

B1 (Official Form 1)(12/11)

**United States Bankruptcy Court
Southern District of New York**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): BAROLO, LTD.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 13-3449331	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): 398 West Broadway New York, NY	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 10012	ZIP Code
County of Residence or of the Principal Place of Business: New York	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):	

<p>Type of Debtor (Form of Organization) (Check one box)</p> <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<p>Nature of Business (Check one box)</p> <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	<p>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
<p>Chapter 15 Debtors</p> <p>Country of debtor's center of main interests:</p> <p>Each country in which a foreign proceeding by, regarding, or against debtor is pending:</p>	<p>Tax-Exempt Entity (Check box, if applicable)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<p>Nature of Debts (Check one box)</p> <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

<p>Filing Fee (Check one box)</p> <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<p>Chapter 11 Debtors</p> <p>Check one box:</p> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). 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).
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<p>Statistical/Administrative Information</p> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	<p>THIS SPACE IS FOR COURT USE ONLY</p>										
<p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input checked="" type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> OVER 100,000</td> </tr> </table>	<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	
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<p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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<p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): BAROLO, LTD.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -		Case Number:	Date Filed:
Location Where Filed:		Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -		Case Number:	Date Filed:
District:		Relationship:	Judge:
Exhibit A		Exhibit B	
(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.		(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 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):
BAROLO, LTD.

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/ Randall S. D. Jacobs
Signature of Attorney for Debtor(s)

Randall S. D. Jacobs
Printed Name of Attorney for Debtor(s)

RANDALL S. D. JACOBS, PLLC
Firm Name

110 Wall Street
11th Floor
New York, NY 10005-3718

Address

Email: rsdjacobs@chapter11esq.com

212 709 8116 Fax: 973 226 8897

Telephone Number

August 8, 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/ Paolo Secondo
Signature of Authorized Individual

Paolo Secondo
Printed Name of Authorized Individual

President
Title of Authorized Individual

August 8, 2012

Date

CORPORATE RESOLUTIONS

BAROLO, LTD.

I, Paolo Secondo, President and sole Director of BAROLO, LTD., a New York corporation (the "Corporation") do hereby certify that the following resolutions were duly adopted by the Board of Directors of the Corporation June 26, 2012 and such resolutions have not been modified, amended or rescinded and are now in full force and effect:

RESOLVED, that the filing by the Corporation of a petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court in the Southern District of New York is hereby approved, and it is further

RESOLVED, that the Director and the President of the Corporation are hereby authorized and directed to retain on behalf of the Corporation to retain Randall S. D. Jacobs, PLLC and such other law firms, accountants, and financial advisors as may be appropriate, to render legal services to, and to represent the Corporation in commencing with any proceedings under the Bankruptcy Code and other related matters in connection therewith, on such terms as the President shall approve; and it is

RESOLVED, that the President or other appropriate officer of the Corporation is authorized and directed to take any and all such further action and to execute and deliver any and all such further instruments and documents and to pay all resulting or related expenses, in each case as in his judgment shall be necessary or desirable, in order to fully carry out the intent and accomplish the purposes of these Resolutions; it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any officer of the Corporation in connection with the reorganization, recapitalization or liquidation of the Corporation or any matters related thereto or by virtue of these Resolutions, are hereby ratified, confirmed and approved.

WITNESS our hands this 26th day of June, 2012

/s/ Paolo Secondo

Paolo Secondo
President and Director

known as one of the most beautiful and best Italian restaurants in New York City, frequented by celebrities, local residents, business men and tourists alike. When I leased the Restaurant I completely gutted the former old warehouse that occupied the premises. I put more than \$3 Million into complete renovations and created a nearly 400 seat restaurant including one of the largest outdoor dining gardens in New York City, seating 200 people; the garden dining room is located at 76 Thompson Street, the parcel adjoining the rear and connected to the main location at 398 West Broadway, New York (collectively, the "Premises"). The outdoor dining room is very busy during warm weather.

3. Over the past 25 years of operations, the Restaurant had only suffered one significant downturn in business: in the aftermath of the September 11, 2001 attack. The general area was closed for months and when access was reopened, our clientele was scarce and afraid to come downtown. In order to survive, I had to reinvest my own money, and also get loans, including one with FEMA/Small Business Administration for over half a million dollars, which is still being repaid.

4. Starting in the year 2004, apparently as a result of the reduced real estate values in the area, the Landlord offered to accept reduced monthly rent payments contrary to the terms in the Lease. I was pleased to accept his offer because our business was still struggling to recover from its losses and reduced volume since 2001. As a result, I began to pay the agreed upon reduced rent amounts to the Landlord which were accepted without objection.

5. When I raised the subject with the Landlord on different occasions, he told me not to worry about the fact that he had agreed to accept less rent than stated in the Lease. However, in

2010 the Landlord suddenly demanded the previously forgiven rent and advised of his intention to collect from the Restaurant through an L&T proceeding. He started an action in Tenant/Landlord Court in June 2010, but he did not proceed with eviction, instead, sought to obtain my agreement to vacate the Premises, apparently in favor of a replacement tenant who was willing to pay far more rent for the vastly improved Premises.

6. In the last several months different people have visited the restaurant with the apparent intention of considering the Premises for their own use. Some of them mentioned to me that they were talking with the Landlord about the Premises.

7. The Landlord himself has explained to me that - although we are paying now according to the lease of approximately \$ 110,000 a month- the Premises were much more valuable now and commands a much higher rent, and he told me of his intention to evict Barolo. I now believe that the Landlord's offer to accept less rent from Barolo for several years was a ploy to later support his attempt to evict Barolo in case the real estate market improved. Subsequently, I have seen an article in the New York Times in which French patisserie Ladouerre has indicated it was going to take the Premises from me for its own business operations.

8. The Restaurant continues to be profitable operating from its valuable leased locations. It has an great reputation for good food and it was built to last for the entire 30 years of its original lease of the entire Premises which does not expire until March 31, 2018.

9. The Restaurant employs 97 full and part-time employees, most of which we have employed for over 10 years and some from its initial opening and is the primary source of income for me and my family.

10. The Restaurant is re-paying the business loans which I have personally guaranteed.

11. For many years, the Restaurant has done business with faithful suppliers who extended credit and who were very supportive of our business in the aftermath of September 11, 2001. They would be significantly damaged by the loss of the business the Restaurant provides to them.

