

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

Caption in Compliance with D.N.J. LBR 9004-2(c)

Greenbaum, Rowe, Smith & Davis LLP

Metro Corporate Campus One

P.O. Box 5600

Woodbridge, New Jersey 07095

(732) 549-5600

Proposed Attorneys for the Debtors

David L. Bruck, Esq.

In re:

INN AT WOODBRIDGE, INC.,

Debtor.

Chapter 11 Proceeding

Case No.: 12-

**NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY AND
DISCLAIMER REGARDING DEBTOR'S SCHEDULES OF ASSETS
AND LIABILITIES AND STATEMENT OF FINANCIAL AFFAIRS**

On December 6, 2012 (the "Petition Date"), Inn at Woodbridge, Inc. (the "Debtor") filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") with the United States Bankruptcy Court for the District of New Jersey. The Debtor is operating its business and managing its affairs as a debtor-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

The Debtor, with the assistance of its legal advisors and other professionals, has prepared its Schedules of Assets and Liabilities (the "Schedules") and Statement of Financial Affairs (the "SOFA") pursuant to Section 521 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 1007. These Notes and Statement of Limitations, Methodology and Disclaimer Regarding the Debtor's Schedules of Assets and Liabilities and Statement of Financial Affairs (the "Notes and Disclaimers") pertain to all of the Schedules and the SOFA. While the Debtor's management has made reasonable efforts to ensure that the Schedules and SOFA are accurate and complete based on information that was available to it at the time of preparation, subsequent information or discovery may result in changes to these Schedules and SOFA, and inadvertent errors or omissions may exist in the Schedules and SOFA. Moreover, the Schedules and SOFA contain unaudited information that is subject to further review and potential adjustment. Nothing contained in the Schedules or SOFA shall constitute a waiver of any of the Debtor's rights or an admission with respect to this Chapter 11 case including, without limitation, any issues involving substantive consolidation, equitable subordination and/or causes of action arising under the provisions of Chapter 5 of the Bankruptcy Code and any other applicable laws to recover assets or avoid transfers. These Notes and Disclaimers are incorporated by reference herein, and comprise an integral part of, the Schedules and SOFA, and should be referred to and reviewed in connection with any review of the Schedules and SOFA. Nothing contained on the

Schedules and SOFA shall waive any rights to assert that an alleged lease is a disguised security interest.

Amendment. While reasonable efforts were made to file complete and accurate Schedules and SOFA, inadvertent errors or omissions may exist. The Debtor thus reserves the right to amend and/or supplement its Schedules and SOFA from time to time as may be necessary or appropriate.

Dates. To the best of the Debtor's ability and knowledge, all asset information is listed as of the Petition Date and all liability information is listed as of the Petition Date.

Basis of Presentation. The Schedules and SOFA do not purport to represent financial information or data prepared in accordance with U.S. Generally Accepted Accounting Principles. The Debtor reserves all rights with respect to the values, amounts and characterizations of the assets and liabilities listed in its Schedules and SOFA.

Causes of Action. Despite reasonable efforts to identify all known assets, the Debtor may not have identified or set forth all of its causes of action (filed or potential) as assets in the Schedules and SOFA. Notwithstanding this, the Debtor reserves all of its rights with respect to any causes of action it may have, whether or not listed as assets in the Schedules and SOFA, and neither these Notes and Disclaimers nor the Schedules and SOFA shall be deemed a waiver of any such causes of action.

Totals. All totals that are included in the Schedules and SOFA represent totals of all of the known amounts included on the Schedules and SOFA. To the extent that there are unknown or undetermined amounts, the actual total may be different than the listed total, at times materially.

Effect of "First Day" Orders on Scheduled Claim Amounts. The Debtor intends to seek certain authority from the Bankruptcy Court to honor and/or pay certain prepetition claims including, but not limited to, the authority to pay certain outstanding prepetition wages to employees and taxing authorities. Consequently, certain prepetition fixed, liquidated and undisputed priority and general unsecured claims have been or may be paid under this authority. Given that the Schedules are required to reflect claims as of the Petition Date, obligations that have been satisfied under this authority are nonetheless listed in the Schedules.

Current Market Value of Assets. Unless otherwise indicated, net book values are reflected in the Debtor's Schedules and SOFA. For this reason, amounts ultimately realized may vary from net book value and such variance may be material. Thus, unless otherwise noted, the Schedules and SOFA reflect the carrying value of the assets as recorded on the Debtor's books and are not based upon any estimate of its current market value unless so indicated. Exceptions to this include operating cash, which is presented as bank balances as of the Petition Date. Certain other assets are listed as "Unknown" amounts because the net book values may materially differ from fair market

value. The amounts shown for assets and liabilities exclude items identified as "Unknown" and the Debtor's ultimate assets and liabilities may differ materially from those stated in the Schedules and SOFA.

Claims Descriptions. Any failure to designate a claim on the Debtor's Schedules and SOFA as "disputed," "contingent" or "unliquidated" does not constitute an admission by the Debtor that such amount is not "disputed," "contingent" or "unliquidated." Listing a claim does not constitute an admission of liability by the Debtor. The Debtor reserves the right to dispute any claims reflected on its Schedules or SOFA on any grounds, including to assert an offset or any defense to any claim reflected on the Schedules and/or SOFA with respect to, but not limited to, amount, liability or classification, or to otherwise subsequently designate such claims as "disputed," "contingent" or "unliquidated." The Debtor reserves the right to amend these Schedules and SOFA accordingly.

Classifications. Listing a claim on (i) Schedule E as "priority" or (ii) Schedule F as "unsecured nonpriority," or listing a contract on Schedule G as "executory" or "unexpired," does not constitute an admission by the Debtor of the legal rights of the claimant, or a waiver of the Debtor's right to recharacterize or reclassify such claim or contract. In particular, the Debtor reserves the right to amend the Schedules and SOFA to recharacterize or reclassify any such contract or claim.

Notes and Disclaimers Control. In the event the Schedules and SOFA differ from the foregoing Notes and Disclaimers, the Notes and Disclaimers shall control.

Insiders. The Debtor has included in response to question 23 of the SOFA all withdrawals or distributions, if any, credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the Petition Date. Persons listed as "insiders" have been included for informational purposes only. The Debtor does not take any position with respect to (a) such person's influence over the control of the Debtor, (b) the management responsibilities or functions of such individual, (c) the decision-making or corporate authority of such individual or (d) whether such individual could successfully argue that he or she is not an "insider" under section 101(31) of the Bankruptcy Code or applicable law.

