

B25B (Official Form 25B) (12/08)

United States Bankruptcy Court
Northern District of New York

In re Adirondack Auto Brokers Inc
Debtor

Case No. 17-10562

Small Business Case under Chapter 11

ADIRONDACK AUTO BROKERS, INC. DISCLOSURE STATEMENT DATED November 9, 2017

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I. INTRODUCTION

This is the disclosure statement (the “Disclosure Statement”) in the small business chapter 11 case of Adirondack Auto Brokers Inc (the Debtor). This Disclosure Statement contains information about the Debtor and describes the Adirondack Auto Brokers Inc Plan (the “Plan”) filed by the Debtor on November 3, 2017. A full copy of the Plan is attached to this Disclosure Statement as Exhibit A. ***Your rights may be affected. You should read the Plan and this Disclosure Statement carefully and discuss them with your attorney. If you do not have an attorney, you may wish to consult one.***

The proposed distributions under the Plan are discussed at pages 7 - 11 of this Disclosure Statement. General unsecured creditors are classified in one Class and will receive a distribution of 5 % of their allowed claims, to be distributed as follows: quarterly payments over a period of 5 years.

A. Purpose of This Document

This Disclosure Statement describes:

- The Debtor and significant events during the bankruptcy case,
- How the Plan proposes to treat claims or equity interests of the type you hold (*i.e.*, what you will receive on your claim or equity interest if the plan is confirmed),
- Who can vote on or object to the Plan,
- What factors the Bankruptcy Court (the “Court”) will consider when deciding whether to confirm the Plan,
- Why the Proponent believes the Plan is feasible, and how the treatment of your claim or equity interest under the Plan compares to what you would receive on your claim or equity interest in liquidation, and
- The effect of confirmation of the Plan.

Be sure to read the Plan as well as the Disclosure Statement. This Disclosure Statement describes the Plan, but it is the Plan itself that will, if confirmed, establish your rights.

B. Deadlines for Voting and Objecting; Date of Plan Confirmation Hearing

The Court has not yet confirmed the Plan described in this Disclosure Statement. This section describes the procedures pursuant to which the Plan will or will not be confirmed.

1. *Time and Place of the Hearing to Finally Approve This Disclosure Statement and] Confirm the Plan*

The hearing at which the Court will determine whether to approve this Disclosure Statement and confirm the Plan will take place on _____, at 10:30 A.M. in the US Bankruptcy Court _____ James T. Foley Courthouse 445 Broadway, Suite 330 Albany, NY 12207.

2. *Deadline For Objecting to the Adequacy of Disclosure*

Objections to this Disclosure Statement must be filed with the Court and served upon the Debtor, the United States Trustee by 7 days prior to the date of the hearing on this Disclosure Statement

3. *Identity of Person to Contact for More Information*

If you want additional information about the Plan, you should contact the Attorney for the Debtor, Richard H. Weiskopf, Esq., at his address at the foot of this document.

C. **Disclaimer**

The Court has conditionally approved this Disclosure Statement as containing adequate information to enable parties affected by the Plan to make an informed judgment about its terms. The Court has not yet determined whether the Plan meets the legal requirements for confirmation, and the fact that the Court has approved this Disclosure Statement does not constitute an endorsement of the Plan by the Court, or a recommendation that it be accepted. [The Court's approval of this Disclosure Statement is subject to final approval at the hearing on the _____ day of _____, 2017. Objections to the adequacy of this Disclosure Statement may be filed until _____ day of _____, 2017.]

II. **BACKGROUND**

A. **Description and History of the Debtor's Business**

The Debtor is a corporation which since 1993, has been in the business of auto parts sales from its business location in Clifton Park NY.. The Debtor specializes in German Auto parts sales and transacts business under the trade name of German Auto Parts. At the time of the filing of the Petition in Bankruptcy the debtor was operating out of a warehouse and office space that was owned by a related entity under a triple net leasing arrangement. Immediately prior to filing the Petition the debtor determined that it could operate more efficiently by ceasing to warehouse the inventory and drop ship from its suppliers. This reduced the payroll substantially and the Debtor's related entity listed the real property for sale. By selling the building and reducing the Debtor's rent per month, another substantial savings was afforded the Debtor. Pursuant to a contract of sale, the building sold in early September and the rental savings is now also in place. This will enable the Debtor to propose a plan of repayment and accurately project income going forward to support the Plan.

B. **Insiders of the Debtor**

Marc Davison President has a salary of \$100,000 per year

Christine Gauss Vice President has a salary of \$78,200 per year

Sofia Marlana Properties, LLC received rental payments for all months leading up to September, 2017

C. **Management of the Debtor Before and During the Bankruptcy**

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During the two years prior to the date on which the bankruptcy petition was filed, the officers, directors, managers or other person in control of the Debtor was:

Mark Davison

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The Manager of the Debtor during the Debtor's chapter 11 case has been: Mark Davison

After the effective date of the order confirming the Plan, the directors, officers, and voting trustees of the Debtor, any affiliate of the Debtor participating in a joint Plan with the Debtor, or successor of the Debtor under the Plan (collectively the "Post Confirmation Managers"), will be: Mark Davison. The responsibilities and compensation of these Post Confirmation Managers are described in this Disclosure Statement.