12. See Form 4 in the Petition identifying each of the holders of the 20 largest general unsecured claims against the Debtor.

13. There are two secured claims against the Debtor listed in Schedule D attached to the Petition.

14. A summary of the Debtors' assets and liabilities is set forth in the Schedules attached to the Petition.

15. The Debtor has a single class of common stock issued and outstanding, all of which is held by me as the sole stockholder, officer and director.

16. None of the Debtor's property is in the possession or custody of any custodian, public officer, mortgagee, pledgee, assignee of rents, or secured creditor, or agent for any such entity.

17. The Debtor owns no realty as indicated in Schedule A of the Petition. The Debtor has leased the Premises (the Restaurant location at 398 W. Broadway, New York, NY and rear adjoining garden/dining room located at 76-78 Thompson Street, New York, NY) from 81st and Fifth Realty Co. and Wind Associates, respectively, pursuant to a long term lease since April 1, 1992 which does not expire until March 31, 2018. The Debtor also leases a warehouse for

storage of its wines and liquor inventory at 217 Bank Street, New York. The location of its significant assets and books and records is primarily at the above Restaurant Premises.

18. Each action or proceeding, pending or threatened, against the Debtors or its property are for money damages are listed in the Statement of Financial Affairs, answers to question No. 4.

19. I run the Restaurant business with nearly 100 employees.

20. The estimated amount of the weekly payroll to employees (exclusive of officers, directors, stockholders, partners and members) for the 30-day period following the filing of the chapter 11 petition is \$155,000 a portion of which will not be payable until after the Filing Date.

21. The amount paid and proposed to be paid for services for the 30-day period following the filing of the chapter 11 petition to Mr. Secondo is \$12,000. No financial or business consultant has been retained by the Debtor.

22. A schedule, for the 30-day period following the filing of the chapter 11 petition, of estimated cash receipts and disbursements, net cash gain or loss, obligations and receivables expected to accrue but remaining unpaid, other than professional fees, and any other information relevant to an understanding of the foregoing is as follows: Sales \$650,000; Cost of Goods Sold: \$150,000; Payroll and related: \$ 150,000; Rent \$110,000; Other Expenses: \$115,000 resulting in a net profit of \$115,000 for the period.

/s/ Paolo Secondo
Paolo Secondo

Sworn to before me this th
day of July 2012

/s/ Notary Public
Notary Public

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Southern District of New York**

In re **BAROLO, LTD.**

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) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
81ST & 5TH REALTY, Co. 35 East 21st Street, 3rd Floor NEW YORK, NY 10010	81ST & 5TH REALTY, Co. 35 East 21st Street, 3rd Floor NEW YORK, NY 10010	Lease of retail premises: rent payments claimed by Landlord	Disputed	1,483,320.00
SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010	SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010	Location: 398 West Broadway, New York NY 10012	Disputed	334,851.31 (5,000.00 secured)
NYS DEPT. TAXATION OPTS BUS. ACCTS. REC. MTCMT Albany, NY 12227-0001	NYS DEPT. TAXATION OPTS BUS. ACCTS. REC. MTCMT Albany, NY 12227-0001	Sales Taxes claimed	Disputed	305,788.45
WIND ASSOCIATES 24 East 81st Street New York, NY	WIND ASSOCIATES 24 East 81st Street New York, NY	Leasehold rent	Disputed	161,000.00
IDINE 300 S. Park Road Suite 300 Hollywood, FL 33021	IDINE 300 S. Park Road Suite 300 Hollywood, FL 33021	Services rendered	Disputed	92,046.00
OTTOMANELLI & SONS 285 Bleeker Street NEW YORK, NY 10014	OTTOMANELLI & SONS 285 Bleeker Street NEW YORK, NY 10014	Trade debt		38,746.14
SYSCO FOOD SVCS, NY, LLC 20 Theodore Conrad Drive Liberty Industrial Park JERSEY CITY, NJ 07035	SYSCO FOOD SVCS, NY, LLC 20 Theodore Conrad Drive Liberty Industrial Park JERSEY CITY, NJ 07035	Trade debt		30,011.64
IFI DISTRIBUTION LLC 584 Barclay Avenue STATEN ISLAND, NY 10312	IFI DISTRIBUTION LLC 584 Barclay Avenue STATEN ISLAND, NY 10312	Trade debt		18,299.03
FOX ROTHSCHILD LLP 100 Park Avenue Suite 1500 NEW YORK, NY 10017	FOX ROTHSCHILD LLP 100 Park Avenue Suite 1500 NEW YORK, NY 10017	Services rendered		17,346.04
QUALITY LINEN SUPPLY PO Box 560203 COLLEGE POINT, NY 11356	QUALITY LINEN SUPPLY PO Box 560203 COLLEGE POINT, NY 11356	Services rendered		17,139.16

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

In re **BAROLO, LTD.**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
CAPTAIN'S CHOICE SEAFOOD 113 93rd Street BROOKLYN, NY 11209	CAPTAIN'S CHOICE SEAFOOD 113 93rd Street BROOKLYN, NY 11209	Trade debt		14,097.50
CADET IMPORTS 19 Oxford Avenue YONKERS, NY 10710	CADET IMPORTS 19 Oxford Avenue YONKERS, NY 10710	Goods received		12,265.93
DANIEL O'CONNOR ARCHITECTS 60 Madison Avenue Suite 1020 NEW YORK, NY 10010	DANIEL O'CONNOR ARCHITECTS 60 Madison Avenue Suite 1020 NEW YORK, NY 10010	Services rendered		11,900.00
JOSEPH, HERZFELD, et AL. 233 Broadway New York, NY 10279	JOSEPH, HERZFELD, et AL. 233 Broadway New York, NY 10279	Award of legal fees payable		11,645.00
CONCA D'ORO 72-02 51st Street WOODSIDE, NY 11377	CONCA D'ORO 72-02 51st Street WOODSIDE, NY 11377	Trade debt		11,621.21
CENTRAL SEAFOOD WHOLESALE 9531 Roosevelt Avenue JACKSON HEIGHTS, NY 11372	CENTRAL SEAFOOD WHOLESALE 9531 Roosevelt Avenue JACKSON HEIGHTS, NY 11372	Goods received		10,756.42
MEAT WITHOUT FEET 800 Food Center Drive, #99 BRONX, NY 10474	MEAT WITHOUT FEET 800 Food Center Drive, #99 BRONX, NY 10474	Goods received		10,562.64
FARM FRESH INC. 571 Austin Place BRONX, NY 10455	FARM FRESH INC. 571 Austin Place BRONX, NY 10455	Trade debt		10,120.83
CON EDISON JAF Station PO Box 1702 NY, NY 10116-1702	CON EDISON JAF Station PO Box 1702 NY, NY 10116-1702	Services rendered		9,659.84
WILSON WHOLESALE PRODUCE 104-48 38th Avenue Corona, NY 11368	WILSON WHOLESALE PRODUCE 104-48 38th Avenue Corona, NY 11368	Trade debt		9,577.00

