Official Form 1 (04/10)

United States Bankruptcy Court
NORTHERN DISTRICT OF *OHIO*

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): *Heather Creek Foods, LLC, a Corporation*	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): *NONE*	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 Indvidual-Taxpayer I.D. (ITIN) Complete EIN (if more than one, state all): *03-0538432*	Last four digits of Soc. Sec. or Indvidual-Taxpayer I.D. (ITIN) Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): *12485 Commissioner Drive North Jackson OH* ZIPCODE *44451*	Street Address of Joint Debtor (No. and Street, City, and State): ZIPCODE
County of Residence or of the Principal Place of Business: *Mahoning*	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): *SAME* ZIPCODE	Mailing Address of Joint Debtor (if different from street address): ZIPCODE
Location of Principal Assets of Business Debtor (if different from street address above): *SAME* ZIPCODE	

Type of Debtor (Form of organization)
(Check one box.)

- ☐ Individual (includes Joint Debtors)
  See Exhibit D on page 2 of this form.
- ☒ 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
- ☒ 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
- ☒ 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"
- ☒ Debts are primarily business debts.

Filing Fee (Check one box)

- ☒ 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 Offi cial Form 3B.

Chapter 11 Debtors:

Check one box:

- ☐ Debtor is a small business as defined in 11 U.S.C. § 101(51D).
- ☒ 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 $2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).

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

- ☐ 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.

THIS SPACE IS FOR COURT USE ONLY

Estimated Number of Creditors	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	$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	$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
	☐	☐	☐	☐	☒	☐	☐	☐	☐	☐

Voluntary Petition *(This page must be completed and filed in every case)*	Name of Debtor(s): Heather Creek Foods, LLC, a Corporation

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

(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)

☐ Exhibit A is attached and made a part of this petition

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have 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?

☐ 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 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 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 with 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):
Heather Creek Foods, LLC,
a Corporation

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/ Richard G. Zellers
Signature of Attorney for Debtor(s)

Richard G. Zellers 0011764
Printed Name of Attorney for Debtor(s)

Richard G. Zellers & Associates
Firm Name

Address
3810 Starrs Centre Drive
Canfield OH 44406
(330) 702-0780
Telephone Number

_____
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 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

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 the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Thomas Lisko
Signature of Authorized Individual

Thomas Lisko
Printed Name of Authorized Individual

Vice President
Title of Authorized Individual

_____
Date

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

IN RE: HEATHER CREEK FOODS, LLC	)	CASE NO.
	)	CHAPTER 11
	)	
DEBTOR AND	)	JUDGE KAY WOODS
DEBTOR-IN-POSSESSION	)	

STATEMENT REGARDING CORPORATE RESOLUTION

The undersigned Thomas Lisko is the Vice President of Heather Creek Foods, LLC, an Ohio corporation. On October 22, 2010 the following resolution was duly adopted by the Vice President of this corporation.

"WHEREAS, it is in the best interests of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

NOW, THEREFORE, BE IT RESOLVED, that, Thomas Lisko, Vice President of this corporation, be and hereby is, authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case in the United States Bankruptcy Court on behalf of the corporation; and

BE IT FURTHER RESOLVED, that, Thomas Lisko, Vice President of this corporation, be and hereby is, authorized and directed to appear in all such bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform any and all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with said bankruptcy proceedings; and

BE IT FURTHER RESOLVED, that, Thomas Lisko, Vice President of this corporation, be and hereby is, authorized and directed to employ Richard G. Zellers and Melody Dugic Gazda, Attorneys and the law firm of Richard G. Zellers & Associates, to represent the corporation in said bankruptcy proceedings."

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, Thomas Lisko, Vice President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing resolution and it is true and correct to the best of my knowledge, information and belief.

Date 11/22/2010 Signature /s/Thomas Lisko
Thomas Lisko, Vice President

B4 (Official Form 4) (12/07)

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re *Heather Creek Foods, LLC*
a Corporation

Case No.
Chapter *11*

Debtor(s)

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 and Fed. R. Bankr. P. 1007(m).