D. Events Leading to Chapter 11 Filing

After the date that the Debtor began the operational shift to its new model and listed the warehouse property for sale, Bank of America, the primary lender for the Debtor called in its notes and accelerated the balances remaining due.

E. Significant Events During the Bankruptcy Case

- As noted, the related entity sold the warehouse which the debtor was operating from and was paying for all of the expenses. Business operation has proceeded in the ordinary course.
- Other than counsel for the debtor, no professionals have been appointed
- Also as previously noted, the Debtor has taken measures to improve operations and profitability.

F. Projected Recovery of Avoidable Transfers

The Debtor does not intend to pursue preference, fraudulent conveyance, or other avoidance actions. The prepetition payments were to the secured creditor and for contemporaneous transfers with a supplier

G. Claims Objections

Except to the extent that a claim is already allowed pursuant to a final non-appealable order, the Debtor reserves the right to object to claims. Therefore, even if your claim is allowed for voting purposes, you may not be entitled to a distribution if an objection to your claim is later upheld. The procedures for resolving disputed claims are set forth in Article V of the Plan.

H. Current and Historical Financial Conditions

The identity and fair market value of the estate's assets are listed in Exhibit B.

The Debtor's most recent financial statement issued before bankruptcy, is set forth in Exhibit C.

A summary of the Debtor's periodic operating reports filed since the commencement of the Debtor's bankruptcy case is set forth in Exhibit D.

III. SUMMARY OF THE PLAN OF REORGANIZATION AND TREATMENT OF CLAIMS AND EQUITY INTERESTS

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A. What is the Purpose of the Plan of Reorganization?

As required by the Code, the Plan places claims and equity interests in various classes and describes the treatment each class will receive. The Plan also states whether each class of claims or equity interests is impaired or unimpaired. If the Plan is confirmed, your recovery will be limited to the amount provided by the Plan.

B. Unclassified Claims

Certain types of claims are automatically entitled to specific treatment under the Code. They are not considered impaired, and holders of such claims do not vote on the Plan. They may, however, object if, in their view, their treatment under the Plan does not comply with that required by the Code. As such, the Plan Proponent has *not* placed the following claims in any class:

1. *Administrative Expenses*

Administrative expenses are costs or expenses of administering the Debtor's chapter 11 case which are allowed under § 507(a)(2) of the Code. Administrative expenses also include the value of any goods sold to the Debtor in the ordinary course of business and received within 20 days before the date of the bankruptcy petition. The Code requires that all administrative expenses be paid on the effective date of the Plan, unless a particular claimant agrees to a different treatment.

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The following chart lists the Debtor's estimated administrative expenses, and their proposed treatment under the Plan:

Type	Estimated Amount Owed	Proposed Treatment
Expenses Arising in the Ordinary Course of Business After the Petition Date	0.00	Paid in full on the effective date of the Plan, or according to terms of obligation if later
The Value of Goods Received in the Ordinary Course of Business Within 20 Days Before the Petition Date	Already satisfied prepetition	Paid in full on the effective date of the Plan, or according to terms of obligation if later
Professional Fees, as approved by the Court.	Not likely to exceed pre-petition funds which are held in escrow by more than \$10,000.	Paid in full on the effective date of the Plan, or according to separate written agreement, or according to court order if such fees have not been approved by the Court on the effective date of the Plan
Clerk's Office Fees	None	Paid in full on the effective date of the Plan
Other administrative expenses	None	Paid in full on the effective date of the Plan or according to separate written agreement
Office of the U.S. Trustee Fees	current	Paid in full on the effective date of the Plan
TOTAL		

2. Priority Tax Claims

Priority tax claims are unsecured income, employment, and other taxes described by § 507(a)(8) of the Code. Unless the holder of such a § 507(a)(8) priority tax claim agrees otherwise, it must receive the present value of such claim, in regular installments paid over a period not exceeding 5 years from the order of relief.

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The following chart lists the Debtor's estimated § 507(a)(8) priority tax claims and their proposed treatment under the Plan:

Description (name and type of tax)	Estimated Amount Owed	Date of Assessment	Treatment
NYS Sales taxes for the quarter immediately prior to filing was not due until after filing, and will satisfied over 5 years from date of filing	6931.37		Pmt interval =51 months [Monthly] payment =144.92 Begin date =Jan 1, 2018 End date =March 30 2022 Interest Rate % =3% Total Payout Amount = \$7390.92
			Pmt interval = [Monthly] payment = Begin date = End date = Interest Rate % == \$ Total Payout Amount

C. Classes of Claims and Equity Interests

The following are the classes set forth in the Plan, and the proposed treatment that they will receive under the Plan:

1. *Classes of Secured Claims*

Allowed Secured Claims are claims secured by property of the Debtor's bankruptcy estate (or that are subject to setoff) to the extent allowed as secured claims under § 506 of the Code. If the value of the collateral or setoffs securing the creditor's claim is less than the amount of the creditor's allowed claim, the deficiency will be classified as a general unsecured claim.