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

In re **BAROLO, LTD.**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

**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 **August 8, 2012**

Signature **/s/ Paolo Secondo**

Paolo Secondo
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
Southern District of New York**

In re BAROLO, LTD.
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	6,427,398.00		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	4		768,086.84	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		305,788.45	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	13		2,044,116.51	
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			6,427,398.00		
Total Liabilities				3,117,991.80	

**United States Bankruptcy Court
Southern District of New York**

In re BAROLO, LTD.
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 BAROLO, LTD. 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
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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 BAROLO, LTD.

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		Location: 398 West Broadway, New York NY 10012	-	5,000.00
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.		Operating checking account:	-	70,000.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		Security Deposit with Landlord: 35 W. 21st Street, NYC	-	445,720.00
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 >	520,720.00
			(Total of this page)	

2 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re BAROLO, LTD. 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.		Location: 398 West Broadway, New York NY 10012; house accounts receivable	-	32,508.00
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.		Location: 398 West Broadway, New York NY 10012; unpaid rent payments owed to Debtor for rental of 2nd and 3rd Floor Apartments;	-	264,170.00
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 >	296,678.00
			(Total of this page)	

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

In re BAROLO, LTD. 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.		Long term lease to retail location for Debtor's restaurant Location: 398 West Broadway, New York NY 10012 and adjoining rear of 76 Thompson Street through 2018.	-	5,000,000.00
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.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		Location: 398 West Broadway, New York NY 10012	-	365,000.00
30. Inventory.		Location: 398 West Broadway, New York NY 10012 and in storage at 217 Bank Street Warehouse;	-	245,000.00
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 > **5,610,000.00**
(Total of this page)
Total > **6,427,398.00**
(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 **BAROLO, LTD.**

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. Creditor #: 1 SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010	X -	2009 Second Mortgage Location: 398 West Broadway, New York NY 10012				X	334,851.31	329,851.31
		Value \$ 5,000.00						
Account No. Creditor #: 2 SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010	X -	2009 Second Mortgage Long term lease to retail location for Debtor's restaurant Location: 398 West Broadway, New York NY 10012 and adjoining rear of 76 Thompson Street through 2018.					0.00	0.00
		Value \$ 5,000,000.00						
Account No. Creditor #: 3 SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010	-	Second Mortgage Operating checking account:					0.00	0.00
		Value \$ 70,000.00						
Account No. Creditor #: 4 SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010	X -	Second Mortgage Location: 398 West Broadway, New York NY 10012					0.00	0.00
		Value \$ 365,000.00						
Subtotal (Total of this page)							334,851.31	329,851.31

3 continuation sheets attached

In re **BAROLO, LTD.**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R 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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W J C					
Account No.							
Creditor #: 5 SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010							
		Second Mortgage					
		Location: 398 West Broadway, New York NY 10012; unpaid rent payments owed to Debtor for rental of 2nd and 3rd Floor Apartments;					
		Value \$ 264,170.00				0.00	0.00
Account No.							
Creditor #: 6 SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010							
		Second Mortgage					
		Location: 398 West Broadway, New York NY 10012: house accounts receivable					
		Value \$ 32,508.00				0.00	0.00
Account No.							
Creditor #: 7 SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010							
		Second Mortgage					
		Location: 398 West Broadway, New York NY 10012 and in storage at 217 Bank Street Warehouse;					
		Value \$ 245,000.00				0.00	0.00
Account No.							
Creditor #: 8 SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192							
	X	Fall 2009 First Mortgage					
		Long term lease to retail location for Debtor's restaurant Location: 398 West Broadway, New York NY 10012 and adjoining rear of 76 Thompson Street through 2018.					
		Value \$ 5,000,000.00				433,235.53	0.00
Account No.							
Creditor #: 9 SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192							
	X	First Mortgage					
		Location: 398 West Broadway, New York NY 10012					
		Value \$ 5,000.00				0.00	0.00
Subtotal						433,235.53	0.00
(Total of this page)							

Sheet **1** of **3** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re BAROLO, LTD.

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B 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. Creditor #: 10 SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192	-	First Mortgage Operating checking account:				0.00	0.00
		Value \$ 70,000.00				0.00	0.00
Account No. Creditor #: 11 SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192	-	First Mortgage Security Deposit with Landlord: 35 W. 21st Street, NYC				0.00	0.00
		Value \$ 445,720.00				0.00	0.00
Account No. Creditor #: 12 SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192	X -	First Mortgage Location: 398 West Broadway, New York NY 10012				0.00	0.00
		Value \$ 365,000.00				0.00	0.00
Account No. Creditor #: 13 SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192	-	First Mortgage Location: 398 West Broadway, New York NY 10012; unpaid rent payments owed to Debtor for rental of 2nd and 3rd Floor Apartments;				0.00	0.00
		Value \$ 264,170.00				0.00	0.00
Account No. Creditor #: 14 SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192	-	First Mortgage Location: 398 West Broadway, New York NY 10012: house accounts receivable				0.00	0.00
		Value \$ 32,508.00				0.00	0.00
Subtotal						0.00	0.00
(Total of this page)						0.00	0.00

Sheet 2 of 3 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re BAROLO, LTD.

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B 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 WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W J C					
Account No.							
Creditor #: 15 SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192							
		First Mortgage					
		Location: 398 West Broadway, New York NY 10012 and in storage at 217 Bank Street Warehouse;					
		Value \$ 245,000.00				0.00	0.00
Account No.							
		Value \$					
Account No.							
		Value \$					
Account No.							
		Value \$					
Account No.							
		Value \$					
Subtotal (Total of this page)						0.00	0.00
Total (Report on Summary of Schedules)						768,086.84	329,851.31

Sheet **3** of **3** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **BAROLO, LTD.**

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.

B6E (Official Form 6E) (4/10) - Cont.