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
1 *Thomas Lisko* *109 Heather Creek Run* *Youngstown OH 44511*	Phone: *Thomas Lisko*			*$ 305,034.59*
2 *Bruce Hilty* *Pittsburgh PA*	Phone: *Bruce Hilty*			*$ 250,000.00*
3 *James Lisko* *2728 Robins Avenue* *Niles OH 44446-0000*	Phone: *James Lisko* *2728 Robins Avenue* *Niles OH 44446-0000*			*$ 121,001.25*
4 *Huntington National Bank* *PO Box 182232* *Columbus OH 43218-2356*	Phone: *Huntington National Bank* *PO Box 182232* *Columbus OH 43218-2356*	**Value:* *Net Unsecured:* **Prior Liens Exist*		*$ 99,454.00* *$ 695,000.00* *$ 99,454.00*
5 *Rich Products* *One Robert Rich Way* *Buffalo NY 14213*	Phone: *Rich Products* *One Robert Rich Way* *Buffalo NY 14213*			*$ 77,404.17*

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
6 Don Miguel Foods 1501 West Orangewood Ave. Orange CA 92868	Phone: Don Miguel Foods 1501 West Orangewood Ave. Orange CA 92868			$ 66,686.40
7 DeNiro Cheese 33 East Myrtle Ave. Youngstown OH 44507	Phone: DeNiro Cheese 33 East Myrtle Ave. Youngstown OH 44507			$ 43,474.45
8 Mahoning Valley Indust Loan 4319 Belmont Avenue Youngstown OH 44505	Phone: Huntington National Bank PO Box 182232 Columbus OH 43218-2356	*Value: Net Unsecured: *Prior Liens Exist		$ 84,853.00 $ 695,000.00 $ 33,812.70
9 Court Square Leasing 14 Great Valley Pkwy Suite 100 Malvern PA 19355	Phone: Court Square Leasing 14 Great Valley Pkwy Suite 100 Malvern PA 19355			$ 17,948.61
10 Burris Logistics PO Box 823066 Philadelphia PA 19182	Phone: Burris Logistics PO Box 823066 Philadelphia PA 19182			$ 17,030.74
11 Packer Thomas 1000 Bank One Building Youngstown OH 44503	Phone: Packer Thomas 1000 Bank One Building Youngstown OH 44503			$ 14,000.00
12 Over The Road Logistics 626 Vine Street Cincinnati OH 45202	Phone: Over The Road Logistics 626 Vine Street Cincinnati OH 45202			$ 11,600.00
13 Dollar Leasing Corp 1301 E. Ninth Street Cleveland OH 44114-0000	Phone: Dollar Leasing Corporation 3101 E. Ninth Street Cleveland OH 44114-0000			$ 10,879.02

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
14 Ohio Edison Po Box 3637 Akron OH 44309-0148	Phone: Ohio Edison Po Box 3637 Akron OH 44309-0148			$ 9,800.00
15 Golden Country Foods 300 Moore Road Plover WI 54467	Phone: Golden Country Foods 300 Moore Road Plover WI 54467			$ 9,264.98
16 Capital One Bankruptcy Dept PO Box 85167 Richmond VA 23285-5167	Phone: Capital One Bankruptcy Dept PO Box 85167 Richmond VA 23285-5167			$ 7,150.43
17 KB Pizza 191 Howard Street Franklin PA 16323	Phone: KB Pizza 191 Howard Street Franklin PA 16323			$ 6,500.00
18 Joshen Paper 5808 Grant Street Cleveland OH 44108	Phone: Joshen Paper 5808 Grant Street Cleveland OH 44108			$ 6,193.57
19 Niagara Label 12715 Lewis Road Akron NY 14001	Phone: Niagara Label 12715 Lewis Road Akron NY 14001			$ 6,170.04
20 Dollar Leasing Corp 1301 E. Ninth Street Cleveland OH 44114-0000	Phone: Dollar Leasing Corp 1301 E. Ninth Street Cleveland OH 44114-0000			$ 6,166.09

_____,
Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, *Thomas Lisko*, *Vice President* of the *Corporation* named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding Twenty Largest Unsecured Claims and that they are true and correct to the best of my knowledge, information and belief.

Date: *11/22/2010*

Signature */s/ Thomas Lisko*
Name: *Thomas Lisko*
Title: *Vice President*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re *Heather Creek Foods, LLC,*
a Corporation

Case No.
Chapter *11*

_____/ Debtor

Attorney for Debtor: *Richard G. Zellers*

LIST OF EQUITY SECURITY HOLDERS

Number	Registered Name of Holder of Security	Number of Shares	Class of Shares, Kind of Interest
	Debtor has no Equity Security Holders		

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

I, *Thomas Lisko*, *Vice President* of the *corporation* named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that they are true and correct to the best of my knowledge, information and belief.