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The following chart lists all classes containing Debtor=s secured prepetition claims and their proposed treatment under the Plan:

Class #	Description	Insider? (Yes or No)	Impairment	Treatment
1	<p><i>Secured claim of:</i> Bank of America</p> <p>Collateral description: all assets of the debtor</p> <p>Allowed Secured Amount \$ 104,000</p> <p>Priority of lien 1st priority</p> <p>Principal owed : \$ 502,790.05 Pre- pet. Arrearage: None</p>	No	impaired	<p>[Monthly] Pmt =1903.61</p> <p>Pmts Begin =January 1, 2018</p> <p>Pmts End =December 31, 2022</p> <p>[Balloon pmt] =</p> <p>Interest rate % 3.75 =</p> <p>Treatment of Lien =</p> <p>[Additional payment =</p>
	<p><i>Secured claim of:</i> Name =</p> <p>Collateral description =</p> <p>Allowed Secured Amount = \$</p> <p>Priority of lien =</p> <p>Principal owed = \$ Pre- pet. arrearage = \$</p> <p>Total claim = \$</p>		[State whether impaired or unimpaired]	<p>Monthly Pmt =</p> <p>Pmts Begin =</p> <p>Pmts End =</p> <p>[Balloon pmt] =</p> <p>Interest rate % =</p> <p>Treatment of Lien =</p> <p>[Additional payment = required to cure</p>

2. Classes of Priority Unsecured Claims

Certain priority claims that are referred to in §§ 507(a)(1), (4), (5), (6), and (7) of the Code are required to be placed in classes. The Code requires that each holder of such a claim receive cash on the effective date of the Plan equal to the allowed amount of such claim. However, a class of holders of such claims may vote to accept different treatment.

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The following chart lists all classes containing claims under §§ 507(a)(1), (4), (5), (6), and (a)(7) of the Code and their proposed treatment under the Plan: None

3. *Class of General Unsecured Claims*

General unsecured claims are not secured by property of the estate and are not entitled to priority under § 507(a) of the Code.

The following chart identifies the Plan's proposed treatment of the Class:

Class #	Description	Impairment	Treatment
2	General Unsecured Class	impaired	Quarterly Pmt = \$1950 Pmts Begin = April 1, 2018 Pmts End = December 31, 2022 [Balloon pmt] Estimated percent of claim paid = 5% =

4. *Class of Equity Interest Holders*

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Equity interest holders are parties who hold an ownership interest (*i.e.*, equity interest) in the Debtor. In a corporation, entities holding preferred or common stock are equity interest holders. In a partnership, equity interest holders include both general and limited partners. In a limited liability company (“LLC”), the equity interest holders are the members. Finally, with respect to an individual who is a debtor, the Debtor is the equity interest holder.

The following chart sets forth the Plan’s proposed treatment of the class of equity interest holders:

Class #	Description	Impairment	Treatment
3	Equity interest holders	impaired	No payment to the class; the class will fund \$5,000 into the Debtor to continue its interest,

D. Means of Implementing the Plan

1. Source of Payments

Payments and distributions under the Plan will be funded by the following: the business revenues of the Debtor together with the infusion from the Equity interest holders.

2. Post-confirmation Management

The Post-Confirmation Managers of the Debtor, and their compensation, shall be as follows:

Name	Affiliations	Insider (yes or no)?	Position	Compensation
Mark Davison	Equity interest holder	Yes	President	\$8333.34 monthly
Christine Gauss	Equity interest holder	yes	Vice President	\$6516.66 monthly

E. Risk Factors

The proposed Plan has the following risks:

The revised business model has reduced the risks to the ongoing business operation of the debtor. Future risk relates to others entering the specialized field of operation with competition factors that are unknown to the Debtor

F. Executory Contracts and Unexpired Leases

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The Plan, in Exhibit 5.1, lists all executory contracts and unexpired leases that the Debtor will assume under the Plan. Assumption means that the Debtor has elected to continue to perform the obligations under such contracts and unexpired leases, and to cure defaults of the type that must be cured under the Code, if any. Exhibit 5.1 also lists how the Debtor will cure and compensate the other party to such contract or lease for any such defaults.

If you object to the assumption of your unexpired lease or executory contract, the proposed cure of any defaults, or the adequacy of assurance of performance, you must file and serve your objection to the Plan within the deadline for objecting to the confirmation of the Plan, unless the Court has set an earlier time.

All executory contracts and unexpired leases that are not listed in Exhibit 5.1 will be rejected under the Plan. Consult your adviser or attorney for more specific information about particular contracts or leases.

If you object to the rejection of your contract or lease, you must file and serve your objection to the Plan within the deadline for objecting to the confirmation of the Plan.

Any claim based on the rejection of a contract or lease will be barred if the proof of claim is not timely filed, unless the Court orders otherwise.

G. Tax Consequences of Plan

Creditors and Equity Interest Holders Concerned with How the Plan May Affect Their Tax Liability Should Consult with Their Own Accountants, Attorneys, and/or Advisors.

