

B1 (Official Form 1)(4/10)

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Unlimited Locations 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) 22-3641867	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): 8 Iroquois Court Colts Neck, NJ ZIP Code 07722-1821	Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code
County of Residence or of the Principal Place of Business: Monmouth	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP Code	Mailing Address of Joint Debtor (if different from street address): ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above): 8 Iroquois Court Colts Neck, NJ 07722-1821	

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 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 *** Joseph M. Rasa (JR8345) *** <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 checked="" 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 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>	Name of Debtor(s): Unlimited Locations 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:

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

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

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

No.

Exhibit D

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

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue

(Check any applicable box)

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

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

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

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

(Check all applicable boxes)

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

(Name of landlord that obtained judgment)

(Address of landlord)

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

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

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

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

Name of Debtor(s):
Unlimited Locations LLC

Signatures

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

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

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

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

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

(Check only one box.)

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

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

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Joseph M. Rasa
Signature of Attorney for Debtor(s)

Joseph M. Rasa (JR8345)
Printed Name of Attorney for Debtor(s)

The Law Offices of Joseph M. Rasa, L.L.C.
Firm Name

565 Newark Pompton Turnpike
Pompton Plains, NJ 07444

Address

Email: jrasa@rasa-law.com

973-831-8800 Fax: 973-831-8801
Telephone Number

September 7, 2011
Date

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

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

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

Address

X _____
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Justin Sallusto
Signature of Authorized Individual

Justin Sallusto
Printed Name of Authorized Individual

Member
Title of Authorized Individual

September 7, 2011
Date

RESOLUTION OF UNLIMITED LOCATIONS, LLC
AUTHORIZING THE FILING OF A PETITION IN BANKRUPTCY

Following a special meeting of the Members of Unlimited Locations, LLC, a Delaware limited liability company (“Company”), having been duly called or a waiver of such requisite notice having been presented, and the meeting being duly convened, and a majority of the Members in office present and constituting a quorum for the transaction of business, the Members adopted the foregoing resolution:

WHEREAS, Unlimited Locations, LLC is a limited liability company organized and existing under the laws of the State of Delaware;

WHEREAS, the Company has deemed it necessary, advisable, and required, due to the Company’s inability to pay its debts as they mature, for the Company to proceed to seek relief under Chapter 11 of Title 11 of the United States Code;

NOW, THEREFORE, BE IT

RESOLVED that it is in the best interest of the Company, its members, employees and other individuals interested in the Company to obtain federal bankruptcy protection under Title 11 of the United States Code; and it is further

RESOLVED that Justin Sallusto, a Member of the Company, be and hereby is authorized and directed, on behalf of the Company, to execute and file a Petition for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of New Jersey, at such time as he shall determine; and it is further

RESOLVED that Justin Sallusto or his authorized designee shall be and hereby is authorized to execute and file all petitions, schedules, statements of financial affairs, and any other writings, pleadings, motions and otherwise to take any and all action as he or his authorized designee shall deem necessary and proper in connection with the proceedings under Chapter 11,

and that in connection therewith the Company is authorized to retain and employ The Law Offices of Joseph M. Rasa, L.L.C. as legal counsel for the Company, and in conjunction with the bankruptcy to retain and employ the assistance of any other professionals which he or his authorized designee deems necessary or proper in connection with such proceedings; and it is further

RESOLVED that the execution by any member of the Company of the petition, schedules, plan or arrangement or other writing or pleading shall be conclusive evidence of the approval of the Members and of the Company.

Sep 07 11 05:42P

IN WITNESS WHEREOF, the undersigned have executed this resolution as of this 7th
day of September, 2011.

MEMBERS:

Justin Sallusto
JUSTIN SALLUSTO Justin Sallusto

Joseph Indelicato
JOSEPH INDELICATO Joseph Indelicato

B4 (Official Form 4) (12/07)

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

In re Unlimited Locations LLC

Debtor(s)

Case No.