In re **BAROLO, LTD.**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	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	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	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No. xx-xxx9331 Creditor #: 1 INTERNAL REVENUE SERVICE P. O. Box 7346 Philadelphia, PA 19101-7346	-		Income Tax				Unknown	Unknown
Account No. Creditor #: 2 NYC Dept. of Finance 345 Adams Street, 3rd Flr. Legal Affairs: Devora Cohen Brooklyn, NY 11201	-		Sales Taxes claimed				Unknown	0.00
Account No. Creditor #: 3 NYS Dept of Labor Gov. Harriman State Bldg Bldg. 12, Room 256 Albany, NY 12240	-		Withholding Taxes				Unknown	0.00
Account No. Creditor #: 4 NYS DEPT. TAXATION OPTS BUS. ACCTS. REC. MTCMT Albany, NY 12227-0001	-		2012 Sales Taxes claimed			X	305,788.45	Unknown
Account No. Creditor #: 5 NYS UNEMPLOYMENT INS. Attn: Insolvency Unit Bldg. 12, Room 256 Albany, NY 12201	-		Withholding Taxes				Unknown	0.00

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal	0.00
(Total of this page)	305,788.45
Total	0.00
(Report on Summary of Schedules)	305,788.45

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

In re **BAROLO, LTD.**

Case No. _____

Debtor

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. Creditor #: 1 57 MAIN STREET IMPORTS 377 Oak Street, Suite 207 GARDEN CITY, NY 11530							432.25
Account No. Creditor #: 2 81ST & 5TH REALTY, Co. 35 East 21st Street, 3rd Floor NEW YORK, NY 10010	X					X	1,483,320.00
Account No. Axelrod, Fingerhut & Dennis 260 Madison Avenue New York, NY 10016							Notice Only
Account No. Creditor #: 3 AD GELATO 591 Willis Avenue WILLISTON PARK, NY 11596							368.00
Subtotal (Total of this page)							1,484,120.25

12 continuation sheets attached

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

In re BAROLO, LTD. 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. Creditor #: 4 ALMA GOURMET LTD. 3912 Crescent Street L.I.C., NY 11101		-	2012 Trade Debt				215.25	
Account No. Creditor #: 5 ALPINE SODA SYSTEMS 3209 Pleasant Avenue UNION CITY, NJ 07087		-	2012 Trade debt				353.00	
Account No. Creditor #: 6 AMMIRATI, INC. 500 Fifth Avenue PELHAM, NY 10803		-	2012 Trade debt				2,730.00	
Account No. Creditor #: 7 BARRY MEYERSON 200 Park Avenue South Suite 1205 NEW YORK, NY 10003-1503		-	Services rendered				347.66	
Account No. Creditor #: 8 BARTLETT DAIRY, INC. 105-03 150th Street. JAMAICA, NY 11435		-	2012 Goods received				3,567.69	
Sheet no. <u>1</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	7,213.60

In re BAROLO, LTD. 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. Creditor #: 9 BHB PEST ELIMINATION 150 West 28th Street NEW YORK, NY 10001	-	2012 Services rendered				1,019.08
Account No. Creditor #: 10 BOSCO MALERA, S.R.L. VIA CORRER #17 SALGAREDA, TREVISO VENETO, ITALY	-	Services rendered				3,101.04
Account No. Creditor #: 11 CADET IMPORTS 19 Oxford Avenue YONKERS, NY 10710	-	2012 Goods received				12,265.93
Account No. Creditor #: 12 CAPTAIN'S CHOICE SEAFOOD 113 93rd Street BROOKLYN, NY 11209	-	2012 Trade debt				14,097.50
Account No. Creditor #: 13 CASEFICIO DELLE ROSE 17 Mandy Court STATEN ISLAND, NY 10309	-	2012 Trade debt				1,485.00
Subtotal (Total of this page)						31,968.55

Sheet no. 2 of 12 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

In re BAROLO, LTD. 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. Creditor #: 14 CENTRAL SEAFOOD WHOLESALE 9531 Roosevelt Avenue JACKSON HEIGHTS, NY 11372	-	2012 Goods received				10,756.42
Account No. Creditor #: 15 CON EDISON JAF Station PO Box 1702 NY, NY 10116-1702	-	2012 Services rendered				9,659.84
Account No. Creditor #: 16 CONCA D'ORO 72-02 51st Street WOODSIDE, NY 11377	-	2012 Trade debt				11,621.21
Account No. Creditor #: 17 DANIEL O'CONNOR ARCHITECTS 60 Madison Avenue Suite 1020 NEW YORK, NY 10010	-	2012 Services rendered				11,900.00
Account No. Creditor #: 18 DREYFUS ASHBY & CO. 50 Avon Meadow Lane AVON, CT 06001-3765	-	2012 Trade debt				676.00
Subtotal (Total of this page)						44,613.47
Sheet no. <u>3</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						

In re BAROLO, LTD. 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	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Creditor #: 19 ENOTRRIA WINE IMPORTS 291 Broadway Suite 206 NEW YORK, NY 10007	-		2012 Trade debt				990.40
Account No. Creditor #: 20 FARM FRESH INC. 571 Austin Place BRONX, NY 10455	-		2012 Trade debt				10,120.83
Account No. Creditor #: 21 FAROPIAN SPIRITS, LTD. 98 Kean Street West Babylon, NY 11704	-		2012 Trade debt				1,274.69
Account No. Creditor #: 22 FOX ROTHSCHILD LLP 100 Park Avenue Suite 1500 NEW YORK, NY 10017	-		2012 Services rendered				17,346.04
Account No. Creditor #: 23 GEORGE HUTSON 3 Heights Road Suffern, NY 10901	-		Services rendered				2,625.00
Subtotal (Total of this page)							32,356.96

Sheet no. 4 of 12 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

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

In re BAROLO, LTD. 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. Creditor #: 24 HOUSTON STREET BEER DIST. 290 East 2nd Street NEW YORK, NY 10009	-		2012 Trade debt			1,817.75
Account No. Creditor #: 25 I.M.P Plumbing & Heating Corp 412 8th Avenue NEW YORK, NY 10001	-		2012 Services rendered			750.00
Account No. Creditor #: 26 IDINE 300 S. Park Road Suite 300 Hollywood, FL 33021	-		Services rendered		X	92,046.00
Account No. Creditor #: 27 IFI DISTRIBUTION LLC 584 Barclay Avenue STATEN ISLAND, NY 10312	-		2012 Trade debt			18,299.03
Account No. Creditor #: 28 IMPERIAL COLOR 81 Emjay Boulevard BRENTWOOD, NJ 11717	-		2012 Services rendered			632.61
Subtotal (Total of this page)						113,545.39