Cash on hand on effective date of the Plan:	\$27,000
<i>Less</i> B	
Amount of administrative expenses payable on effective date of the Plan	-0.00
Amount of statutory costs and charges	0.00
	-
Amount of cure payments for executory contracts	0.00
	-
Other Plan Payments due on effective date of the Plan	0.00
	\$27,000
Balance after paying these amounts.....	\$27,000

The sources of the cash Debtor will have on hand by the effective date of the Plan are estimated as follows:

\$ 10,000	Cash in Debtor's bank account now
+ 12,000	Additional cash Debtor will accumulate from net earnings between now and effective date of the Plan [state the basis for such projections]

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+0.00	Borrowing [separately state terms of repayment]
+5,000	Capital Contributions
+0.00	Other
\$27,000	Total [This number should match “cash on hand” figure noted above]

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Exhibit G B Projections of Cash Flow and Earnings for Post-Confirmation Period

IV. CONFIRMATION REQUIREMENTS AND PROCEDURES

To be confirmable, the Plan must meet the requirements listed in §§ 1129(a) or (b) of the Code. These include the requirements that: the Plan must be proposed in good faith; at least one impaired class of claims must accept the plan, without counting votes of insiders; the Plan must distribute to each creditor and equity interest holder at least as much as the creditor or equity interest holder would receive in a chapter 7 liquidation case, unless the creditor or equity interest holder votes to accept the Plan; and the Plan must be feasible. These requirements are not the only requirements listed in § 1129, and they are not the only requirements for confirmation.

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A. Who May Vote or Object

Any party in interest may object to the confirmation of the Plan if the party believes that the requirements for confirmation are not met.

Many parties in interest, however, are not entitled to vote to accept or reject the Plan. A creditor or equity interest holder has a right to vote for or against the Plan only if that creditor or equity interest holder has a claim or equity interest that is both (1) allowed or allowed for voting purposes and (2) impaired.

In this case, the Plan Proponent believes that classes 2, 3 and 4 are impaired and that holders of claims in each of these classes are therefore entitled to vote to accept or reject the Plan.

1. *What Is an Allowed Claim or an Allowed Equity Interest?*

Only a creditor or equity interest holder with an allowed claim or an allowed equity interest has the right to vote on the Plan. Generally, a claim or equity interest is allowed if either (1) the Debtor has scheduled the claim on the Debtor's schedules, unless the claim has been scheduled as disputed, contingent, or unliquidated, or (2) the creditor has filed a proof of claim or equity interest, unless an objection has been filed to such proof of claim or equity interest. When a claim or equity interest is not allowed, the creditor or equity interest holder holding the claim or equity interest cannot vote unless the Court, after notice and hearing, either overrules the objection or allows the claim or equity interest for voting purposes pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure.

The deadline for filing a proof of claim in this case was September 26, 2017

2. *What Is an Impaired Claim or Impaired Equity Interest?*

As noted above, the holder of an allowed claim or equity interest has the right to vote only if it is in a class that is *impaired* under the Plan. As provided in § 1124 of the Code, a class is considered impaired if the Plan alters the legal, equitable, or contractual rights of the members of that class.

3. *Who is Not Entitled to Vote*

The holders of the following five types of claims and equity interests are *not* entitled to vote:

- holders of claims and equity interests that have been disallowed by an order of the Court;
- holders of other claims or equity interests that are not “allowed claims” or “allowed equity interests” (as discussed above), unless they have been “allowed” for voting purposes.
- holders of claims or equity interests in unimpaired classes;

B25B (Official Form 25B) (12/08) – Cont.

- holders of claims entitled to priority pursuant to §§ 507(a)(2), (a)(3), and (a)(8) of the Code; and
- holders of claims or equity interests in classes that do not receive or retain any value under the Plan;
- administrative expenses.

Even If You Are Not Entitled to Vote on the Plan, You Have a Right to Object to the Confirmation of the Plan and to the Adequacy of the Disclosure Statement.

4. *Who Can Vote in More Than One Class*

A creditor whose claim has been allowed in part as a secured claim and in part as an unsecured claim, or who otherwise hold claims in multiple classes, is entitled to accept or reject a Plan in each capacity, and should cast one ballot for each claim.

B. *Votes Necessary to Confirm the Plan*

If impaired classes exist, the Court cannot confirm the Plan unless (1) at least one impaired class of creditors has accepted the Plan without counting the votes of any insiders within that class, and (2) all impaired classes have voted to accept the Plan, unless the Plan is eligible to be confirmed by cram down on non-accepting classes, as discussed later in Section [B.2.].

1. *Votes Necessary for a Class to Accept the Plan*

A class of claims accepts the Plan if both of the following occur: (1) the holders of more than one-half (1/2) of the allowed claims in the class, who vote, cast their votes to accept the Plan, and (2) the holders of at least two-thirds (2/3) in dollar amount of the allowed claims in the class, who vote, cast their votes to accept the Plan.

A class of equity interests accepts the Plan if the holders of at least two-thirds (2/3) in amount of the allowed equity interests in the class, who vote, cast their votes to accept the Plan.