Contingent Assets. The Debtor believes that it may possess certain claims and causes of action against various parties. Additionally, the Debtor may possess contingent claims in the form of various avoidance actions it could commence under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws. The Debtor reserves all of its rights with respect to any claims, causes of action or avoidance actions it may have and nothing contained in these Notes and Disclaimers or the Schedules and SOFA shall be deemed a waiver of any such claims, avoidance actions or causes of action or in any way prejudice or impair the assertion of such claims.

Recharacterization. The Debtor has made reasonable efforts to characterize, classify, categorize or designate the claims, assets, executory contracts, unexpired leases and other items reported in the Schedules and SOFA correctly. The Debtor, however, may have inadvertently characterized, classified, categorized or designated certain items mistakenly. Thus, the Debtor reserves its rights to recharacterize, reclassify, recategorize or redesignate items reported in the Schedules and SOFA at a later time as necessary or appropriate as additional information becomes available, including, but not limited to, whether contracts listed herein were executory as of the Petition Date or remain executory post-petition.

B1 (Official Form 1)(12/11)

| | | |
|--|---|---|
| United States Bankruptcy Court District of New Jersey | | Voluntary Petition |
| Name of Debtor (if individual, enter Last, First, Middle): Inn at Woodbridge, Inc. | | 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): DBA Woodbridge Hilton | | 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) 22-2496775 | | 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): 120 Wood Avenue South Iselin, NJ | | Street Address of Joint Debtor (No. and Street, City, and State): |
| ZIP Code 08830 | | ZIP Code |
| County of Residence or of the Principal Place of Business: Middlesex | | 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): |
| ZIP Code | | ZIP Code |
| Location of Principal Assets of Business Debtor (if different from street address above): | | |
| Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) | Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other | Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding |
| Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending: | Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code). | Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts. |
| Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. | | Chapter 11 Debtors Check one box: <input 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). Check if: <input 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). |
| 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"/> 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 checked="" 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 type="checkbox"/> \$1,000,001 to \$10 million <input checked="" 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): Inn at Woodbridge, Inc. | |
| 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: Metropolaza Hotel, LLC | | Case Number: | Date Filed: |
| District: | | Relationship: Affiliate | Judge: |
| Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition. | | Exhibit B (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? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No. | | | |
| Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition. | | | |
| Information Regarding the Debtor - Venue (Check any applicable box) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. | | | |
| Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes) <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) _____ (Name of landlord that obtained judgment) _____ (Address of landlord) <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included 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. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)). | | | |

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

Name of Debtor(s):
Inn at Woodbridge, Inc.

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/ David L. Bruck
Signature of Attorney for Debtor(s)

David L. Bruck 1957
Printed Name of Attorney for Debtor(s)

Greenbaum, Rowe, Smith & Davis LLP
Firm Name

Metro Corporate Campus One
P.O. Box 5600
Woodbridge, NJ 07095

Address

(732) 549-5600 Fax: (732) 549-1881
Telephone Number

December 6, 2012
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/ James Wolosoff
Signature of Authorized Individual

James Wolosoff
Printed Name of Authorized Individual

President
Title of Authorized Individual

December 6, 2012
Date

B4 (Official Form 4) (12/07)

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

In re Inn at Woodbridge, Inc.

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> |
| Andon Construction 6 De Forest Avenue Suite 3 East Hanover, NJ 07936 | Andon Construction 6 De Forest Avenue Suite 3 East Hanover, NJ 07936 | | | 433,239.00 |
| Haig's Service Corp 211A US Highway 22 East Greenbrook, NJ 08812 | Haig's Service Corp 211A US Highway 22 East Greenbrook, NJ 08812 | | | 99,894.32 |
| Scudder's Seafood Market Inc. 494 Avenue C Corner of 22nd Street and Avenue C Bayonne, NJ 07002-5173 | Scudder's Seafood Market Inc. 494 Avenue C Corner of 22nd Street and Avenue C Bayonne, NJ 07002-5173 | | | 41,633.60 |
| AFI Food Service 1 Ikea Drive Elizabeth, NJ 07207-6070 | AFI Food Service 1 Ikea Drive Elizabeth, NJ 07207-6070 | | | 36,865.85 |
| Aetna PO Box 804735 Chicago, IL 60680-4108 | Aetna PO Box 804735 Chicago, IL 60680-4108 | | | 33,599.77 |
| Judicke's Bakery 763 Broadway Bayonne, NJ 07002 | Judicke's Bakery 763 Broadway Bayonne, NJ 07002 | | | 13,897.00 |
| Brown & Glynn 77 N. Main Street Milltown, NJ 08850 | Brown & Glynn 77 N. Main Street Milltown, NJ 08850 | | | 12,000.00 |
| Mayfair Provision Co. Inc. 13 N. Michigan Avenue Kenilworth, NJ 07033 | Mayfair Provision Co. Inc. 13 N. Michigan Avenue Kenilworth, NJ 07033 | | | 11,112.48 |
| All Jersey Mechanical 77 Cliffwood Avenue Suite 4C Cliffwood, NJ 07721 | All Jersey Mechanical 77 Cliffwood Avenue Suite 4C Cliffwood, NJ 07721 | | | 10,731.35 |
| Foodland 340 Carnegie Avenue Kenilworth, NJ 07033 | Foodland 340 Carnegie Avenue Kenilworth, NJ 07033 | | | 9,788.20 |

B4 (Official Form 4) (12/07) - Cont.
 In re Inn at Woodbridge, Inc.

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
 (Continuation Sheet)

| (1) | (2) | (3) | (4) | (5) |
|--|--|---|--|---|
| <i>Name of creditor and complete mailing address including zip code</i> | <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i> | <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i> | <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i> | <i>Amount of claim [if secured, also state value of security]</i> |
| Summit Paper Company PO Box 750 Summit, NJ 07902 | Summit Paper Company PO Box 750 Summit, NJ 07902 | | | 8,192.40 |
| Travelclick, Inc. 300 N. Martingale Road Suite 500 Schaumburg, IL 60173 | Travelclick, Inc. 300 N. Martingale Road Suite 500 Schaumburg, IL 60173 | | | 6,741.00 |
| Abra Fence, Inc. 410 River Drive Garfield, NJ 07026 | Abra Fence, Inc. 410 River Drive Garfield, NJ 07026 | | | 5,248.50 |
| Guest Supply, Inc. PO Box 910 Monmouth Junction, NJ 08852-0910 | Guest Supply, Inc. PO Box 910 Monmouth Junction, NJ 08852-0910 | | | 4,892.93 |
| G & B Janitorial Supply, Inc. 600 Lincoln Boulevard Middlesex, NJ 08846 | G & B Janitorial Supply, Inc. 600 Lincoln Boulevard Middlesex, NJ 08846 | | | 4,364.48 |
| Agri Exotic Trading, Inc. 700 Route 46 West Suite 5 Clifton, NJ 07013 | Agri Exotic Trading, Inc. 700 Route 46 West Suite 5 Clifton, NJ 07013 | | | 4,222.76 |
| Sipos Bakery 365 Smith Street Perth Amboy, NJ 08861-3921 | Sipos Bakery 365 Smith Street Perth Amboy, NJ 08861-3921 | | | 4,075.00 |
| Tour Connection 125 Walnut Road Rochester, MI 48307 | Tour Connection 125 Walnut Road Rochester, MI 48307 | | | 3,194.00 |
| Hoodz 926 Haddonfield Road Suite 379 Cherry Hill, NJ 08002 | Hoodz 926 Haddonfield Road Suite 379 Cherry Hill, NJ 08002 | | | 3,065.55 |
| Sanolite Corp 26 Papetti Plaza Elizabeth, NJ 07207-0818 | Sanolite Corp 26 Papetti Plaza Elizabeth, NJ 07207-0818 | | | 2,664.29 |