Sheet no. 5 of 12 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

In re BAROLO, LTD. 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. Creditor #: 29 JEM SANITATION PO Box 708 LYNDHURST, NJ 07071	-		2012 Services rendered			7,690.67
Account No. Creditor #: 30 JOSEPH, HERZFELD, et AL. 233 Broadway New York, NY 10279	-		Award of legal fees payable			11,645.00
Account No. Creditor #: 31 KITCHEN REPAIR SPECIALISTS 1005 Church Street BALDWIN, NY 11510	-		Trade debt			1,270.58
Account No. Creditor #: 32 LEEBRO SYSTEMS 40 W. 37th Street, #2 New York, NY 10018	-		Trade debt			1,756.06
Account No. Creditor #: 33 MEAT WITHOUT FEET 800 Food Center Drive, #99 BRONX, NY 10474	-		2012 Goods received			10,562.64
Sheet no. <u>6</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	32,924.95

In re BAROLO, LTD. 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 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. Creditor #: 34 MENTEC MECHANICAL INC 7 Silver Pond Circle COMMACK, NY 11725	-	2012 Services rendered				4,142.68
Account No. Creditor #: 35 MHW LTD 1129 Northern Blvd., Suite 410 MANHASSET, NY 11030	-	2012 Trade debt				431.10
Account No. Creditor #: 36 MICRO ENV. SUPPLY, INC. 65-10 Jay Avenue MASPETH, NY 11378	-	2012 Trade debt				3,823.21
Account No. Creditor #: 37 OTTOMANELLI & SONS 285 Bleeker Street NEW YORK, NY 10014	-	2012 Trade debt				38,746.14
Account No. Creditor #: 38 QUALITY LINEN SUPPLY PO Box 560203 COLLEGE POINT, NY 11356	-	2012 Services rendered				17,139.16
Sheet no. <u>7</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	64,282.29

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

In re BAROLO, LTD. 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. Creditor #: 39 SCIENTIFIC FIRE PREVENTION CO. 47-25 34th Street, Suite 203 LONG ISLAND CITY, NY 11101-9085	-	2012 Trade debt				1,382.71
Account No. Creditor #: 40 SOGNO TOSCANO TUSCAN, INC 15849 N. 71st Street, Suite 10 SCOTTSDALE, AZ 85254	-	Trade debt				840.00
Account No. Creditor #: 41 SOILAIR SELECTION 1120 Sixth Avenue, 4th Fl. NEW YORK, NY 10036	-	2012 Trade debt				581.00
Account No. Creditor #: 42 SOLSTARS WINES 575 Madison Avenue, suite 1006 NEW YORK, NY 10022	-	2012 Trade debt				1,248.00
Account No. Creditor #: 43 SUPREME WINE & SPIRITS LLC PO Box 167 PLEASANTVILLE, NY 10570	-	2012 Trade debt				1,232.00
Subtotal (Total of this page)						5,283.71

Sheet no. 8 of 12 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

In re BAROLO, LTD. 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. Creditor #: 44 SYSCO FOOD SVCES, NY, LLC 20 Theodore Conrad Drive Liberty Industrial Park JERSEY CITY, NJ 07035	-	2012 Trade debt				30,011.64
Account No. Creditor #: 45 TABLE VENTURES 1860 Renaissance Blvd. STURTEVANT, WI 53177	-	2012 Goods received				3,715.48
Account No. Creditor #: 46 TIME WARNER CABLE PO Box 9227 UNIONDALE, NY 11555-9227	-	2012 Services rendered				1,220.95
Account No. Creditor #: 47 TIME WARNER CABLE PO Box 9227 UNIONDALE, NY 11555-9227	-	2012 Services rendered				1,220.95
Account No. Creditor #: 48 TO RISE, LLC 900 Lenox Road, Suite 5B BROOKLYN, NY 11203	-	2012 Trade debt				100.55
Subtotal (Total of this page)						36,269.57

Sheet no. 9 of 12 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

In re BAROLO, LTD. 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. Creditor #: 49 TOP NOTCH SEAFOOD 5 Chelsea Lane OLD SAYBROOK, CT 06475	-	2012 Goods received				921.05
Account No. Creditor #: 50 TOPS RESTAURANT & BAR SUPPLIES 8001 3rd Avenue BROOKLYN, NY 11209	-	2012 Goods received				4,761.87
Account No. Creditor #: 51 TORRENTE FOOD DISTRIBUTORS 600 D Street BELMAR, NJ 07719	-	2012 Goods received				364.73
Account No. Creditor #: 52 U.S. EVERGREEN 805 6th Avenue NEW YORK, NY 10001	-	2012 Trade debt				1,216.06
Account No. Creditor #: 53 VI. SCO., INC. 85 Hazel Street GLEN COVE, NY 11542	-	2012 Trade debt				1,010.00
Sheet no. <u>10</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	8,273.71

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

In re BAROLO, LTD. 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. Creditor #: 54 VIAS IMPORTS 875 Sixth Avenue, Suite 2200 NEW YORK, NY 10001	-	2012 Services rendered				544.00
Account No. Creditor #: 55 VIGNAIOLI SELECTION 18 West 27th Street NEW YORK, NY 10001	-	2012 Trade debt				660.00
Account No. Creditor #: 56 VINVINO WINE CO., INC. 621 West 46th Street NEW YORK, NY 10036	-	2012 Goods received				7,045.32
Account No. Creditor #: 57 VRANKEN AMERICA 130 West 42nd Street, Suite 17 NY, NY 10036	-	2012 Trade debt				215.76
Account No. Creditor #: 58 WILSON WHOLESALE PRODUCE 104-48 38th Avenue Corona, NY 11368	-	2012 Trade debt				9,577.00
Subtotal (Total of this page)						18,042.08
Sheet no. <u>11</u> of <u>12</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						