2. *Treatment of Nonaccepting Classes*

Even if one or more impaired classes reject the Plan, the Court may nonetheless confirm the Plan if the nonaccepting classes are treated in the manner prescribed by § 1129(b) of the Code. A plan that binds nonaccepting classes is commonly referred to as a cram down plan. The Code allows the Plan to bind nonaccepting classes of claims or equity interests if it meets all the requirements for consensual confirmation except the voting requirements of § 1129(a)(8) of the Code, does not discriminate unfairly and is fair and equitable toward each impaired class that has not voted to accept the Plan.

You should consult your own attorney since a cramdown confirmation will affect your claim or equity interest, as the variations on this general rule are numerous and complex.

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C. Liquidation Analysis

To confirm the Plan, the Court must find that all creditors and equity interest holders who do not accept the Plan will receive at least as much under the Plan as such claim and equity interest holders would receive in a chapter 7 liquidation. A liquidation analysis is attached to this Disclosure Statement as Exhibit E.

D. Feasibility

The Court must find that confirmation of the Plan is not likely to be followed by the liquidation, or the need for further financial reorganization, of the Debtor or any successor to the Debtor, unless such liquidation or reorganization is proposed in the Plan.

1. *Ability to Initially Fund Plan*

The Plan Proponent believes that the Debtor will have enough cash on hand on the effective date of the Plan to pay all the claims and expenses that are entitled to be paid on that date. Tables showing the amount of cash on hand on the effective date of the Plan, and the sources of that cash are attached to this disclosure statement as Exhibit F.

2. *Ability to Make Future Plan Payments And Operate Without Further Reorganization*

The Plan Proponent must also show that it will have enough cash over the life of the Plan to make the required Plan payments.

The Plan Proponent has provided projected financial information. Those projections are listed in Exhibit G.

The Plan Proponent's financial projections show that the Debtor will have an aggregate annual average cash flow, after paying operating expenses and post-confirmation taxes, of \$120,000. The final Plan payment is expected to be paid on January 1, 2023. This is borne out by the operating reports filed and the fact that the warehouse building of the related entity was sold in September, 2017.

You Should Consult with Your Accountant or other Financial Advisor If You Have Any Questions Pertaining to These Projections.

V. EFFECT OF CONFIRMATION OF PLAN

A. DISCHARGE OF DEBTOR

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Discharge. On substantial consummation of the Plan, the Debtor shall be discharged from any debt that arose before confirmation of the Plan, subject to the occurrence of the effective date, to the extent specified in § 1141(d)(1)(A) of the Code, except that the Debtor shall not be discharged of any debt (i) imposed by the Plan, (ii) of a kind specified in § 1141(d)(6)(A) if a timely complaint was filed in accordance with Rule 4007(c) of the Federal Rules of Bankruptcy Procedure, or (iii) of a kind specified in § 1141(d)(6)(B). After the effective date of the Plan your claims against the Debtor will be limited to the debts described in clauses (i) through (iii) of the preceding sentence.

B. Modification of Plan

The Plan Proponent may modify the Plan at any time before confirmation of the Plan. However, the Court may require a new disclosure statement and/or re-voting on the Plan.


The Plan Proponent may also seek to modify the Plan at any time after confirmation only if (1) the Plan has not been substantially consummated *and* (2) the Court authorizes the proposed modifications after notice and a hearing.

C. Final Decree

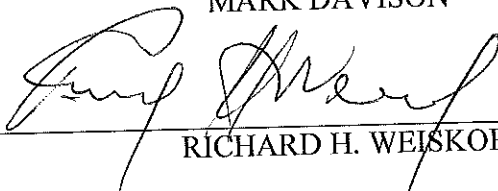
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Once the estate has been fully administered, as provided in Rule 3022 of the Federal Rules of Bankruptcy Procedure, the Plan Proponent, or such other party as the Court shall designate in the Plan Confirmation Order, shall file a motion with the Court to obtain a final decree to close the case. Alternatively, the Court may enter such a final decree on its own motion.

VI. OTHER PLAN PROVISIONS



MARK DAVISON



RICHARD H. WEISKOPF

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EXHIBITS

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Exhibit A Copy of Proposed Plan of Reorganization

B25A (Official Form 25A) (12/11)

United States Bankruptcy Court

District of _____

In re Adirondack Auto Brokers Inc Case No. 17-10562 Debtor
Small Business Case under Chapter 11

ADIRONDACK AUTO BROKERS INC. PLAN DATED November 9, 2017

ARTICLE I
SUMMARY

This Plan of Reorganization (the "Plan") under chapter 11 of the Bankruptcy Code (the "Code") proposes to pay creditors of Adirondack Auto Brokers Inc (the "Debtor") from prospective revenues from business operations.

This Plan provides for 1 class of secured claims; 2 classes of priority and unsecured claims; and 1 class of equity security holders. Unsecured creditors holding allowed claims will receive distributions of 5%, and administrative claims, which the proponent of this Plan has valued at approximately \$10,000 upon agreement over time, if owed.