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

I, the President 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 December 6, 2012

Signature /s/ James Wolosoff
James Wolosoff
 President

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

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

In re Inn at Woodbridge, Inc.,
Debtor

Case No. _____
Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

| NAME OF SCHEDULE | ATTACHED (YES/NO) | NO. OF SHEETS | ASSETS | LIABILITIES | OTHER |
|---|-------------------|---------------|-------------------|----------------------|------------|
| A - Real Property | Yes | 1 | 0.00 | | |
| B - Personal Property | Yes | 3 | 831,123.94 | | |
| C - Property Claimed as Exempt | No | 0 | | | |
| D - Creditors Holding Secured Claims | Yes | 1 | | 41,880,000.00 | |
| E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E) | Yes | 1 | | 0.00 | |
| F - Creditors Holding Unsecured Nonpriority Claims | Yes | 17 | | 790,274.82 | |
| G - Executory Contracts and Unexpired Leases | Yes | 1 | | | |
| H - Codebtors | Yes | 1 | | | |
| I - Current Income of Individual Debtor(s) | No | 0 | | | N/A |
| J - Current Expenditures of Individual Debtor(s) | No | 0 | | | N/A |
| Total Number of Sheets of ALL Schedules | | 25 | | | |
| Total Assets | | | 831,123.94 | | |
| Total Liabilities | | | | 42,670,274.82 | |

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

In re Inn at Woodbridge, Inc.
Debtor

Case No. _____
Chapter 11

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

| Type of Liability | Amount |
|---|--------|
| Domestic Support Obligations (from Schedule E) | |
| Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E) | |
| Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed) | |
| Student Loan Obligations (from Schedule F) | |
| Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E | |
| Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F) | |
| TOTAL | |

State the following:

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

State the following:

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

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

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

| Description and Location of Property | Nature of Debtor's Interest in Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption | Amount of Secured Claim |
|--------------------------------------|---|------------------------------------|--|-------------------------|
|--------------------------------------|---|------------------------------------|--|-------------------------|

None

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

0 continuation sheets attached to the Schedule of Real Property

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

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

| Type of Property | N O N E | Description and Location of Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption |
|--|------------------|--|---|---|
| 1. Cash on hand | 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. | | PNC Bank Merchant Account No. ***0173 | - | 65,378.04 |
| | | PNC Bank Renovation Account No. ***6797 | - | 0.00 |
| | | PNC Bank Payroll Account No. ****3124 | - | 22,504.00 |
| | | PNC Bank Operating Account No. ****4699 | - | 688,519.00 |
| 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 | | | |
| Sub-Total > | | | | 776,401.04 |
| (Total of this page) | | | | |

2 continuation sheets attached to the Schedule of Personal Property

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

| Type of Property | N O N E | Description and Location of Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption |
|---|------------------|--------------------------------------|---|---|
| 11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).) | X | | | |
| 12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars. | X | | | |
| 13. Stock and interests in incorporated and unincorporated businesses. Itemize. | X | | | |
| 14. Interests in partnerships or joint ventures. Itemize. | X | | | |
| 15. Government and corporate bonds and other negotiable and nonnegotiable instruments. | X | | | |
| 16. Accounts receivable. | | Accounts Receivable | - | 54,722.90 |
| 17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars. | X | | | |
| 18. Other liquidated debts owed to debtor including tax refunds. Give particulars. | X | | | |
| 19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property. | X | | | |
| 20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust. | X | | | |
| 21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each. | X | | | |

Sub-Total > **54,722.90**
 (Total of this page)

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

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

| Type of Property | N O N E | Description and Location of Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption |
|---|------------------|---|---|---|
| 22. Patents, copyrights, and other intellectual property. Give particulars. | X | | | |
| 23. Licenses, franchises, and other general intangibles. Give particulars. | | Liquor license. | - | Unknown |
| | | Hilton Inns, Inc. franchise agreement pursuant to agreement with Metroplaza Hotel, LLC. | - | Unknown |
| 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. | | to be supplied | - | 0.00 |
| 29. Machinery, fixtures, equipment, and supplies used in business. | | to be supplied | - | 0.00 |
| 30. Inventory. | | to be supplied | - | 0.00 |
| 31. Animals. | X | | | |
| 32. Crops - growing or harvested. Give particulars. | X | | | |
| 33. Farming equipment and implements. | X | | | |
| 34. Farm supplies, chemicals, and feed. | X | | | |
| 35. Other personal property of any kind not already listed. Itemize. | X | | | |

Sub-Total > **0.00**
 (Total of this page)
 Total > **831,123.94**
 (Report also on Summary of Schedules)

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

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

In re Inn at Woodbridge, Inc. Case No. _____
Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

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

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

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R H W J C | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|---|-------------------------------------|--|---------------------|-------------------------|-----------------|---|---------------------------|
| | | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN | | | | | |
| Account No. | | | | | | | |
| WBCMT 2006-C24 Wood Avenue LLC Att: Gloria R. Buckley, Esq. Rubin, Ehrlich & Buckley PC 3150 Brunswick Pike, Suite 310 Lawrence Township, NJ 08648 | X | November 29, 2005 Lease of hotel operation. Pledge of lease, accounts receivable etc. | X | X | X | 41,880,000.00 | Unknown |
| Account No. | | Value \$ 0.00 | | | | | |
| Account No. | | | | | | | |
| Account No. | | Value \$ | | | | | |
| Account No. | | | | | | | |
| Account No. | | Value \$ | | | | | |
| Subtotal (Total of this page) | | | | | | 41,880,000.00 | 0.00 |
| Total (Report on Summary of Schedules) | | | | | | 41,880,000.00 | 0.00 |

0 continuation sheets attached

In re Inn at Woodbridge, Inc.