In re BAROLO, LTD. 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. xx xxxxxxxx xxxxxx xease Creditor #: 59 WIND ASSOCIATES 24 East 81st Street New York, NY	X	-	Leasehold rent		X	161,000.00
Account No. Axelrod, Fingerhut & Dennis 260 Madison Avenue New York, NY 10016			Representing: WIND ASSOCIATES			Notice Only
Account No. Creditor #: 60 WINE FOR ALL 122 West 27th Street NEW YORK, NY 10001		-	2012 Trade debt			2,323.00
Account No. Creditor #: 61 WITHERS BERGMAN 430 Park Avenue, 10th Floor NEW YORK, NY 10022-3505		-	2012 Services rendered			1,610.00
Account No. Creditor #: 62 WORLD TRADE COPIERS, CORP 138 Hope Street BROOKLYN, NY 11211		-	2012 Trade debt			288.98

Sheet no. 12 of 12 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **165,221.98**

Total
(Report on Summary of Schedules) **2,044,116.51**

In re BAROLO, LTD. 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.
81ST & 5TH REALTY, Co. 35 East 21st Street, 3rd Floor NEW YORK, NY 10010	Lease of restaurant space at 398 West Broadway, NY, NY.
CON EDISON COOPER STATION PO BOX 138 New York, NY 10276	Electricity Service contract;
FELIPE AVALOS 398 West Broadway, Apts 2 & 3 New York, NY 10012	Expired Sublease of 2nd and 3rd Floor apartments above restaurant; From 2009 through 2011; Back rent unpaid; Subtenant holding over with out consent;
KITCHEN REPAIR SPECIALISTS 1005 Church Street Baldwin, NY 11510	Service of kitchen equipment
LEEBRO SYSTEMS 40 West 37th Street New York, NY 10018	Telephone system serviee contract
PAOLO SECONDO 399 West Broadway New York, NY 10012	Debtor leases warehouse space for storage of inventory at 217 Bank Street, New York, NY
TIME WARNER CABLE PO Box 9227 Uniondale, NY 11555	Cable TV service contract;
VEND LEASE COMPANY, INC. 8100 Sandpiper Circle, Suite 3 Nottingham, MD 21236	Computer and office equipment lease
WIND ASSOCIATES 24 East 81st Street New York, NY	Lease of 76-78 Thompson Street; terrace and garden dining facilities used by Barolo;
WORLDWIDE ENV. FOOD&PEST MGT. 80 Wall Street, Suite 919-920 New York, NY 10005	Extermination services;

In re **BAROLO, LTD.**

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
ITM Garden, Inc. 10 Little West 12th Street New York, NY 10014	SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010
Paolo Secondo 399 West Broadway New York, NY 10012 Limited guarantor of Debtor's rent payments	81ST & 5TH REALTY, Co. 35 East 21st Street, 3rd Floor NEW YORK, NY 10010
Paolo Secondo 399 West Broadway New York, NY 10012	SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010
Paolo Secondo 399 West Broadway New York, NY 10012	WIND ASSOCIATES 24 East 81st Street New York, NY
Paolo Secondo 399 West Broadway New York, NY 10012	SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010
Paolo Secondo 399 West Broadway New York, NY 10012	SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192
Paolo Secondo 399 West Broadway New York, NY 10012	SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192
Paolo Secondo 399 West Broadway New York, NY 10012	SMALL BUSINESS ADMINISTRATION PO Box 740192 ATLANTA, GA 30374-0192
Paolo Secondo 399 West Broadway New York, NY 10012	SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010
Pietro Pagano Italy	81ST & 5TH REALTY, Co. 35 East 21st Street, 3rd Floor NEW YORK, NY 10010

B6 Declaration (Official Form 6 - Declaration). (12/07)

**United States Bankruptcy Court
Southern District of New York**

In re BAROLO, LTD.

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 August 8, 2012

Signature /s/ Paolo Secondo

Paolo Secondo

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) (04/10)

**United States Bankruptcy Court
Southern District of New York**

In re BAROLO, LTD.

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 owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

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
\$2,319,927.00	2012 YTD: Debtor Gross Revenues
\$5,016,227.00	2011: Debtor Gross Revenues
\$3,972,580.00	2010: Debtor Gross Revenues

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
\$5,000.00	2012 YTD: Debtor Rental income

AMOUNT	SOURCE
\$141,410.00	2011: Debtor Rental income
\$147,450.00	2010: Debtor Rental income

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 (*) 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
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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
State of New York Sales Tax Harriman Campus Albany, NY	?	\$22,306.44	\$0.00
JOSEPH, HERZFELD, et AL. 233 Broadway New York, NY 10279		\$23,291.36	\$11,645.00
IDINE 300 S. Park Road Suite 300 Hollywood, FL 33021		\$73,552.59	\$92,046.00
Mission Valley Bank 9114 Sanland Boulevard Sun Valley, CA 91352		\$29,382.60	\$0.00
SEEDCO FINANCIAL SVCS., INC. 915 Broadway, 18th Fl. NEW YORK, NY 10010		\$29,932.36	\$334,851.31

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
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* 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.

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
MOHAMMAD SHAJAN, MOHAMMAD RAHMAN, MILTON CAQUANAO, SAHANGIR ALAM, MOHAMMAN YUSUF, ET AL CASE NO. 10 CIV. 1385	FAIR LABOR STANDARDS ACT CLAIMS	UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT OF NEW YORK ONE BOWLING GREEN, NEW YORK, NY 10014	SETTLED AND PAID WITH ONE REMAINING INSTALLMENT TO BE PAID.
HAY FAMILY II LLC, HH WEST BROADWAY, LLC, TH WEST BROADWAY LLC as tenants in common and as successors and assignees of 81St AND 5TH REALTY CO. V. Debtor Case No. 75752/12	Landlord/Tenant Non-payment proceeding re 398 West Broadway, NYC 10012	CIVIL COURT OF THE CITY OF NEW YORK COUNTY OF NEW YORK 111 CENTRE STREET, NEW YORK, NY	Pending
HAY FAMILY II LLC, HH THOMPSON STGREET, LLC TH THOMPSON STREET, LLC v. Debtor; Case No. 71751/12	LANDLOR TENANT NON PAYMENT PROCEEDING RE 76-78 Thompson Street, NYC;	CIVIL COURT OF THE CITY OF NEW YORK, COUNTY OF NEW YORK, 111 CENTRE STREET, NY, NY	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
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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
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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
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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
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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
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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
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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
RANDALL S. D. JACOBS, PLLC 110 Wall Street 11th Floor New York, NY 10005-3718	June 25, 2012	\$20,000.00

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
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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
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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
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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
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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
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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
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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
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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
Barolo, Ltd. 398 W. Broadway New York, NY 10012	NYC HEALTH DEPT. Office of Adsmministrative New York, NY 10261-4199		Violation
Barolo, Ltd. 398 W. Broadway New York, NY 10012	NYC Dept Buildings		
Barolo, Ltd. 398 West Broadway New York, NY 10012	NYC Fire Department		
Barolo, Ltd. 398 W. Broadway New York, NY 10012	NYC Environ. Control Bd.		