All creditors and equity security holders should refer to Articles III through VI of this Plan for information regarding the precise treatment of their claim. A disclosure statement that provides more detailed information regarding this Plan and the rights of creditors and equity security holders has been circulated with this Plan. **Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one. If you do not have an attorney, you may wish to consult one.**

ARTICLE II
CLASSIFICATION OF CLAIMS AND INTERESTS

- 2.01 Class 1. All allowed claims entitled to priority under § 507 of the Code
- 2.02 Class 2. The claim of Bank of America, to the extent allowed as a secured claim under § 506 of the Code.

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2.03 Class 3. All unsecured claims allowed under § 502 of the Code.

2.04 Class 4. Equity interests of the Debtor.

ARTICLE III
TREATMENT OF ADMINISTRATIVE EXPENSE CLAIMS,
U.S. TRUSTEES FEES, AND PRIORITY TAX CLAIMS

3.1 Unclassified Claims. Under section §1123(a)(1), administrative expense claims and priority tax claims are not in classes.

3.2 Administrative Expense Claims. Each holder of an administrative expense claim allowed under § 503 of the Code, will be paid in full on the effective date of this Plan (as defined in Article VII), in cash, or upon such other terms as may be agreed upon by the holder of the claim and the Debtor.

3.3 Priority Tax Claims. Each holder of a priority tax claim will be paid [specify terms of treatment consistent with § 1129(a)(9)(C) of the Code].

3.4 United States Trustee Fees. All fees required to be paid by 28 U.S.C. §1930(a)(6) (U.S. Trustee Fees) will accrue and be timely paid until the case is closed, dismissed, or converted to another chapter of the Code. Any U.S. Trustee Fees owed on or before the effective date of this Plan will be paid on the effective date.

ARTICLE IV
TREATMENT OF CLAIMS AND INTERESTS UNDER THE PLAN

4.01 Claims and interests shall be treated as follows under this Plan:

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Class	Impairment	Treatment
Class 1 - Priority Claims	unimpaired	Payment to New York State Taxation and Finance the sum of \$6931.37 by paying \$144.92 monthly for a period of 51 months .
Class 2 – Secured Claim of Bank of America	impaired	\$1903.61 will be paid monthly over a period of 60 months
Class 3 - General Unsecured Creditors	impaired	Quarterly payments of \$1950 to be distributed to unsecured creditors whose claims are not disputed so that each creditor shall receive 5% repayment on their claim over a period of 60 months
Class 4 - Equity Security Holders of the Debtor	impaired	No distribution to Class 4 creditors and infusion of \$5000 by the class to retain their equity interest in the Debtor

ARTICLE V
ALLOWANCE AND DISALLOWANCE OF CLAIMS

5.1 Disputed Claim. A disputed claim is a claim that has not been allowed or disallowed [by a final non-appealable order], and as to which either: (i) a proof of claim has been filed or deemed filed, and the Debtor or another party in interest has filed an objection; or (ii) no proof of claim has been filed, and the Debtor has scheduled such claim as disputed, contingent, or unliquidated.

5.2 Delay of Distribution on a Disputed Claim. No distribution will be made on account of a disputed claim unless such claim is allowed by a final non-appealable order.

5.3 Settlement of Disputed Claims. The Debtor will have the power and authority to settle and compromise a disputed claim with court approval and compliance with Rule 9019 of the Federal Rules of Bankruptcy Procedure.

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ARTICLE VI
PROVISIONS FOR EXECUTORY CONTRACTS AND UNEXPIRED LEASES

6.1 Assumed Executory Contracts and Unexpired Leases.

(a) The Debtor assumes the following executory contracts and/or unexpired leases effective upon the the date of the entry of the order confirming this Plan: None

ARTICLE VII
MEANS FOR IMPLEMENTATION OF THE PLAN

Current management of the Debtor will continue in place and the business operation over the next five years will provide adequate revenues to fund the payments that are due pursuant to this Plan.

ARTICLE VIII
GENERAL PROVISIONS

8.1 Definitions and Rules of Construction. The definitions and rules of construction set forth in §§ 101 and 102 of the Code shall apply when terms defined or construed in the Code are used in this Plan, and they are supplemented by the following definitions: None

8.2 Effective Date of Plan. The effective date of this Plan is the first business day following the date that is fourteen days after the entry of the order of confirmation. If, however, a stay of the confirmation order is in effect on that date, the effective date will be the first business day after the date on which the stay of the confirmation order expires or is otherwise terminated.

B25A (Official Form 25A) (12/11) - Cont.

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8.3 Severability. If any provision in this Plan is determined to be unenforceable, the determination will in no way limit or affect the enforceability and operative effect of any other provision of this Plan.

8.4 Binding Effect. The rights and obligations of any entity named or referred to in this Plan will be binding upon, and will inure to the benefit of the successors or assigns of such entity.

8.5 Captions. The headings contained in this Plan are for convenience of reference only and do not affect the meaning or interpretation of this Plan.

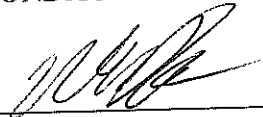
[8.06 Controlling Effect. Unless a rule of law or procedure is supplied by federal law (including the Code or the Federal Rules of Bankruptcy Procedure), the laws of the State of New York govern this Plan and any agreements, documents, and instruments executed in connection with this Plan, except as otherwise provided in this Plan.