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

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

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

Domestic support obligations

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

Extensions of credit in an involuntary case

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

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$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).

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

0 continuation sheets attached

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

In re Inn at Woodbridge, Inc.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

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

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

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

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

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|--------------------------------------|------------------------------------|--|--|--------------------------------------|------------------|
| | | H W J C | | | | |
| Account No. A&J Produce Inc. PO Box 326 Asbury Park, NJ 07712 | | - | | | | 769.00 |
| Account No. Abra Fence, Inc. 410 River Drive Garfield, NJ 07026 | | - | | | | 5,248.50 |
| Account No. Aetna PO Box 804735 Chicago, IL 60680-4108 | | - | | | | 33,599.77 |
| Account No. AFI Food Service 1 Ikea Drive Elizabeth, NJ 07207-6070 | | - | | | | 36,865.85 |
| Subtotal (Total of this page) | | | | | | 76,483.12 |

16 continuation sheets attached

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | D I S P U T E D | A M O U N T O F C L A I M |
|--|--------------------------------------|------------------------------------|---|--------------------------------------|---|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | |
| Account No. Agri Exotic Trading, Inc. 700 Route 46 West Suite 5 Clifton, NJ 07013 | - | | | | 4,222.76 |
| Account No. All Jersey Mechanical 77 Cliffwood Avenue Suite 4C Cliffwood, NJ 07721 | - | | | | 10,731.35 |
| Account No. American Hotel Register 16458 Collections Center Drive Chicago, IL 60693 | - | | | | 195.04 |
| Account No. Andon Construction 6 De Forest Avenue Suite 3 East Hanover, NJ 07936 | - | | | | 433,239.00 |
| Account No. Attorney General's Office State of New Jersey-Division of Law Office of Attorney General PO Box 080 Trenton, NJ 08625-0080 | - | | For notice purposes | | Unknown |
| Sheet no. <u>1</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | Subtotal (Total of this page) | 448,388.15 |

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|
| | | H W J C | | | | | |
| Account No. | | | For notice purposes | | | | |
| Attorney General's Office State of New Jersey-Division of Law Richard J. Hughes Justice Complex PO Box 112 Trenton, NJ 08625-0112 | | - | | | | | Unknown |
| Account No. | | | | | | | |
| Billick & Sons, Inc. 615 W. Elizabeth Avenue Linden, NJ 07036 | | - | | | | | 299.60 |
| Account No. | | | | | | | |
| Brothers Management 141 Dunbar Avenue Fords, NJ 08863 | | - | | | | | 1,460.00 |
| Account No. | | | | | | | |
| Brown & Glynn 77 N. Main Street Milltown, NJ 08850 | | - | | | | | 12,000.00 |
| Account No. | | | | | | | |
| Champion Gourmet Prov. 33-63 162nd Street Flushing, NY 11358 | | - | | | | | 2,124.54 |
| Sheet no. <u>2</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | Subtotal (Total of this page) | 15,884.14 |

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

In re Inn at Woodbridge, Inc., Debtor Case No. _____

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | D I S P U T E D | A M O U N T O F C L A I M |
|---|--------------------------------------|------------------------------------|---|--------------------------------------|---|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | |
| Account No. Cintas Corporation #062 PO Box 630803 Cincinnati, OH 45263-0803 | - | | | | 116.00 |
| Account No. Comcast PO Box 69 Newark, NJ 07101-0069 | - | | | | 722.31 |
| Account No. Dashco, Inc. PO Box 5670 New York, NY 10087-5670 | - | | | | 861.11 |
| Account No. DCI Signs and Awnings PO Box 5670 New York, NY 10087-5670 | - | | | | 1,744.10 |
| Account No. Division of Taxation 124 Halsey Street 2nd Floor Newark, NJ 07102 | - | For notice purposes | | | Unknown |
| Sheet no. 3 of 16 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | Subtotal (Total of this page) | 3,443.52 |

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

In re Inn at Woodbridge, Inc., Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D I S P U T E D | U N L I Q U I D A T E D | C O N T I N G E N T | AMOUNT OF CLAIM |
|--|--------------------------------------|------------------------------------|--------------------------------------|--|--|------------------|
| | | H W J C | | | | |
| Account No. E&A Hotel and Restaurant 140 E. Fifth Street PO Box 31 Plainfield, NJ 07061-0031 | - | | | | | 575.83 |
| Account No. ERC Wiping Products, Inc. 19 Bennett Street Lynn, MA 01905 | - | | | | | 149.50 |
| Account No. F & A Distributing Co. Allied Beverage Group 600 Washington Avenue Carlstadt, NJ 07072 | - | | | | | 203.40 |
| Account No. Farmland Dairies, LLC 520 Main Street Wallington, NJ 07057 | - | | | | | 1,826.55 |
| Account No. Foodland 340 Carnegie Avenue Kenilworth, NJ 07033 | - | | | | | 9,788.20 |
| Sheet no. <u>4</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | Subtotal (Total of this page) | 12,543.48 |

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

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | D I S P U T E D | A M O U N T O F C L A I M |
|--|--------------------------------------|------------------------------------|---|--------------------------------------|---|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | |
| Account No. Funktion Studios 402 Main Street Suite 100-290 Metuchen, NJ 08840 | - | | | | 393.75 |
| Account No. G & B Janitorial Supply, Inc. 600 Lincoln Boulevard Middlesex, NJ 08846 | - | | | | 4,364.48 |
| Account No. Garden State Dust Control 7007 Route 38 Merchantville, NJ 08109 | - | | | | 107.75 |
| Account No. General Electric Appliances Co. PO Box 402271 Atlanta, GA 30384-2271 | - | | | | 204.16 |
| Account No. Gesumaria Contracting, Inc. 624 Leesville Avenue Rahway, NJ 07065 | - | | | | 1,230.50 |
| Sheet no. <u>5</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | Subtotal (Total of this page) | 6,300.64 |

In re Inn at Woodbridge, Inc., Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | D I S P U T E D | A M O U N T O F C L A I M |
|--|--------------------------------------|------------------------------------|---|--------------------------------------|---|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | |
| Account No. Gourmet Kitchen 1238 Corlies Avenue Neptune, NJ 07753 | - | | | | 674.43 |
| Account No. Grainger Dept. 806911806 Palatine, IL 60038-0001 | - | | | | 1,116.54 |
| Account No. Guest Supply, Inc. PO Box 910 Monmouth Junction, NJ 08852-0910 | - | | | | 4,892.93 |
| Account No. Haig's Service Corp 211A US Highway 22 East Greenbrook, NJ 08812 | - | | | | 99,894.32 |
| Account No. Harvest Moon Classic 202 Chester Lane Skokie, IL 60076 | - | | | | 504.00 |
| Sheet no. <u>6</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | Subtotal (Total of this page) | 107,082.22 |