- 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
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- 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
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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.

	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
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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
Denis L. Abramowitz Co 1987 Flatbush Avenue Brooklyn, NY 11234	Accounting

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
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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
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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
Seedco	Fall, 2011
Small Business Administration	Fall, 2011

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)
06/25/12	Renzo Rapacholi	\$245,000 at cost (mostly wine and spirits)

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
06/25/12

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY
RECORDS
Debtor

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
Paolo Secondo 399 West Broadway New York, NY 10012	Common Stock	100% of all common stock

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
Paolo Secondo 399 West Broadway New York, NY 10012	President and Director	100% common stock

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
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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
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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
Paolo Secondo 399 West Broadway New York, NY 10012 Sole Stockholder and President		

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)
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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

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 August 8, 2012

Signature /s/ Paolo Secondo
Paolo Secondo
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
Southern District of New York**

In re BAROLO, LTD.

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:

For legal services, I have agreed to accept	\$	<u>20,000.00</u>
Prior to the filing of this statement I have received	\$	<u>20,000.00</u>
Balance Due	\$	<u>0.00</u>

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

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

Debtor Other (specify):

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

Debtor 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. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e. [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: August 8, 2012

/s/ Randall S. D. Jacobs

**Randall S. D. Jacobs
RANDALL S. D. JACOBS, PLLC
110 Wall Street
11th Floor
New York, NY 10005-3718
212 709 8116 Fax: 973 226 8897
rsdjacobs@chapter11esq.com**

**United States Bankruptcy Court
Southern District of New York**

In re BAROLO, LTD.
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
Paolo Secondo 399 West Broadway New York, NY 10012	common stock	all	Sole ownership

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 August 8, 2012

Signature /s/ Paolo Secondo
Paolo Secondo
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
Southern District of New York**

In re BAROLO, LTD.