ARTICLE IX

DISCHARGE

Discharge. On the confirmation date of this Plan, the debtor will be discharged from any debt that arose before confirmation of this Plan, subject to the occurrence of the effective date, to the extent specified in § 1141(d)(1)(A) of the Code, except that the Debtor will not be discharged of any debt: (i) imposed by this Plan; (ii) of a kind specified in § 1141(d)(6)(A) if a timely complaint was filed in accordance with Rule 4007(c) of the Federal Rules of Bankruptcy Procedure; or (iii) of a kind specified in § 1141(d)(6)(B).

Respectfully submitted,
ADIRONDACK AUTO BROKERS, INC.

By: 
MARK DAVISON

By: 
RICHARD H. WEISKOPF, ESQ.

B25B (Official Form 25B) (12/08) – Cont.

Exhibit B Identity and Value of Material Assets of Debtor

Inventory	\$76,863
Cash	\$ 4,126
Office furniture and equipment	\$ 5,200
Warehouse machinery	\$ 3,205

Since filing, debtor is no longer warehousing inventory. At present there is no inventory and no warehouse machinery.

B25B (Official Form 25B) (12/08) – Cont.

Exhibit C Prepetition Financial Statements

ADIRONDACK AUTO BROKERS (AAA)

		Period to Date	% of Revenue	Year to Date	% of Revenue
Revenue					
40000-0000	Sales- Merchandise	\$ 126,881.03	99.76%	\$ 2,307,190.08	99.53%
40600-0000	Sales-Freight Reimbursed	\$ 307.56	0.24%	\$ 10,840.09	0.47%
49000-0000	Sales Discounts	\$ 0.00	0.00%	\$ -8.45	0.00%
Total Revenue:		\$ 127,188.59	100.00%	\$ 2,318,021.72	100.00%
Cost of Sales					
50000-0000	Cost of Goods Sold	\$ 59,783.45	47.00%	\$ 1,148,882.69	49.56%
50055-0000	Allowance damaged inv. items	\$ 162.52	0.13%	\$ 3,744.16	0.16%
51000-0000	COGS - Misc parts	\$ 20,663.25	16.25%	\$ 315,389.56	13.61%
57500-0000	Cost of Sales- Freight	\$ 2,862.98	2.25%	\$ 25,172.08	1.09%
Total Cost of Sales:		\$ 83,472.20	65.63%	\$ 1,493,188.49	64.42%
Gross Profit:		\$ 43,716.39	34.37%	\$ 824,833.23	35.58%
Expenses					
60000-0000	Advertising Expense	\$ 1,032.31	0.81%	\$ 13,824.92	0.60%
60050-0000	promotional expense	\$ 230.00	0.18%	\$ 20,170.45	0.87%
60055-0000	promo freight	\$ 0.00	0.00%	\$ 107.83	0.00%
60060-0000	Free Freight	\$ 195.44	0.15%	\$ 3,787.33	0.16%
60090-0000	match freight costs	\$ 0.00	0.00%	\$ 57.24	0.00%
60111-0000	scrap inventory	\$ 0.00	0.00%	\$ 496.47	0.02%
61500-0000	Bad Debt Expense	\$ 277.45	0.22%	\$ 2,376.69	0.10%
61600-0000	Credit Card Processing Fees	\$ 4,391.51	3.45%	\$ 63,038.29	2.72%
62000-0000	Bank Charges	\$ 32.60	0.03%	\$ 946.83	0.04%
62500-0000	Cash Over and Short	\$ 0.00	0.00%	\$ 150.25	0.01%
64500-0000	Dues and Subscriptions Exp	\$ 60.00	0.05%	\$ 2,131.03	0.09%
67000-0000	Insurance Expense	\$ 0.00	0.00%	\$ 3,617.37	0.16%
67100-0000	Insurance - AFLAC (DBL)	\$ 0.00	0.00%	\$ -76.36	0.00%
67200-0000	Hospitalization	\$ 2,147.05	1.69%	\$ 35,014.37	1.51%
67300-0000	Workers Compensation Insurance	\$ 1,078.29	0.85%	\$ 10,307.40	0.44%
67400-0000	Dental Insurance	\$ 221.15	0.17%	\$ -541.37	-0.02%
67500-0000	Interest Expense	\$ 1,000.00	0.79%	\$ 7,699.29	0.33%
67600-0000	Internet service expense	\$ 614.95	0.48%	\$ 9,999.36	0.43%
68000-0000	Laundry and Cleaning Exp	\$ 0.00	0.00%	\$ 1,425.98	0.06%
68500-0000	Legal and Professional Expense	\$ 0.00	0.00%	\$ 5,213.51	0.22%
68600-0000	Payroll service fees	\$ 320.00	0.25%	\$ 1,760.00	0.08%
68700-0000	IT Support	\$ 0.00	0.00%	\$ 19,725.00	0.85%
70000-0000	Maintenance Expense	\$ 35.00	0.03%	\$ 5,390.90	0.23%
70500-0000	Meals Exp	\$ 41.26	0.03%	\$ 1,764.88	0.08%
71000-0000	Office supplies exp.	\$ 325.83	0.26%	\$ 1,654.50	0.07%
71600-0000	Property taxes	\$ 0.00	0.00%	\$ 7,022.20	0.30%
71999-0000	Software expense	\$ 633.80	0.50%	\$ 7,442.51	0.32%
72000-0000	Payroll Tax Expense	\$ 2,377.46	1.87%	\$ 35,781.19	1.54%
72500-0000	Penalties and Fines Exp	\$ 2,843.23	2.24%	\$ 20,224.04	0.87%
73000-0000	Pension/Profit-Sharing Plan Ex	\$ 529.03	0.42%	\$ 9,502.97	0.41%
74000-0000	Rent or Lease Expense	\$ 5,000.00	3.93%	\$ 81,200.00	3.50%
74500-0000	Repairs Expense	\$ 21.00	0.02%	\$ 1,274.52	0.05%
75300-0000	computer supply/product	\$ 77.97	0.06%	\$ 77.97	0.00%
75500-0000	Supplies Expense	\$ 259.08	0.20%	\$ 753.68	0.03%
75700-0000	Supplies Expense, Packing	\$ 1,231.02	0.97%	\$ 15,856.11	0.68%
76000-0000	Telephone Expense	\$ 443.92	0.35%	\$ 6,075.05	0.26%
76100-0000	Cell Phone Expense	\$ 288.45	0.23%	\$ 3,652.00	0.16%
76500-0000	Travel Expense	\$ 0.00	0.00%	\$ 1,594.88	0.07%
76600-0000	Fuel expense	\$ 150.12	0.12%	\$ 2,469.27	0.11%
77000-0000	Utilities Expense	\$ 731.55	0.58%	\$ 12,126.02	0.52%
77550-0000	Gross Wages-Other	\$ 33,055.48	25.99%	\$ 462,770.72	19.96%
78000-0000	Waste removal expense	\$ 184.64	0.15%	\$ 2,756.00	0.12%
90100-0000	Interest Income	\$ -0.07	0.00%	\$ -0.98	0.00%
90200-0000	gym membership	\$ 237.00	0.19%	\$ 878.70	0.04%
Total Expenses:		\$ 60,066.52	47.23%	\$ 881,499.01	38.03%
Net Income from Operations:		\$ -16,350.13	-12.86%	\$ -56,665.78	-2.44%