In re Inn at Woodbridge, Inc., Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|-----------------|
| | | H W J C | | | | | | |
| Account No. Hoodz 926 Haddonfield Road Suite 379 Cherry Hill, NJ 08002 | | - | | | | | 3,065.55 | |
| Account No. Internal Revenue Service PO Box 7346 Philadelphia, PA 19114 | | - | For notice purposes | | | | Unknown | |
| Account No. Internal Revenue Service District Director 955 Springfield Avenue PO Box 724 Springfield, NJ 07081 | | - | For notice purposes | | | | Unknown | |
| Account No. Internal Revenue Service Special Procedures Branch Att: Bankruptcy Section PO Box 744 Springfield, NJ 07081-0744 | | - | For notice purposes | | | | Unknown | |
| Account No. Jersey Elevator 657 Line Road Matawan, NJ 07747 | | - | | | | | 2,380.96 | |
| Sheet no. <u>7</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 5,446.51 |

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

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | | A M O U N T O F C L A I M |
|--|--------------------------------------|------------------------------------|---|----------------------------------|---|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | |
| Account No. Judicke's Bakery 763 Broadway Bayonne, NJ 07002 | - | | | | 13,897.00 |
| Account No. Lanky's Glass Service 669 State Route 27 Iselin, NJ 08830-1820 | - | | | | 1,132.84 |
| Account No. Liberty Paper 180 West 52nd Street Bayonne, NJ 07002 | - | | | | 628.80 |
| Account No. Lodge Net Entertainment PO Box 952141 Saint Louis, MO 63195-2141 | - | | | | 2,036.31 |
| Account No. Maffy's Security Group 1172 E. Grand Street Elizabeth, NJ 07201 | - | | | | 1,168.02 |
| Sheet no. <u>8</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | Subtotal (Total of this page) | 18,862.97 |

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

In re Inn at Woodbridge, Inc., Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|---|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|------------------|
| | | H W J C | | | | | | |
| Account No. Manhattan Bagel 1199 Amboy Avenue Edison, NJ 08837 | | - | | | | | 325.00 | |
| Account No. Mark's Plumbing Parts PO Box 121554 Fort Worth, TX 76121-1554 | | - | | | | | 775.27 | |
| Account No. Mayfair Provision Co. Inc. 13 N. Michigan Avenue Kenilworth, NJ 07033 | | - | | | | | 11,112.48 | |
| Account No. Metuchen Door and Hardware PO Box 407 25 High Street Metuchen, NJ 08840 | | - | | | | | 1,278.65 | |
| Account No. Midco Waste #689 PO Box 9001099 Louisville, KY 40290-1099 | | - | | | | | 2,108.16 | |
| Sheet no. <u>9</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 15,599.56 |

In re Inn at Woodbridge, Inc., Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | A M O U N T O F C L A I M | |
|--|--------------------------------------|------------------------------------|--|--|--|--------------------------------------|---|-----------------|
| | | H W J C | | | | | | |
| Account No. New Jersey Baking Co. PO Box 24101 Jersey City, NJ 07304 | | - | | | | | 233.52 | |
| Account No. New Jersey Division of Taxation Bankruptcy Section PO Box 245 Trenton, NJ 08695-0245 | | - | For notice purposes | | | | Unknown | |
| Account No. Office Concepts Group 301 Greenwood Avenue Midland Park, NJ 07432 | | - | | | | | 422.29 | |
| Account No. Office of Chief Counsel Internal Revenue Service SB/SE Division Counsel One Newark Center, Suite 1500 Newark, NJ 07102 | | - | For notice purposes | | | | Unknown | |
| Account No. P & A Painters LLC 293 Stevens Avenue South Amboy, NJ 08879 | | - | | | | | 900.00 | |
| Sheet no. <u>10</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | Subtotal (Total of this page) | 1,555.81 |

In re Inn at Woodbridge, Inc., Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | | A M O U N T O F C L A I M |
|---|--------------------------------------|------------------------------------|---|----------------------------------|---|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | |
| Account No. Pechter Baking Co. LLC 840 Jersey Street Harrison, NJ 07029 | - | | | | 667.58 |
| Account No. Precor Incorporated 20031 142nd Avenue NE PO Box 7202 Woodinville, WA 98072 | - | | | | Unknown |
| Account No. Premier Office Supply 326 No. 14th Street Kenilworth, NJ 07033 | - | | | | 637.21 |
| Account No. RC Fine Foods PO Box 236 Belle Mead, NJ 08502 | - | | | | 168.12 |
| Account No. Ricciardi Brothers 1915 Springfield Road Maplewood, NJ 07040 | - | | | | 96.31 |
| Sheet no. <u>11</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | Subtotal (Total of this page) | 1,569.22 |

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

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | | A M O U N T O F C L A I M |
|--|--------------------------------------|------------------------------------|---|----------------------------------|---|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | |
| Account No. Sanolite Corp 26 Papetti Plaza Elizabeth, NJ 07207-0818 | - | | | | 2,664.29 |
| Account No. Scudder's Seafood Market Inc. 494 Avenue C Corner of 22nd Street and Avenue C Bayonne, NJ 07002-5173 | - | | | | 41,633.60 |
| Account No. Sewer Rat PO Box 991 Edison, NJ 08818 | - | | | | 1,685.25 |
| Account No. Shorepoint PO Box 275 Adelphia, NJ 07710 | - | | | | 254.50 |
| Account No. Sipos Bakery 365 Smith Street Perth Amboy, NJ 08861-3921 | - | | | | 4,075.00 |
| Sheet no. <u>12</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | Subtotal (Total of this page) | 50,312.64 |

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

In re Inn at Woodbridge, Inc., Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|--------------------------------------|------------------------------------|--|--|--------------------------------------|-----------------|
| | | H W J C | | | | |
| Account No. Spectrum Division-R&R Marketing PO Box 8128 Trenton, NJ 08650 | - | | | | | 1,319.37 |
| Account No. State of New Jersey Division of Taxation Sales & Use Tax PO Box 999 Trenton, NJ 08625-0999 | - | For notice purposes | | | | Unknown |
| Account No. State of New Jersey Division of Taxation-Gross Income Tax PO Box 269 50 Barrack Street Trenton, NJ 08625-0269 | - | For notice purposes | | | | Unknown |
| Account No. State of New Jersey-Dept of Labor Division of Employer Accounts Att: Stanley A. Cooper PO Box 379 Trenton, NJ 08625 | - | For notice purposes | | | | Unknown |
| Account No. Summit Paper Company PO Box 750 Summit, NJ 07902 | - | | | | | 8,192.40 |
| Sheet no. <u>13</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | Subtotal (Total of this page) | 9,511.77 |