Date: *11/22/2010*

Signature: */s/ Thomas Lisko*
Name: *Thomas Lisko*
Title: *Vice President*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO

In re: Heather Creek Foods, LLC

Case No.
Chapter 11

BUSINESS INCOME AND EXPENSES

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:		
1. Gross Income For 12 Months Prior to Filing:		$ 0.00
PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:		
2. Gross Monthly Income:		$ 127,954.00
PART C - ESTIMATED FUTURE MONTHLY EXPENSES:		
3. Net Employee Payroll (Other Than Debtor)	$ 59,177.17	
4. Payroll Taxes	0.00	
5. Unemployment Taxes	0.00	
6. Worker's Compensation	0.00	
7. Other Taxes	766.00	
8. Inventory Purchases (Including raw materials)	0.00	
9. Purchase of Feed/Fertilizer/Seed/Spray	0.00	
10. Rent (Other than debtor's principal residence)	1,755.00	
11. Utilities	4,555.42	
12. Office Expenses and Supplies	18,107.08	
13. Repairs and Maintenance	483.58	
14. Vehicle Expenses	16,910.00	
15. Travel and Entertainment	0.00	
16. Equipment Rental and Leases	0.00	
17. Legal/Accounting/Other Professional Fees	1,116.67	
18. Insurance	1,000.00	
19. Employee Benefits (e.g., pension, medical, etc.)	0.00	
20. Payments to Be Made Directly By Debtor to Secured Creditors For Pre-Petition Business Debts (Specify):		
Loans	$ 11,700.00	
	0.00	
	0.00	
21. Other (Specify)		
	$ 0.00	
	0.00	
	0.00	
22. Total Monthly Expenses		$ 115,570.92
PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:		
23. AVERAGE NET MONTHLY INCOME (Subtract Item 22 from Item 2)		$ 12,383.08

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re *Heather Creek Foods, LLC, a Corporation*

Case No.
Chapter *11*

_____ / Debtor

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*	$ *695,000.00*		
B-Personal Property	*Yes*	*3*	$ *189,026.39*		
C-Property Claimed as Exempt	*No*	*0*			
D-Creditors Holding Secured Claims	*Yes*	*2*		$ *1,022,135.31*	
E-Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	*Yes*	*1*		$ *0.00*	
F-Creditors Holding Unsecured Nonpriority Claims	*Yes*	*8*		$ *1,046,741.97*	
G-Executory Contracts and Unexpired Leases	*Yes*	*1*			
H-Codebtors	*Yes*	*8*			
I-Current Income of Individual Debtor(s)	*No*	*0*			$ *0.00*
J-Current Expenditures of Individual Debtor(s)	*No*	*0*			$ *0.00*
TOTAL		*24*	$ *884,026.39*	$ *2,068,877.28*	

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re *Heather Creek Foods, LLC, a Corporation*

Case No.
Chapter *11*

_____ / Debtor

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)		$

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

In re Heather Creek Foods, LLC, a Corporation
Debtor

Case No. _____
(if known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY ON BEHALF OF A CORPORATION

I, Thomas Lisko, Vice 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 25 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: 11/22/2010

Signature /s/ Thomas Lisko
Name: Thomas Lisko
Title: Vice President

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

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.

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

In re *Heather Creek Foods, LLC*, Debtor(s)

Case No._____ (if known)

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 the 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--H Wife--W Joint--J Community--C	Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption	Amount of Secured Claim
BUILDING *12485 Commissioner Drive* *North Jackson, OH 44451*			*$ 695,000.00*	*$ 695,000.00*
	TOTAL $ (Report also on Summary of Schedules.)		*695,000.00*	

No continuation sheets attached

In re *Heather Creek Foods, LLC*, Debtor(s)

Case No. _____ (if known)

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 the 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	None	Description and Location of Property	Husband--H Wife--W Joint--J Community--C	Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption
1. Cash on hand.		*Cash* *Location: In debtor's possession*		*$ 0.00*
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.		*Huntington National Bank* *Location: In debtor's possession*		*$ 0.00*
		PNC		*$ 1,301.58*
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interest 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			

In re *Heather Creek Foods, LLC*, Debtor(s)

Case No. _____ (if known)