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Anderson Kill and Olick, PC 1251 Avenue of the Americas New York, NY 10020	Anderson Kill and Olick, PC 1251 Avenue of the Americas New York, NY 10020	Professional services	Disputed	23,689.25
Bernard D'Amato 201 Arlington Avenue Staten Island, NY 10303	Bernard D'Amato 201 Arlington Avenue Staten Island, NY 10303	Promissory note secured by ground leases	Disputed	246,325.32 (0.00 secured) (300,000.00 senior lien)
Block 7067, LLC 227 Veterans Road West Staten Island, NY 10309	Block 7067, LLC 227 Veterans Road West Staten Island, NY 10309	Real property lease	Contingent Unliquidated	Unknown
Empire Erectors and Electrical Company 801 East 134 Street Bronx, NY 10454	Empire Erectors and Electrical Company 801 East 134 Street Bronx, NY 10454	Contractor services; litigation pending	Unliquidated Disputed	792,441.98
John P. Gulino, PC 85 New Dorp Lane Staten Island, NY 10306	John P. Gulino, PC 85 New Dorp Lane Staten Island, NY 10306	Professional services	Disputed	31,500.00
John Vincent Scalia 2512 Arthur Kill Road Staten Island, NY 10309	John Vincent Scalia 2512 Arthur Kill Road Staten Island, NY 10309	Real property lease; litigation pending	Contingent Unliquidated Disputed	305,753.23
Michael Margarella 192 Borden Road Middletown, NJ 07748	Michael Margarella 192 Borden Road Middletown, NJ 07748	Promissory note secured by ground leases		100,000.00 (0.00 secured)
Michael Margarella 2274 Arthur Kill Road Staten Island, NY 10309	Michael Margarella 2274 Arthur Kill Road Staten Island, NY 10309	Real property lease	Contingent Unliquidated	Unknown
Michael Margarella and Dominick DeSimone 192 Borden Road Middletown, NJ 07748	Michael Margarella and Dominick DeSimone 192 Borden Road Middletown, NJ 07748	Promissory note secured by ground leases		200,000.00 (Unknown secured) (100,000.00 senior lien)
R. Scott Lewis PE, PC 11 Burtis Avenue New Canaan, CT 06840	R. Scott Lewis PE, PC 11 Burtis Avenue New Canaan, CT 06840	Professional services	Disputed	15,000.00

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

In re **Unlimited Locations LLC**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Rogers Surveying, PLLC 1632 Richmond Terrace Staten Island, NY 10310	Rogers Surveying, PLLC 1632 Richmond Terrace Staten Island, NY 10310	Professional services		2,600.00
Wachtel and Masyr, LLP One Dag Hammar skjold Plaza 885 Second Ave. New York, NY 10017	Wachtel and Masyr, LLP One Dag Hammar skjold Plaza 885 Second Ave. New York, NY 10017	Professional services	Disputed	13,437.50

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

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

Date September 7, 2011

Signature /s/ Justin Sallusto
Justin Sallusto
Member

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

Anderson Kill and Olick, PC
1251 Avenue of the Americas
New York, NY 10020

Bernard D'Amato
201 Arlington Avenue
Staten Island, NY 10303

Block 7067, LLC
227 Veterans Road West
Staten Island, NY 10309

Bonfiglio & Asterita, LLC
900 South Avenue
Suite 101
Staten Island, NY 10314

Dominick DeSimone
57 Mace Street
Staten Island, NY 10306

Empire Erectors and Electrical Company
801 East 134 Street
Bronx, NY 10454

John P. Gulino, PC
85 New Dorp Lane
Staten Island, NY 10306

John Vincent Scalia
2512 Arthur Kill Road
Staten Island, NY 10309

Joseph Indelicato
50 Pine Terrace
Staten Island, NY 10302

Justin Sallusto
8 Iroquois Court
Colts Neck, NJ 07722

Law Offices of Thomas P. Anselmo
23 Shepard Avenue
Staten Island, NY 10314

Lopresto & Barbieri, PC
45-02 Ditmars Boulevard
Suite 1011 West
Astoria, NY 11105

Michael Margarella
2274 Arthur Kill Road
Staten Island, NY 10309

Michael Margarella
192 Borden Road
Middletown, NJ 07748

Michael Margarella and Dominick DeSimone
192 Borden Road
Middletown, NJ 07748

Mike Margarella
2274 Arthur Kill Road
Staten Island, NY 10309

Phyllis Sallusto
8 Iroquois Court
Colts Neck, NJ 07722

R. Scott Lewis PE, PC
11 Burtis Avenue
New Canaan, CT 06840

Rogers Surveying, PLLC
1632 Richmond Terrace
Staten Island, NY 10310

Russo, Scamardella and D'Amato
1010 Forest Ave.
Staten Island, NY 10310

Wachtel and Masyr, LLP
One Dag Hammarskjold Plaza
885 Second Ave.
New York, NY 10017