In re Inn at Woodbridge, Inc., Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | D I S P U T E D | U N L I Q U I D A T E D | A M O U N T O F C L A I M | |
|---|--------------------------------------|------------------------------------|--------------------------------------|--|---|--|
| | | H W J C | | | | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. |
| Account No. Sysco Metro New York 20 Theodore Conrad Drive Jersey City, NJ 07305 | - | | | | 1,415.67 | |
| Account No. Terranova Landscapes, Inc. 1 Wilcox Avenue Center Moriches, NY 11934 | - | | | | 1,819.00 | |
| Account No. The Classic Dezert Co. PO Box 179 Mount Holly, NJ 08060 | - | | | | 279.50 | |
| Account No. Tour Connection 125 Walnut Road Rochester, MI 48307 | - | | | | 3,194.00 | |
| Account No. Travelclick, Inc. 300 N. Martingale Road Suite 500 Schaumburg, IL 60173 | - | | | | 6,741.00 | |
| Sheet no. <u>14</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | Subtotal (Total of this page) | 13,449.17 |

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|--------------------------------------|------------------------------------|--|--|--------------------------------------|-----------------|
| | | H W J C | | | | |
| Account No. U.S. Security Association Inc. PO Box 931703 Atlanta, GA 31193 | - | | | | | 2,325.87 |
| Account No. United States Attorney (For Internal Revenue Service) 970 Broad Street, 5th Floor Newark, NJ 07102 | - | For notice purposes | | | | Unknown |
| Account No. US Environmental Protection Agency Region 2 290 Broadway, 17th Floor New York, NY 10007-1866 | - | For notice purposes | | | | Unknown |
| Account No. Verizon Business PO Box 382040 Pittsburgh, PA 15251-8040 | - | | | | | 552.06 |
| Account No. Verizon Wireless PO Box 408 Newark, NJ 07101-0408 | - | | | | | 359.63 |
| Sheet no. <u>15</u> of <u>16</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | Subtotal (Total of this page) | 3,237.56 |

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

In re Inn at Woodbridge, Inc., Case No. _____
 Debtor

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

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | Husband, Wife, Joint, or Community | | | A M O U N T O F C L A I M |
|--|--------------------------------------|------------------------------------|---|--|---|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | |
| Account No. W.B. Mason Company Inc. PO Box 55840 Boston, MA 02205 | - | | | | 475.14 |
| Account No. West Sanitation Service Inc. 218 Beaumont Drive Baton Rouge, LA 70806-1427 | - | | | | 129.20 |
| Account No. | | | | | |
| Account No. | | | | | |
| Account No. | | | | | |

Sheet no. 16 of 16 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **604.34**

Total
(Report on Summary of Schedules) **790,274.82**

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

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

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

| Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract | Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract. |
|---|--|
| Canon | Lease No. 559916 for copier |
| CIT Technology | Lease Nos. 1736118; 900-0154191-000; 900-0181877-000; 900-0174646-000; and 930-0068677-000 for copiers. |
| De Lage Landen Financial Services 1111 Old Eagle School Road Wayne, PA 19087 | Lease for Commercial widescreen LG LCD television Model No. 37LH250LH |
| DeLage Landen 1111 Old Eagle School Road Wayne, PA 19087 | Monthly lease Contract No. 25174996 for Soft Mount UX559V-7 Washer. |
| Hemisphere Hotel Management, Inc. 120 Wood Avenue South Iselin, NJ 08830 | Hotel Management agreement dated February 2003. |
| HP Financial Services 420 Mountain Avenue PO Box 6 New Providence, NJ 07974-0006 | Monthly lease for television. |
| M-Theory Financial Group Contract Department 1820 Industrial Street, Suite 270 Los Angeles, CA 90021 | Monthly lease for Micro systems |
| Macquarie Equipment Finance, LLC 2285 Franklin Road, Suite 100 Bloomfield Hills, MI 48302 | Monthly lease for television |
| Metroplaza Hotel, LLC | Lease between Metroplaza Hotel, LLC and the Inn at Woodbridge, Inc. for hotel operations pledged to WBCMT. |
| Royal Bank America, LP 550 Township Line Road Blue Bell, PA 19422 | Monthly lease for micro system. |
| Vendor Lease Management Group 1719 Route 10 East, Suite 306 Parsippany, NJ 07054 | Monthly lease for banquet chairs |

In re Inn at Woodbridge, Inc. Case No. _____
 Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

| NAME AND ADDRESS OF CODEBTOR | NAME AND ADDRESS OF CREDITOR |
|---|---|
| James Wolosoff Guarantor | WBCMT 2006-C24 Wood Avenue LLC Att: Gloria R. Buckley, Esq. Rubin, Ehrlich & Buckley PC 3150 Brunswick Pike, Suite 310 Lawrence Township, NJ 08648 |
| Metroplaza Hotel, LLC 120 Wood Avenue South Iselin, NJ 08830 | WBCMT 2006-C24 Wood Avenue LLC Att: Gloria R. Buckley, Esq. Rubin, Ehrlich & Buckley PC 3150 Brunswick Pike, Suite 310 Lawrence Township, NJ 08648 |

0 continuation sheets attached to Schedule of Codebtors

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

In re **Inn at Woodbridge, Inc.**

Debtor(s)

Case No.

Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **27** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **December 6, 2012**

Signature **/s/ James Wolosoff**

James Wolosoff

President

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

B7 (Official Form 7) (12/12)

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

In re **Inn at Woodbridge, Inc.**

Debtor(s)

Case No.

Chapter **11**

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any persons in control of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(2), (31).

