Ocean Avenue
Lakewood, NJ 08701

Elaine Feller
7 Coach Drive
Lawrenceville, NJ 08648

Felix and Barbara Rossi
244 Mountain Road
Ringoes, NJ 08551

Garden State Environmental, Inc.
555 Broad Street, Suite K
Glen Rock, NJ 07452

GBD KKD Partners, LP
Attn. The Beechwood Company
1001 Liberty Avenue, Suite 850
Pittsburgh, PA 15222

Gillmore, Gillmore & Graham
225 Lenox Avenue
Westfield, NJ 07090

Helen F. Jugan VII C Trust
Charles H. Knox, Trustee
15810 Old Wedgewood Court
Fort Meyers, FL 33908

Home Depot Commercial Credit
PO Box 9055
Des Moines, IA 50368-9055

ICI Paints
969 Poastal Road, No. 110
Allentown, PA 18109

John and Anita Bae
116 Davids Way
Bedford Hills, NY 10507

John D. and Margaret P. Denson
325 Park Laureate Drive
Houston, TX 77024

John V. and Antonietta Niper
68 New Road
Kendall Park, NJ 08824

Lentz
PO Box 274
East Hanover, NJ 07936-0274

Livingston Management, LLC
Suite 3600 Commonwealth Building
Allentown, PA 18101

Mary Anne Zarillo
Vincent Uvari
7 Fieldstone Way
Whitehouse Station, NJ 08889

Mary Ellen Dolan
Chestnut Hill Road
Randolph, NJ 07869

Michael and Carol Jugan
15381 River By Road
Fort Meyers, FL 33908

Monty L. and Mary Rebecca Davis
19827 Cypress Church Road
Cypress, TX 77433

New York Community Bank
One Jericho Plaza
Jericho, NY 11753

Nicholas J. and Marie L. Leonardis
6 Mansfield Road
Princeton, NJ 08540

Otis Elevator Company
944 Mercon Boulevard
Suite 140
Allentown, PA 18109

Otis Elevator Company
PO Box 13716
Newark, NJ 07188-0716

Petro Commercial Services
650 Knowles Avenue
Southampton, PA 18966

Petro Commerical Services
PO Box 28335
Newark, NJ 07101

PPL Electric
2 North Ninth Street
RPC-GENN1
Allentown, PA 18101-1175

PPL Electric
827 Hausman Road
Allentown, PA 18104

Raritan Valley Disposal
1200 N. Irving Street
Allentown, PA 18109

Raritan Valley Disposal
PO Box 9001099
Louisville, KY 40290

Richard L. and Toni M. Bergmark
4005 Tennyson Street
Houston, TX 77005

Robert P. and Michelle E. Wahl
8 Cabri Lane
Dearborn Heights, MI 48127

Roberta E. Perna
62 Dillon Way
Washington Crossing, PA 18977

Schindler Elevator Corporation
6330 Hedgewood Drive
Suite 210
Allentown, PA 18106-9268

Schuster Landscaping
89 Ebling Road
Kutztown, PA 19530

Sebastian D. Pirone
25 County Road
Route 518
Princeton, NJ 08540

Sherwin Williams
1510 B E Columbia Street
Allentown, PA 18109-1574

Stephen Perna
22 Tanager Lane
Robbinsville, NJ 08691

Tyco Fire & Security
Simplex Grinnell
Westminster, MA 01441

UGI Utilities, Inc.
255 Morgantown Road
Reading, PA 18612-3009

UGI Utilities, Inc.
PO Box 13009
Reading, PA 19612

UGI Utilities, Inc.
PO Box 71203
Philadelphia, PA 19176

Willaim and Barbara Lindemann
8090 Arlewood Circle
Port Charlotte, FL 33981

William and Andrea Lindeman
425 Dockside Drive, No. 406
Naples, FL 34110

Zarillo Living Trust
Anthony and Diane Zarillo, Trustees
3127 Hemlock Farms
Lords Valley, PA 18428