

United States Bankruptcy Court Northern District of Ohio

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Westgate Properties, Ltd. Name of Joint Debtor (Spouse) (Last, First, Middle): All Other Names used by the Debtor in the last 8 years... Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN: 43-2036176 Street Address of Debtor (No. and Street, City, and State): 2609 Venice Road, Unit 7 Sandusky, OH ZIP Code: 44870 County of Residence or of the Principal Place of Business: Erie Mailing Address of Debtor (if different from street address): PO Box 2255 Sandusky, OH ZIP Code: 44871-2255

Location of Principal Assets of Business Debtor (if different from street address above):

Type of Debtor (Form of Organization) (Check one box) [] Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. [X] Corporation (includes LLC and LLP) [] Partnership [] Other (If debtor is not one of the above entities, check this box and state type of entity below.) Nature of Business (Check one box) [] Health Care Business [] Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) [] Railroad [] Stockbroker [] Commodity Broker [] Clearing Bank [X] Other Tax-Exempt Entity (Check box, if applicable) [] Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code). Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) [] Chapter 7 [] Chapter 9 [X] Chapter 11 [] Chapter 12 [] Chapter 13 [] Chapter 15 Petition for Recognition of a Foreign Main Proceeding [] Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) [] 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." [X] Debts are primarily business debts.

Filing Fee (Check one box) [X] Full Filing Fee attached [] 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. [] Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. Chapter 11 Debtors Check one box: [] Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). [X] Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: [] Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: [] 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).

Statistical/Administrative Information *** Jonathan P. Blakely 0042550 *** [X] Debtor estimates that funds will be available for distribution to unsecured creditors. [] Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. Estimated Number of Creditors [X] 1-49 [] 50-99 [] 100-199 [] 200-999 [] 1,000-5,000 [] 5,001-10,000 [] 10,001-25,000 [] 25,001-50,000 [] 50,001-100,000 [] OVER 100,000 Estimated Assets [] \$0 to \$50,000 [] \$50,001 to \$100,000 [] \$100,001 to \$500,000 [] \$500,001 to \$1 million [X] \$1,000,001 to \$10 million [] \$10,000,001 to \$50 million [] \$50,000,001 to \$100 million [] \$100,000,001 to \$500 million [] \$500,000,001 to \$1 billion [] More than \$1 billion Estimated Liabilities [] \$0 to \$50,000 [] \$50,001 to \$100,000 [] \$100,001 to \$500,000 [] \$500,001 to \$1 million [X] \$1,000,001 to \$10 million [] \$10,000,001 to \$50 million [] \$50,000,001 to \$100 million [] \$100,000,001 to \$500 million [] \$500,000,001 to \$1 billion [] More than \$1 billion

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Westgate Properties, Ltd.
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: Northern District of Ohio	Case Number: 08-34952-rls	Date Filed: 9/22/08
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

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

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

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

No.

Exhibit D

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

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue

(Check any applicable box)

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

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

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

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

(Check all applicable boxes)

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

(Name of landlord that obtained judgment)

(Address of landlord)

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

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

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

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

Name of Debtor(s):
Westgate Properties, 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/ Jonathan P. Blakely
Signature of Attorney for Debtor(s)

Jonathan P. Blakely 0042550
Printed Name of Attorney for Debtor(s)

Bernlohr Wertz, LLP
Firm Name

The Nantucket Building
23 South Main Street, Third Floor
Akron, OH 44308-1822

Address

Email: jblakely@b-wlaw.com
(330) 434-1000 Fax: (330) 434-1001

Telephone Number

April 28, 2009
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.

United States Bankruptcy Court
Northern District of Ohio

In re Westgate Properties, 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)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Buckingham Lucal & McGookey LPA 414 Wayne Street Sandusky, OH 44870	Buckingham Lucal & McGookey LPA 414 Wayne Street Sandusky, OH 44870			850.00
Contractor's Design 1623 Old State Road Norwalk, OH 44857	Contractor's Design 1623 Old State Road Norwalk, OH 44857	Survey		2,170.00
Deluca Plumbing 1401 Huron Avery Road PO Box 482 Huron, OH 44839	Deluca Plumbing 1401 Huron Avery Road PO Box 482 Huron, OH 44839	Repairs		349.00
Erie County Treasurer 247 Columbus Avenue Sandusky, OH 44870	Erie County Treasurer 247 Columbus Avenue Sandusky, OH 44870			132,895.98
Herold's Heading 317 Tiffin Ave Sandusky, OH 44870	Herold's Heading 317 Tiffin Ave Sandusky, OH 44870	Repairs		7,900.00
Joseph F. Yost, II Trust 650 Magnolia Road PO Box 228 Longboat Key, FL 34228	Joseph F. Yost, II Trust 650 Magnolia Road PO Box 228 Longboat Key, FL 34228	Westgate Centre 2609 Venice Road Sandusky, OH 44870 94,250 sf strip retail shopping plaza		491,680.00 (2,600,000.00 secured) (2,359,461.00 senior lien)
Maintenance Systems PO Box 1203 Elyria, OH 44036	Maintenance Systems PO Box 1203 Elyria, OH 44036	Maintenance		5,655.00
Martha Yost 650 Magnolia Road PO Box 228 Longboat Key, FL 34228	Martha Yost 650 Magnolia Road PO Box 228 Longboat Key, FL 34228			107,825.00 (0.00 secured)
R.A. Reynolds 303 Howard Drive Sandusky, OH 44870	R.A. Reynolds 303 Howard Drive Sandusky, OH 44870	appraisal		500.00
Schippel's Excavating 5010 Harris Road Sandusky, OH 44870	Schippel's Excavating 5010 Harris Road Sandusky, OH 44870	Snow removal		5,513.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>

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

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

Date April 28, 2009

Signature /s/ Joseph F. Yost, III
Joseph F. Yost, III
Managing Member

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

AVI Food Systems
2590 Elm Road
Warren, OH 44483

Buckingham Lucal & McGookey LPA
414 Wayne Street
Sandusky, OH 44870

Contractor's Design
1623 Old State Road
Norwalk, OH 44857

CVS Pharmacy
One CVS Drive
Woonsocket, RI 02895

Deluca Plumbing
1401 Huron Avery Road
PO Box 482
Huron, OH 44839

Dollar General
100 Mission Ridge
Goodlettsville, TN 37072-2170

Erie County Treasurer
247 Columbus Avenue
Sandusky, OH 44870

Herold's Heading
317 Tiffin Ave
Sandusky, OH 44870

Home Savings and Loan Company
c/o Howard B. Hershman
930 Fifth Third Center
608 Madison Avenue
Toledo, OH 43604

Joseph F. Yost, II Trust
650 Magnolia Road
PO Box 228
Longboat Key, FL 34228

Joseph F. Yost, III
3822 Autumn Drive
Huron, OH 44839

Lamrite West/ Pat Catans
PO Box 361339
Strongsville, OH 44136-1339

Larry Velliquette
Larry's Barber Shop
2609 Venice Road
Sandusky, OH 44870

Maintenance Systems
PO Box 1203
Elyria, OH 44036

Martha Yost
650 Magnolia Road
PO Box 228
Longboat Key, FL 34228

R.A. Reynolds
303 Howard Drive
Sandusky, OH 44870

Schippel's Excavating
5010 Harris Road
Sandusky, OH 44870