1. Income from employment or operation of business

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| | |
|------------------------|----------------------------|
| AMOUNT | SOURCE |
| \$12,168,117.00 | 2011 Gross Receipts |
| \$11,755,919.00 | 2010 Gross Receipts |

2. Income other than from employment or operation of business

None

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| | |
|--------|--------|
| AMOUNT | SOURCE |
|--------|--------|

3. Payments to creditors

None **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR | DATES OF PAYMENTS/ TRANSFERS | AMOUNT PAID OR VALUE OF TRANSFERS | AMOUNT STILL OWING |
|------------------------------|---------------------------------|---|--------------------|
|------------------------------|---------------------------------|---|--------------------|

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR | DATE OF PAYMENT | AMOUNT PAID | AMOUNT STILL OWING |
|--|-----------------|-------------|--------------------|
|--|-----------------|-------------|--------------------|

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

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

| CAPTION OF SUIT AND CASE NUMBER | NATURE OF PROCEEDING | COURT OR AGENCY AND LOCATION | STATUS OR DISPOSITION |
|---|-------------------------|--|--------------------------|
| WBCMT 2006-C24 Wood Avenue, LLC v. Metroplaza Hotel, LLC et al. Docket No. F-007163-11 | Foreclosure | Superior Court of New Jersey Chancery Division-Middlesex County | Pending |

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED | DATE OF SEIZURE | DESCRIPTION AND VALUE OF PROPERTY |
|---|-----------------|--------------------------------------|
|---|-----------------|--------------------------------------|

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

5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR OR SELLER | DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN | DESCRIPTION AND VALUE OF PROPERTY |
|--|--|-----------------------------------|
|--|--|-----------------------------------|

6. Assignments and receiverships

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

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

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

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

7. Gifts

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

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

8. Losses

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

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

9. Payments related to debt counseling or bankruptcy

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

| NAME AND ADDRESS OF PAYEE | DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|---|---|--|
| Greenbaum, Rowe, Smith & Davis LLP Metro Corporate Campus One P.O. Box 5600 Woodbridge, NJ 07095 | December 2012 | \$150,000.00 |

10. Other transfers

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

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

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

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

11. Closed financial accounts

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

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

12. Safe deposit boxes

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

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

13. Setoffs

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

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

14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

| | | |
|---------------------------|-----------------------------------|----------------------|
| NAME AND ADDRESS OF OWNER | DESCRIPTION AND VALUE OF PROPERTY | LOCATION OF PROPERTY |
|---------------------------|-----------------------------------|----------------------|

15. Prior address of debtor

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

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

16. Spouses and Former Spouses

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

NAME

17. Environmental Information.

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

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

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

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

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

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

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

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

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

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

18. Nature, location and name of business

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

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

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

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

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

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

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

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

19. Books, records and financial statements

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

| | |
|--|-------------------------|
| NAME AND ADDRESS | DATES SERVICES RENDERED |
| Goldstein Lieberman & Co. LLC 1 International Boulevard, Suite 700 Mahwah, NJ 07495 | |

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

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

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

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

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

| | |
|------------------|-------------|
| NAME AND ADDRESS | DATE ISSUED |
|------------------|-------------|

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

| | | |
|-------------------|----------------------|---|
| DATE OF INVENTORY | INVENTORY SUPERVISOR | DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis) |
|-------------------|----------------------|---|

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

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

21 . Current Partners, Officers, Directors and Shareholders

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

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

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

| | | |
|---|---------------------------------------|--|
| NAME AND ADDRESS | TITLE | NATURE AND PERCENTAGE OF STOCK OWNERSHIP |
| James K. Wolosoff 120 Wood Avenue South Iselin, NJ 08830 | President/Director/Shareholder | 100% Ownership |

22 . Former partners, officers, directors and shareholders

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

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

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

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

23 . Withdrawals from a partnership or distributions by a corporation

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

| | | |
|---|--------------------------------|--|
| NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR | DATE AND PURPOSE OF WITHDRAWAL | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|---|--------------------------------|--|

24. Tax Consolidation Group.

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

| | |
|----------------------------|--------------------------------------|
| NAME OF PARENT CORPORATION | TAXPAYER IDENTIFICATION NUMBER (EIN) |
|----------------------------|--------------------------------------|

25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

| | |
|----------------------|--------------------------------------|
| NAME OF PENSION FUND | TAXPAYER IDENTIFICATION NUMBER (EIN) |
|----------------------|--------------------------------------|

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date December 6, 2012

Signature /s/ James Wolosoff
James Wolosoff
President

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

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

United States Bankruptcy Court
District of New Jersey

In re Inn at Woodbridge, Inc.

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

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

Table with 2 columns: Description and Amount. Rows include: For legal services, I have agreed to accept (\$ 150,000.00), Prior to the filing of this statement I have received (\$ 150,000.00), Balance Due (\$ 0.00).

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

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

Debtor (checked) Other (specify):

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

Debtor (checked) Other (specify):

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

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

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

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

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

CERTIFICATION

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

Dated: December 6, 2012

/s/ David L. Bruck

David L. Bruck 1957
Greenbaum, Rowe, Smith & Davis LLP
Metro Corporate Campus One
P.O. Box 5600
Woodbridge, NJ 07095
(732) 549-5600 Fax: (732) 549-1881

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

In re Inn at Woodbridge, Inc.
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|--|-------------------|-------------------------|---------------------|
| James Wolosoff 120 Wood Avenue South Suite 603 Iselin, NJ 08830 | | 100% | |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date December 6, 2012

Signature /s/ James Wolosoff
James Wolosoff
President

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

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

In re **Inn at Woodbridge, Inc.**

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **December 6, 2012**

/s/ James Wolosoff

James Wolosoff/President

Signer/Title

A&J Produce Inc.
PO Box 326
Asbury Park, NJ 07712

Abra Fence, Inc.
410 River Drive
Garfield, NJ 07026

Aetna
PO Box 804735
Chicago, IL 60680-4108

AFI Food Service
1 Ikea Drive
Elizabeth, NJ 07207-6070

Agri Exotic Trading, Inc.
700 Route 46 West
Suite 5
Clifton, NJ 07013

All Jersey Mechanical
77 Cliffwood Avenue
Suite 4C
Cliffwood, NJ 07721

American Hotel Register
16458 Collections Center Drive
Chicago, IL 60693

Andon Construction
6 De Forest Avenue
Suite 3
East Hanover, NJ 07936

Attorney General's Office
State of New Jersey-Division of Law
Office of Attorney General
PO Box 080
Trenton, NJ 08625-0080

Attorney General's Office
State of New Jersey-Division of Law
Richard J. Hughes Justice Complex
PO Box 112
Trenton, NJ 08625-0112

Billick & Sons, Inc.
615 W. Elizabeth Avenue
Linden, NJ 07036

Brothers Management
141 Dunbar Avenue
Fords, NJ 08863

Brown & Glynn
77 N. Main Street
Milltown, NJ 08850

Canon

Champion Gourmet Prov.
33-63 162nd Street
Flushing, NY 11358

Cintas Corporation #062
PO Box 630803
Cincinnati, OH 45263-0803

CIT Technology

Comcast
PO Box 69
Newark, NJ 07101-0069

Dashco, Inc.
PO Box 5670
New York, NY 10087-5670

DCI Signs and Awnings
PO Box 5670
New York, NY 10087-5670

De Lage Landen Financial Services
1111 Old Eagle School Road
Wayne, PA 19087

DeLage Landen
1111 Old Eagle School Road
Wayne, PA 19087

Division of Taxation
124 Halsey Street
2nd Floor
Newark, NJ 07102

E&A Hotel and Restaurant
140 E. Fifth Street
PO Box 31
Plainfield, NJ 07061-0031

ERC Wiping Products, Inc.
19 Bennett Street
Lynn, MA 01905

F & A Distributing Co.
Allied Beverage Group
600 Washington Avenue
Carlstadt, NJ 07072