ADIRONDACK AUTO BROKERS (AAA)

	Period to Date	% of Revenue	Year to Date	% of Revenue
Earnings before Income Tax:	\$ -16,350.13	-12.86%	\$ -56,665.78	-2.44%
Net Income (Loss):	\$ -16,350.13	-12.86%	\$ -56,665.78	-2.44%

B25B (Official Form 25B) (12/08) – Cont.

Exhibit D B Summary of Post petition Operating Reports

Debtor has filed its monthly operating reports and revenue is stable averaging \$146,380 per month. Expenses are decreasing since the change of operation and the first full month of the reduced expenses was October, 2017. Expenses should continue at the October rate or be less. Applying the October expenses which was lower revenue month than the average and applying the ratio to the average yields a surplus of \$2450 for an average revenue month .

B25B (Official Form 25B) (12/08) – Cont.

Exhibit E – Liquidation Analysis

Plan Proponent's Estimated Liquidation Value of Assets

Assets

a. Cash on hand	\$4,126
b. Accounts receivable	\$1,144
c. Inventory	\$76,863
d. Office furniture & equipment	\$5,200
e. Machinery & equipment	\$3,295
f. Automobiles	\$0.00
g. Building & Land	\$0.00
h. Customer list	\$0.00
i. Investment property (such as stocks, bonds or other financial assets)	\$0.00
j. Lawsuits or other claims against third-parties	\$0.00
k. Other intangibles (such as avoiding powers actions)	\$13,650

Total Assets at Liquidation Value **\$104,188**

Less:

Secured creditors recoveries **\$502,790**

Less:

Chapter 7 trustee fees and expenses \$

Less:

Chapter 11 administrative expenses \$

Less:

Priority claims, excluding administrative expense claims \$

[Less:

Debtor=s claimed exemptions] \$

(1) Balance for unsecured claims \$0.00

(2) Total dollar amount of unsecured claims \$778738.26

Percentage of Claims Which Unsecured Creditors Would Receive Or Retain in a Chapter 7 Liquidation: \$0.0%

Percentage of Claims Which Unsecured Creditors Will Receive or Retain under the Plan: 0.0% [Divide (1) by (2)]

5%

B25B (Official Form 25B) (12/08) – Cont.

Exhibit F – Cash on hand on the effective date of the Plan

Antiquated to be approximately \$27,000.

B25B (Official Form 25B) (12/08) – Cont.

Exhibit B Identity and Value of Material Assets of Debtor

B25B (Official Form 25B) (12/08) – Cont.

Exhibit C Prepetition Financial Statements

B25B (Official Form 25B) (12/08) – Cont.

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Exhibit D B Summary of Post petition Operating Reports