SCHEDULE B-PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	None	Description and Location of Property	Husband--H Wife--W Joint--J Community--C	Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption
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 non-negotiable instruments.	X			
16. Accounts Receivable.		*Account Receivable* *Location: In debtor's possession*		*$ 47,724.81*
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule of Real Property.	X			
20. Contingent and non-contingent 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			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as described 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.		*Equipment* *Location: In debtor's possession*		*$ 80,000.00*

In re Heather Creek Foods, LLC, Debtor(s)

Case No. _____ (if known)

SCHEDULE B-PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	None	Description and Location of Property	Husband--H Wife--W Joint--J Community--C	Current Value of Debtor's Interest, in Property Without Deducting any Secured Claim or Exemption
30. Inventory.		Inventory Location: In debtor's possession		$ 60,000.00
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			
			Total ➔	$ 189,026.39

(Report total also on Summary of Schedules.)
Include amounts from any continuation sheets attached.

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

In re Heather Creek Foods, LLC, Debtor(s)

Case No. _____ (If known)

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 the 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 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 Without Deducting Value of Collateral" 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, if Any" on the Statistical Summary of Certain

☐ 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.)	Co-Debtor	Date Claim was Incurred, Nature of Lien, and Description and Market Value of Property Subject to Lien (H–Husband, W–Wife, J–Joint, C–Community)	Contingent	Unliquidated	Disputed	Amount of Claim Without Deducting Value of Collateral	Unsecured Portion, If Any
Account No: Creditor # : 1 Huntington National Bank PO Box 182232 Columbus OH 43218-2356	X	All goods, machinery, equipment, inventory, accounts receivable, etc. Value: $ 695,000.00				$ 99,454.00	$ 99,454.00
Account No: Creditor # : 2 Huntington National Bank PO Box 182232 Columbus OH 43218-2356		Mortgage All goods, machinery, equipment, inventory, accounts Value: $ 695,000.00				$ 371,230.70	$ 0.00
Account No: Creditor # : 3 JP Morgan Chase Bank, NA 3999 Belmont Avenue Youngstown OH 44505	X	All goods, machinery, equipment, inventory, accounts receivable, etc., Equipment, Value: $ 189,026.39				$ 189,268.61	$ 242.22
1 continuation sheets attached					Subtotal $ (Total of this page)	$ 659,953.31	$ 99,696.22
					Total $ (Use only on last page)	(Report also on Summary of Schedules.)	(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data)

B6D (Official Form 6D) (12/07) - Cont.

In re Heather Creek Foods, LLC, Debtor(s)

Case No. _____ (If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

Creditor's Name and Mailing Address Including ZIP Code and Account Number (See Instructions Above.)	Co-Debtor	Date Claim was Incurred, Nature of Lien, and Description and Market Value of Property Subject to Lien (H--Husband, W--Wife, J--Joint, C--Community)	Contingent	Unliquidated	Disputed	Amount of Claim Without Deducting Value of Collateral	Unsecured Portion, If Any
Account No: Creditor # : 4 Mahoning County Treasurer 120 Market Street Youngstown OH 44503		Value: $ 0.00				$ 4,600.00	$ 4,600.00
Account No: Creditor # : 5 Mahoning Valley Econ Dev Corp MVEDC 4319 Belmont Avenue Youngstown OH 44505	X	Mortgage All goods, machinery, equipment, inventory, accounts Value: $ 695,000.00				$ 272,729.00	$ 0.00
Account No: Creditor # : 6 Mahoning Valley Indust Loan 4319 Belmont Avenue Youngstown OH 44505	X	Mortgage All goods, machinery, equipment, inventory, accounts Value: $ 695,000.00				$ 84,853.00	$ 33,812.70
Account No:		Value:					
Account No:		Value:					
Account No:		Value:					

Sheet no. 1 of 1 continuation sheets attached to Schedule of Creditors Holding Secured Claims

Subtotal $ (Total of this page)	$ 362,182.00	$ 38,412.70
Total $ (Use only on last page)	$ 1,022,135.31 (Report also on Summary of Schedules.)	$ 138,108.92 (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data)

B6E (Official Form 6E) (04/10)

In re Heather Creek Foods, LLC, Debtor(s)

Case No._____ (If known)

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 "Total" 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 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).