Farmland Dairies, LLC
520 Main Street
Wallington, NJ 07057

Foodland
340 Carnegie Avenue
Kenilworth, NJ 07033

Funktion Studios
402 Main Street
Suite 100-290
Metuchen, NJ 08840

G & B Janitorial Supply, Inc.
600 Lincoln Boulevard
Middlesex, NJ 08846

Garden State Dust Control
7007 Route 38
Merchantville, NJ 08109

General Electric Appliances Co.
PO Box 402271
Atlanta, GA 30384-2271

Gesumaria Contracting, Inc.
624 Leesville Avenue
Rahway, NJ 07065

Gourmet Kitchen
1238 Corlies Avenue
Neptune, NJ 07753

Grainger
Dept. 806911806
Palatine, IL 60038-0001

Guest Supply, Inc.
PO Box 910
Monmouth Junction, NJ 08852-0910

Haig's Service Corp
211A US Highway 22 East
Greenbrook, NJ 08812

Harvest Moon Classic
202 Chester Lane
Skokie, IL 60076

Hoodz
926 Haddonfield Road
Suite 379
Cherry Hill, NJ 08002

HP Financial Services
420 Mountain Avenue
PO Box 6
New Providence, NJ 07974-0006

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19114

Internal Revenue Service
District Director
955 Springfield Avenue
PO Box 724
Springfield, NJ 07081

Internal Revenue Service
Special Procedures Branch
Att: Bankruptcy Section
PO Box 744
Springfield, NJ 07081-0744

Jersey Elevator
657 Line Road
Matawan, NJ 07747

Judicke's Bakery
763 Broadway
Bayonne, NJ 07002

Lanky's Glass Service
669 State Route 27
Iselin, NJ 08830-1820

Liberty Paper
180 West 52nd Street
Bayonne, NJ 07002

Lodge Net Entertainment
PO Box 952141
Saint Louis, MO 63195-2141

M-Theory Financial Group
Contract Department
1820 Industrial Street, Suite 270
Los Angeles, CA 90021

Macquarie Equipment Finance, LLC
2285 Franklin Road, Suite 100
Bloomfield Hills, MI 48302

Maffy's Security Group
1172 E. Grand Street
Elizabeth, NJ 07201

Manhattan Bagel
1199 Amboy Avenue
Edison, NJ 08837

Mark's Plumbing Parts
PO Box 121554
Fort Worth, TX 76121-1554

Mayfair Provision Co. Inc.
13 N. Michigan Avenue
Kenilworth, NJ 07033

Metuchen Door and Hardware
PO Box 407
25 High Street
Metuchen, NJ 08840

Midco Waste #689
PO Box 9001099
Louisville, KY 40290-1099

New Jersey Baking Co.
PO Box 24101
Jersey City, NJ 07304

New Jersey Division of Taxation
Bankruptcy Section
PO Box 245
Trenton, NJ 08695-0245

Office Concepts Group
301 Greenwood Avenue
Midland Park, NJ 07432

Office of Chief Counsel
Internal Revenue Service
SB/SE Division Counsel
One Newark Center, Suite 1500
Newark, NJ 07102

P & A Painters LLC
293 Stevens Avenue
South Amboy, NJ 08879

Pechter Baking Co. LLC
840 Jersey Street
Harrison, NJ 07029

Precor Incorporated
20031 142nd Avenue NE
PO Box 7202
Woodinville, WA 98072

Premier Office Supply
326 No. 14th Street
Kenilworth, NJ 07033

RC Fine Foods
PO Box 236
Belle Mead, NJ 08502

Ricciardi Brothers
1915 Springfield Road
Maplewood, NJ 07040

Royal Bank America, LP
550 Township Line Road
Blue Bell, PA 19422

Sanolite Corp
26 Papetti Plaza
Elizabeth, NJ 07207-0818

Scudder's Seafood Market Inc.
494 Avenue C
Corner of 22nd Street and Avenue C
Bayonne, NJ 07002-5173

Sewer Rat
PO Box 991
Edison, NJ 08818

Shorepoint
PO Box 275
Adelphia, NJ 07710

Sipos Bakery
365 Smith Street
Perth Amboy, NJ 08861-3921

Spectrum Division-R&R Marketing
PO Box 8128
Trenton, NJ 08650

State of New Jersey
Division of Taxation
Sales & Use Tax
PO Box 999
Trenton, NJ 08625-0999

State of New Jersey
Division of Taxation-Gross Income Tax
PO Box 269
50 Barrack Street
Trenton, NJ 08625-0269

State of New Jersey-Dept of Labor
Division of Employer Accounts
Att: Stanley A. Cooper
PO Box 379
Trenton, NJ 08625

Summit Paper Company
PO Box 750
Summit, NJ 07902

Sysco Metro New York
20 Theodore Conrad Drive
Jersey City, NJ 07305

Terranova Landscapes, Inc.
1 Wilcox Avenue
Center Moriches, NY 11934

The Classic Dezert Co.
PO Box 179
Mount Holly, NJ 08060

Tour Connection
125 Walnut Road
Rochester, MI 48307

Travelclick, Inc.
300 N. Martingale Road
Suite 500
Schaumburg, IL 60173

U.S. Security Association Inc.
PO Box 931703
Atlanta, GA 31193

United States Attorney
(For Internal Revenue Service)
970 Broad Street, 5th Floor
Newark, NJ 07102

US Environmental Protection Agency
Region 2
290 Broadway, 17th Floor
New York, NY 10007-1866

Vendor Lease Management Group
1719 Route 10 East, Suite 306
Parsippany, NJ 07054

Verizon Business
PO Box 382040
Pittsburgh, PA 15251-8040

Verizon Wireless
PO Box 408
Newark, NJ 07101-0408

W.B. Mason Company Inc.
PO Box 55840
Boston, MA 02205

WBCMT 2006-C24 Wood Avenue LLC
Att: Gloria R. Buckley, Esq.
Rubin, Ehrlich & Buckley PC
3150 Brunswick Pike, Suite 310
Lawrence Township, NJ 08648

West Sanitation Service Inc.
218 Beaumont Drive
Baton Rouge, LA 70806-1427

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

In re **Inn at Woodbridge, Inc.**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

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

None [*Check if applicable*]

December 6, 2012

Date

/s/ David L. Bruck

David L. Bruck 1957

Signature of Attorney or Litigant

Counsel for **Inn at Woodbridge, Inc.**

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