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: August 8, 2012

/s/ Paolo Secondo

Paolo Secondo/President

Signer/Title

57 MAIN STREET IMPORTS
377 OAK STREET, SUITE 207
GARDEN CITY, NY 11530

81ST & 5TH REALTY, CO.
35 EAST 21ST STREET, 3RD FLOOR
NEW YORK, NY 10010

81ST & 5TH REALTY, CO.
35 EAST 21ST STREET, 3RD FLOOR
NEW YORK, NY 10010

AD GELATO
591 WILLIS AVENUE
WILLISTON PARK, NY 11596

ALMA GOURMET LTD.
3912 CRESCENT STREET
L.I.C., NY 11101

ALPINE SODA SYSTEMS
3209 PLEASANT AVENUE
UNION CITY, NJ 07087

AMMIRATI, INC.
500 FIFTH AVENUE
PELHAM, NY 10803

AXELROD, FINGERHUT & DENNIS
260 MADISON AVENUE
NEW YORK, NY 10016

AXELROD, FINGERHUT & DENNIS
260 MADISON AVENUE
NEW YORK, NY 10016

BARRY MEYERSON
200 PARK AVENUE SOUTH
SUITE 1205
NEW YORK, NY 10003-1503

BARTLETT DAIRY, INC.
105-03 150TH STREET.
JAMAICA, NY 11435

BHB PEST ELIMINATION
150 WEST 28TH STREET
NEW YORK, NY 10001

BOSCO MALERA, S.R.L.
VIA CORRER #17
SALGAREDA, TREVISO
VENETO, ITALY

CADET IMPORTS
19 OXFORD AVENUE
YONKERS, NY 10710

CAPTAIN'S CHOICE SEAFOOD
113 93RD STREET
BROOKLYN, NY 11209

CASEFICIO DELLE ROSE
17 MANDY COURT
STATEN ISLAND, NY 10309

CENTRAL SEAFOOD WHOLESALE
9531 ROOSEVELT AVENUE
JACKSON HEIGHTS, NY 11372

CON EDISON
JAF STATION
PO BOX 1702
NY, NY 10116-1702

CON EDISON
COOPER STATION
PO BOX 138
NEW YORK, NY 10276

CONCA D'ORO
72-02 51ST STREET
WOODSIDE, NY 11377

DANIEL O'CONNOR ARCHITECTS
60 MADISON AVENUE
SUITE 1020
NEW YORK, NY 10010

DREYFUS ASHBY & CO.
50 AVON MEADOW LANE
AVON, CT 06001-3765

ENOTRTRIA WINE IMPORTS
291 BROADWAY
SUITE 206
NEW YORK, NY 10007

FARM FRESH INC.
571 AUSTIN PLACE
BRONX, NY 10455

FAROPIAN SPIRITS, LTD.
98 KEAN STREET
WEST BABYLON, NY 11704

FELIPE AVALOS
398 WEST BROADWAY, APTS 2 & 3
NEW YORK, NY 10012

FOX ROTHSCHILD LLP
100 PARK AVENUE
SUITE 1500
NEW YORK, NY 10017

GEORGE HUTSON
3 HEIGHTS ROAD
SUFFERN, NY 10901

HOUSTON STREET BEER DIST.
290 EAST 2ND STREET
NEW YORK, NY 10009

I.M.P PLUMBING & HEATING CORP
412 8TH AVENUE
NEW YORK, NY 10001

IDINE
300 S. PARK ROAD
SUITE 300
HOLLYWOOD, FL 33021

IFI DISTRIBUTION LLC
584 BARCLAY AVENUE
STATEN ISLAND, NY 10312

IMPERIAL COLOR
81 EMJAY BOULEVARD
BRENTWOOD, NJ 11717

INTERNAL REVENUE SERVICE
P. O. BOX 7346
PHILADELPHIA, PA 19101-7346

ITM GARDEN, INC.
10 LITTLE WEST 12TH STREET
NEW YORK, NY 10014

JEM SANITATION
PO BOX 708
LYNDHURST, NJ 07071

JOSEPH, HERZFELD, ET AL.
233 BROADWAY
NEW YORK, NY 10279

KITCHEN REPAIR SPECIALISTS
1005 CHURCH STREET
BALDWIN, NY 11510

KITCHEN REPAIR SPECIALISTS
1005 CHURCH STREET
BALDWIN, NY 11510

LEEBRO SYSTEMS
40 W. 37TH STREET, #2
NEW YORK, NY 10018

LEEBRO SYSTEMS
40 WEST 37TH STREET
NEW YORK, NY 10018

MEAT WITHOUT FEET
800 FOOD CENTER DRIVE, #99
BRONX, NY 10474

MENTEC MECHANICAL INC
7 SILVER POND CIRCLE
COMMACK, NY 11725

MHW LTD
1129 NORTHERN BLVD., SUITE 410
MANHASSET, NY 11030

MICRO ENV. SUPPLY, INC.
65-10 JAY AVENUE
MASPETH, NY 11378

NYC DEPT. OF FINANCE
345 ADAMS STREET, 3RD FLR.
LEGAL AFFAIRS: DEVORA COHEN
BROOKLYN, NY 11201

NYS DEPT OF LABOR
GOV. HARRIMAN STATE BLDG
BLDG. 12, ROOM 256
ALBANY, NY 12240

NYS DEPT. TAXATION
OPTS BUS. ACCTS. REC. MTCMT
ALBANY, NY 12227-0001

NYS UNEMPLOYMENT INS.
ATTN: INSOLVENCY UNIT
BLDG. 12, ROOM 256
ALBANY, NY 12201

OTTOMANELLI & SONS
285 BLEEKER STREET
NEW YORK, NY 10014

PAOLO SECONDO
399 WEST BROADWAY
NEW YORK, NY 10012

PAOLO SECONDO
399 WEST BROADWAY
NEW YORK, NY 10012

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399 WEST BROADWAY
NEW YORK, NY 10012

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399 WEST BROADWAY
NEW YORK, NY 10012

PAOLO SECONDO
399 WEST BROADWAY
NEW YORK, NY 10012

PIETRO PAGANO
ITALY

QUALITY LINEN SUPPLY
PO BOX 560203
COLLEGE POINT, NY 11356

SCIENTIFIC FIRE PREVENTION CO.
47-25 34TH STREET. SUITE 203
LONG ISLAND CITY, NY 11101-9085

SEEDCO FINANCIAL SVCS., INC.
915 BROADWAY, 18TH FL.
NEW YORK, NY 10010

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915 BROADWAY, 18TH FL.
NEW YORK, NY 10010

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NEW YORK, NY 10010

SEEDCO FINANCIAL SVCS., INC.
915 BROADWAY, 18TH FL.
NEW YORK, NY 10010

SMALL BUSINESS ADMINISTRATION
PO BOX 740192
ATLANTA, GA 30374-0192

SMALL BUSINESS ADMINISTRATION
PO BOX 740192
ATLANTA, GA 30374-0192

SMALL BUSINESS ADMINISTRATION
PO BOX 740192
ATLANTA, GA 30374-0192

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ATLANTA, GA 30374-0192

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SMALL BUSINESS ADMINISTRATION
PO BOX 740192
ATLANTA, GA 30374-0192

SMALL BUSINESS ADMINISTRATION
PO BOX 740192
ATLANTA, GA 30374-0192

SOGNO TOSCANO TUSCAN, INC
15849 N. 71ST STREET, SUITE 10
SCOTTSDALE, AZ 85254

SOILAIR SELECTION
1120 SIXTH AVENUE, 4TH FL.
NEW YORK, NY 10036

SOLSTARS WINES
575 MADISON AVENUE, SUITE 1006
NEW YORK, NY 10022

SUPREME WINE & SPIRITS LLC
PO BOX 167
PLEASANTVILLE, NY 10570

SYSCO FOOD SVCES, NY, LLC
20 THEODORE CONRAD DRIVE
LIBERTY INDUSTRIAL PARK
JERSEY CITY, NJ 07035

TABLE VENTURES
1860 RENAISSANCE BLVD.
STURTEVANT, WI 53177

TIME WARNER CABLE
PO BOX 9227
UNIONDALE, NY 11555-9227

TIME WARNER CABLE
PO BOX 9227
UNIONDALE, NY 11555-9227

TIME WARNER CABLE
PO BOX 9227
UNIONDALE, NY 11555

TO RISE, LLC
900 LENOX ROAD, SUITE 5B
BROOKLYN, NY 11203

TOP NOTCH SEAFOOD
5 CHELSEA LANE
OLD SAYBROOK, CT 06475

TOPS RESTAURANT & BAR SUPPLIES
8001 3RD AVENUE
BROOKLYN, NY 11209

TORRENTE FOOD DISTRIBUTORS
600 D STREET
BELMAR, NJ 07719

U.S. EVERGREEN
805 6TH AVENUE
NEW YORK, NY 10001

VEND LEASE COMPANY, INC.
8100 SANDPIPER CIRCLE, SUITE 3
NOTTINGHAM, MD 21236

VI. SCO., INC.
85 HAZEL STREET
GLEN COVE, NY 11542

VIAS IMPORTS
875 SIXTH AVENUE, SUITE 2200
NEW YORK, NY 10001

VIGNAIOLI SELECTION
18 WEST 27TH STREET
NEW YORK, NY 10001

VINVINO WINE CO., INC.
621 WEST 46TH STREET
NEW YORK, NY 10036

VRANKEN AMERICA
130 WEST 42ND STREET, SUITE 17
NY, NY 10036

WILSON WHOLESALE PRODUCE
104-48 38TH AVENUE
CORONA, NY 11368

WIND ASSOCIATES
24 EAST 81ST STREET
NEW YORK, NY

WIND ASSOCIATES
24 EAST 81ST STREET
NEW YORK, NY

WINE FOR ALL
122 WEST 27TH STREET
NEW YORK, NY 10001

WITHERS BERGMAN
430 PARK AVENUE, 10TH FLOOR
NEW YORK, NY 10022-3505

WORLD TRADE COPIERS, CORP
138 HOPE STREET
BROOKLYN, NY 11211

WORLDWIDE ENV. FOOD&PEST MGT.
80 WALL STREET, SUITE 919-920
NEW YORK, NY 10005

**United States Bankruptcy Court
Southern District of New York**

In re BAROLO, LTD.

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 BAROLO, LTD. 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*]

August 8, 2012

Date

/s/ Randall S. D. Jacobs

Randall S. D. Jacobs

Signature of Attorney or Litigant
Counsel for **BAROLO, LTD.**

RANDALL S. D. JACOBS, PLLC

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