

Fill in this information to identify your case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF NEW YORK

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Applewood Cafe, LLC

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names
DBA Apple Wood Cafe & Catering

3. Debtor's federal Employer Identification Number (EIN) 45-4674613

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>5385 Main Street</u> <u>Williamsville, NY 14221</u> Number, Street, City, State & ZIP Code	<u>27 Eaglewood Avenue</u> <u>Buffalo, NY 14220</u> P.O. Box, Number, Street, City, State & ZIP Code
	<u>Erie</u> County	Location of principal assets, if different from principal place of business _____ Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.applewoodcafe.com

6. Type of debtor
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership (excluding LLP)
 Other. Specify: _____

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

7225

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____

District _____ When _____ Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor _____ Relationship _____

District _____ When _____ Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, 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.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code

Is the property insured?

- No
- Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input checked="" type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|---|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input checked="" type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **Applewood Cafe, LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
I have been authorized to file this petition on behalf of the debtor.
I have examined the information in this petition and have a reasonable belief that the information is true and correct.
I declare under penalty of perjury that the foregoing is true and correct.

Executed on **May 19, 2017**
MM / DD / YYYY

X /s/ Rebecca L. Morgan
Signature of authorized representative of debtor
Title **Member**

Rebecca L. Morgan
Printed name

18. Signature of attorney

X /s/ Daniel F. Brown
Signature of attorney for debtor

Date **May 19, 2017**
MM / DD / YYYY

Daniel F. Brown
Printed name

Andreozzi Bluestein LLP
Firm name

**9145 Main Street
Clarence, NY 14031**
Number, Street, City, State & ZIP Code

Contact phone **(716) 633-3200** Email address

Bar number and State

ACTION UPON UNANIMOUS CONSENT

OF

MEMBERS

OF

APPLEWOOD CAFE, LLC

THE UNDERSIGNED, being all of the members of APPLEWOOD CAFE, LLC, a New York limited liability company (the "Company"), do hereby waive prior notice and the holding of a meeting, and take the following actions, and adopt the following resolutions by written consent pursuant to Section 407 of the Limited Liability Company Law of the State of New York.

NOW, THEREFORE, BE IT

RESOLVED, that the filing by the Company of a petition for relief under Chapter 11 of Title 11, United States Code, 11 U.S. Section 101, *et seq.* (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Western District of New York be, and it hereby is, authorized and approved;

RESOLVED FURTHER, that any member of the Company is authorized and empowered to execute on behalf of the Company a petition for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy court for the Western District of New York, and any affidavits, forms, schedules, applications or any other pleadings or documents which are necessary or appropriate;

RESOLVED FURTHER, that the Company is authorized to retain Andreozzi Bluestein LLP ("Andreozzi Bluestein") as its General Counsel, in connection with its Chapter 11 Filing, upon the terms and conditions set forth in Andreozzi Bluestein's May 18, 2017 retainer letter;

RESOLVED FURTHER, that any member of the Company is authorized to retain on behalf of this Company such other professionals as they deem necessary or appropriate, upon such terms and conditions as they shall approve, to render services to this Company in connection with such Chapter 11 proceeding and with respect to other related matters in connection therewith;

RESOLVED FURTHER, that any member of the Company be, and hereby is authorized and empowered to open Debtor-in-Possession bank accounts with any bank on the United States Department of Justice, Office of the United States Trustee's list of approved depository banks, and/or to otherwise open and maintain such bank accounts as are permitted by law, once a Chapter 11 case has been commenced;

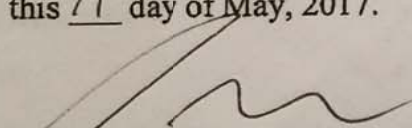
RESOLVED FURTHER, that any member of the Company is authorized and directed to take any and all further action and to execute and to deliver any and all such further instruments and documents and to pay all such expenses (subject to Bankruptcy Court approval), where necessary or appropriate in order to carry out fully the intent and accomplish the purposes of the resolutions adopted herein;

RESOLVED FURTHER, that all actions taken by the members of the Company or any matter related thereto, or by virtue of these resolutions, are hereby in all respects ratified, confirmed and approved;