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

No continuation sheets attached

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

In re *Heather Creek Foods, LLC*, Debtor(s) Case No. _____ (if known)

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 total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedules. Report this total also on

☐ 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.)	Co-Debtor	Husband, Wife, Joint, or Community (H--Husband W--Wife J--Joint C--Community)	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: *Creditor # : 1 B&K Manufacturing 131 Kline Avenue Callery PA 16024*	X						$ 4,984.50
Account No: *Creditor # : 2 Berran Industrial Group 620 Walnut Street Kent OH 44240*	X						$ 5,462.15
Account No: *Creditor # : 3 Bird Dog Services PO Box 540038 Omaha NE 68154*	X						$ 1,600.00
Account No: *Creditor # : 4 Bruce Hilty Pittsburgh PA*							$ 250,000.00
7 continuation sheets attached						Subtotal $	$ 262,046.65
						Total $ (Use only on last page of the completed Schedule F. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related	

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

In re Heather Creek Foods, LLC, Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address Including Zip Code, And Account Number (See instructions above.)	Co-Debtor	H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 5 Burris Logistics PO Box 823066 Philadelphia PA 19182	X						$ 17,030.74
Account No: Creditor # : 6 Capital One Bankruptcy Dept PO Box 85167 Richmond VA 23285-5167	X						$ 7,150.43
Account No: Creditor # : 7 Cargil Kitchens Solutions PO Box 640283 Pittsburgh PA 15264-0197	X						$ 4,957.50
Account No: Creditor # : 8 Court Square Leasing 14 Great Valley Pkwy Suite 100 Malvern PA 19355	X		Equipment Lease				$ 17,948.61
Account No: Creditor # : 9 Damascus Bakery 56 Gold Street Brooklyn NY 11201	X						$ 2,174.00
Account No: Creditor # : 10 Dancer Logistics 900 Gressel Drive Delphos OH 45833	X						$ 3,400.00

Sheet No. 1 of 7 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal $ $ 52,661.28

Total $

(Use only on last page of the completed Schedule F. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related

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

In re Heather Creek Foods, LLC, Case No.
Debtor(s) (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor	H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 11 Deibel Labs PO Box 1056 Osprey FL 34229	X						$ 1,131.71
Account No: Creditor # : 12 DeNiro Cheese 33 East Myrtle Ave. Youngstown OH 44507	X						$ 43,474.45
Account No: Creditor # : 13 Dollar Leasing Corp 1301 E. Ninth Street Cleveland OH 44114-0000	X		Equipment Lease				$ 6,166.09
Account No: Creditor # : 14 Dollar Leasing Corp 1301 E. Ninth Street Cleveland OH 44114-0000			Equipment Lease				$ 10,879.02
Account No: Creditor # : 15 Don Miguel Foods 1501 West Orangewood Ave. Orange CA 92868	X						$ 66,686.40
Account No: Creditor # : 16 E-Z Label 354 Bedford Rd. Brookfield OH 44403	X						$ 3,776.64

Sheet No. 2 of 7 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal $ $ 132,114.31

Total $

(Use only on last page of the completed Schedule F. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related

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

In re Heather Creek Foods, LLC, Debtor(s)

Case No. _____ (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor	H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 17 General Mills PO Box 360009 Pittsburgh PA 15251	X						$ 4,250.00
Account No: Creditor # : 18 Golden Country Foods 300 Moore Road Plover WI 54467	X						$ 9,264.98
Account No: Creditor # : 19 James Lisko 2728 Robins Avenue Niles OH 44446-0000							$ 121,001.25
Account No: Creditor # : 20 JIT Packaging 1250 Page Road Aurora OH 44202	X						$ 5,737.85
Account No: Creditor # : 21 Joshen Paper 5808 Grant Street Cleveland OH 44108	X						$ 6,193.57
Account No: Creditor # : 22 Just Desserts 550 85th Oakland CA 94621	X						$ 2,447.00

Sheet No. 3 of 7 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal $ $ 148,894.65

Total $

(Use only on last page of the completed Schedule F. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related

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

In re Heather Creek Foods, LLC, Debtor(s)