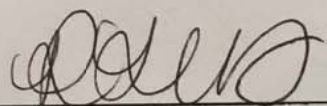
RESOLVED FURTHER, that any member of the Company be, and hereby is, authorized and empowered to do or cause to be done all such acts, deeds and things and to make, execute and deliver, or cause to be made, executed or delivered, all such agreements, undertakings, documents, instruments or certificates, in the name and on behalf of the Company or otherwise, as he may deem necessary, advisable or appropriate to effectuate or fulfill the purposes and intent of the foregoing resolutions;

RESOLVED FURTHER, that this resolution shall constitute the minutes of the meeting of the sole member of the Company.

IN WITNESS WHEREOF, the undersigned have executed this Consent, which may be signed in one or more counterparts, which taken together shall constitute one document, as of this 19 day of May, 2017.



Michael J. Morgan, Member



Rebecca L. Morgan, Member

Fill in this information to identify the case:

Debtor name Applewood Cafe, LLC

United States Bankruptcy Court for the: WESTERN DISTRICT OF NEW YORK

Case number (if known) _____

Check if this is an amended filing

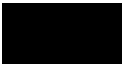
Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.



Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 19, 2017

X /s/ Rebecca L. Morgan

 Signature of individual signing on behalf of debtor

Rebecca L. Morgan

 Printed name

Member

 Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Applewood Cafe, LLC**
 United States Bankruptcy Court for the: **WESTERN DISTRICT OF NEW YORK**
 Case number (if known): _____

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders 12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Indeed, Inc. 6433 Champion Grandview Way Building 1 Austin, TX 78750		Trade Debt				\$484.98
Internal Revenue Service Centralized Insolvency Operations Post Office Box 7346 Philadelphia, PA 19101-7346		Notice Only	Contingent Unliquidated Disputed			\$1.00
National Fuel Attn: Bankruptcy Department 6363 Main Street Williamsville, NY 14221-5887		Utilities				\$281.47
National Grid 300 Erie Boulevard West Syracuse, NY 13202		Utilities				\$956.97
NYS Department of Labor Attn: Insolvency Unit Harriman State Office Campus Building 12, Room 256 Albany, NY 12240		Notice Only	Contingent Unliquidated Disputed			\$1.00

Debtor **Applewood Cafe, LLC**
Name _____

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
NYS Department of Taxation & Finance Bankruptcy Unit Post Office Box 5300 Albany, NY 12205		Sales Tax				\$29,587.69
Orkin Pest Control 60 Earhart Drive, Suite 1 Amherst, NY 14221		Trade Debt				\$208.80
The Hartford Financial Services Group 690 Asylum Avenue Hartford, CT 06155		Insurance				\$3,599.00
Verizon Attn: Bankruptcy Department 500 Technology Drive, Suite 550 Saint Charles, MO 63304		Telephone				\$378.74

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

In re Applewood Cafe, LLC

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Member 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: May 19, 2017

/s/ Rebecca L. Morgan

Rebecca L. Morgan/Member

Signer/Title

5385 Main Street Associates
1762 Main Street
Buffalo, NY 14208

Indeed, Inc.
6433 Champion Grandview Way
Building 1
Austin, TX 78750

Internal Revenue Service
Centralized Insolvency Operations
Post Office Box 7346
Philadelphia, PA 19101-7346

Michael and Rebecca Morgan
27 Eaglewood Avenue
Buffalo, NY 14220

National Fuel
Attn: Bankruptcy Department
6363 Main Street
Williamsville, NY 14221-5887

National Grid
300 Erie Boulevard West
Syracuse, NY 13202

NYS Department of Labor
Attn: Insolvency Unit
Harriman State Office Campus
Building 12, Room 256
Albany, NY 12240

NYS Department of Taxation & Finance
Bankruptcy Unit
Post Office Box 5300
Albany, NY 12205

Orkin Pest Control
60 Earhart Drive, Suite 1
Amherst, NY 14221

The Hartford Financial Services Group
690 Asylum Avenue
Hartford, CT 06155

Verizon
Attn: Bankruptcy Department
500 Technology Drive, Suite 550
Saint Charles, MO 63304