Case No. _____ (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address Including Zip Code, And Account Number (See instructions above.)	Co-Debtor	H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 23 KB Pizza 191 Howard Street Franklin PA 16323	X						$ 6,500.00
Account No: Creditor # : 24 Logmatix Labels 1235 C Kennestone Circle Marietta GA 30066	X						$ 4,699.69
Account No: Creditor # : 25 Mahoning Sanitary Engineer PO Box 89 Struthers OH 44471	X						$ 0.00
Account No: Creditor # : 26 Niagara Label 12715 Lewis Road Akron NY 14001	X						$ 6,170.04
Account No: Creditor # : 27 Ohio Edison Po Box 3637 Akron OH 44309-0148	X						$ 9,800.00
Account No: Creditor # : 28 Orlando Bakery 7777 Grand Avenue Cleveland OH 44104	X						$ 580.45
						Subtotal $	$ 27,750.18
						Total $	

Sheet No. 4 of 7 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

(Use only on last page of the completed Schedule F. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related

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

In re Heather Creek Foods, LLC, Debtor(s)

Case No. _____ (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address including Zip Code, And Account Number (See instructions above.)	Co-Debtor	H-Husband W-Wife J-Joint C-Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 29 Over The Road Logistics 626 Vine Street Cincinnati OH 45202	X						$ 11,600.00
Account No: Creditor # : 30 P&S Bakery 3279 East Western Reserve Poland OH 44514	X						$ 1,399.44
Account No: Creditor # : 31 Packer Thomas 1000 Bank One Building Youngstown OH 44503	X						$ 14,000.00
Account No: Creditor # : 32 PCA 708 Killian Road Akron OH 44319	X						$ 2,523.40
Account No: Creditor # : 33 Premium Meats 241 Logan Avenue Warren OH 44483	X						$ 1,876.50
Account No: Creditor # : 34 Rich Products One Robert Rich Way Buffalo NY 14213	X						$ 77,404.17

Sheet No. 5 of 7 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal $ $ 108,803.51

Total $

(Use only on last page of the completed Schedule F. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related

In re Heather Creek Foods, LLC, Debtor(s)

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address Including Zip Code, And Account Number (See instructions above.)	Co-Debtor	H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 35 Rose Packing 56 South Barrington Road Barrington IL 60010	X						$ 890.00
Account No: Creditor # : 36 Seven Brothers 1418 Red Hill Road Dauphin PA 17018	X						$ 2,193.20
Account No: Creditor # : 37 Speedy Foods 7033 E. 49th Avenue Commerce City CO 80022	X						$ 2,098.14
Account No: Creditor # : 38 Steritech 7600 Little Avenue Charlotte NC 28226	X						$ 1,128.93
Account No: Creditor # : 39 Thomas Lisko 109 Heather Creek Run Youngstown OH 44511	X						$ 305,034.59
Account No: Creditor # : 40 World Wide Express 610 Warrendale Road Gibsonia PA 15044	X						$ 467.98

Sheet No. 6 of 7 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal $ $ 311,812.84

Total $

(Use only on last page of the completed Schedule F. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related

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

In re Heather Creek Foods, LLC, Debtor(s)

Case No. _____ (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

Creditor's Name, Mailing Address Including Zip Code, And Account Number (See instructions above.)	Co-Debtor	H--Husband W--Wife J--Joint C--Community	Date Claim was Incurred, and Consideration for Claim. If Claim is Subject to Setoff, so State.	Contingent	Unliquidated	Disputed	Amount of Claim
Account No: Creditor # : 41 Zenith Bag Co. 17625 E. Railroad Street City of Industry CA 91748	X						$ 2,370.00
Account No: Creditor # : 42 Zep Manufacturing 13237 Collection Center Dr. Chicago IL 60693-2444	X						$ 288.55
Account No:							
Account No:							
Account No:							
Account No:							

Sheet No. 7 of 7 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal $ $ 2,658.55

Total $ $ 1,046,741.97

(Use only on last page of the completed Schedule F. Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related

B6G (Official Form 6G) (12/07)

In re *Heather Creek Foods, LLC* / Debtor Case No. _____ (if known)

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 the nature of debtor's interests 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 the 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.
Court Square Leasing *14 Great Valley Pkwy* *Suite 100* *Malvern PA 19355*	Contract Type: Terms: Beginning date: Debtor's Interest: Description: Buyout Option:
Dollar Leasing Corp *1301 E. Ninth Street* *Cleveland OH 44114-0877*	Contract Type: *Lease* Terms: *60 months* Beginning date: *11/2/2007* Debtor's Interest: Description: Buyout Option: *$1.00*
Dollar Leasing Corp *1301 E. Ninth Street* *Cleveland OH 44114-0877*	Contract Type: *Lease* Terms: *36 months* Beginning date: *5/14/2008* Debtor's Interest: Description: *Thirty-six (36) 2 Shelf/2 Door Warming Cabinet* Buyout Option: *$1.00*
Ramsgate Leasing Systems, LLC *24 Commerce Street* *Newark NJ 07102*	Contract Type: *Lease* Terms: *60 months* Beginning date: *2/25/2008* Debtor's Interest: Description: *1- New Italwrap Ewp 600E Flow Wraper and 1- Side Belt Automatic Carton Sealer* Buyout Option: *$1.00*

In re *Heather Creek Foods, LLC* / Debtor Case No. _____ (if known)

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 the 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 preceeding the commencement of the case, identify the name of the debtors 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 the debtor has no codebtors.

Name and Address of Codebtor	Name and Address of Creditor
Bruce Hilty	*B&K Manufacturing* *131 Kline Avenue* *Callery PA 16024* *Berran Industrial Group* *620 Walnut Street* *Kent OH 44240* *Bird Dog Services* *PO Box 540038* *Omaha NE 68154* *Burris Logistics* *PO Box 823066* *Philadelphia PA 19182* *Capital One* *Bankruptcy Dept* *PO Box 85167* *Richmond VA 23285-5167* *Cargil Kitchens Solutions* *PO Box 640283* *Pittsburgh PA 15264-0197* *Court Square Leasing* *14 Great Valley Pkwy* *Suite 100* *Malvern PA 19355* *Damascus Bakery* *56 Gold Street* *Brooklyn NY 11201* *Dancer Logistics* *900 Gressel Drive* *Delphos OH 45833*

In re *Heather Creek Foods, LLC* / Debtor Case No. _____ (if known)

SCHEDULE H-CODEBTORS

Name and Address of Codebtor	Name and Address of Creditor
	Deibel Labs PO Box 1056 Osprey FL 34229
Bruce Hilty...continued	DeNiro Cheese 33 East Myrtle Ave. Youngstown OH 44507
	Dollar Leasing Corp 1301 E. Ninth Street Cleveland OH 44114-0000
	Don Miguel Foods 1501 West Orangewood Ave. Orange CA 92868
	E-Z Label 354 Bedford Rd. Brookfield OH 44403
	General Mills PO Box 360009 Pittsburgh PA 15251
	Golden Country Foods 300 Moore Road Plover WI 54467
	Huntington National Bank PO Box 182232 Columbus OH 43218-2356
	JIT Packaging 1250 Page Road Aurora OH 44202
	Joshen Paper 5808 Grant Street Cleveland OH 44108
	JP Morgan Chase Bank, NA 3999 Belmont Avenue Youngstown OH 44505
	Just Desserts 550 85th Oakland CA 94621

In re *Heather Creek Foods, LLC* / Debtor Case No. _____ (if known)

SCHEDULE H-CODEBTORS

Name and Address of Codebtor	Name and Address of Creditor
Bruce Hilty...continued	*KB Pizza* *191 Howard Street* *Franklin PA 16323* *Logmatix Labels* *1235 C Kennestone Circle* *Marietta GA 30066* *Mahoning Sanitary Engineer* *PO Box 89* *Struthers OH 44471* *Mahoning Valley Econ Dev Corp* *MVEDC* *4319 Belmont Avenue* *Youngstown OH 44505* *Mahoning Valley Indust Loan* *4319 Belmont Avenue* *Youngstown OH 44505* *Niagara Label* *12715 Lewis Road* *Akron NY 14001* *Ohio Edison* *Po Box 3637* *Akron OH 44309-0148* *Orlando Bakery* *7777 Grand Avenue* *Cleveland OH 44104* *Over The Road Logistics* *626 Vine Street* *Cincinnati OH 45202* *P&S Bakery* *3279 East Western Reserve* *Poland OH 44514* *Packer Thomas* *1000 Bank One Building* *Youngstown OH 44503*

In re *Heather Creek Foods, LLC* / Debtor Case No. _____ (if known)

SCHEDULE H-CODEBTORS

Name and Address of Codebtor	Name and Address of Creditor
	PCA 708 Killian Road Akron OH 44319
Bruce Hilty...continued	Premium Meats 241 Logan Avenue Warren OH 44483
	Rich Products One Robert Rich Way Buffalo NY 14213
	Rose Packing 66 South Barrington Road Barrington IL 60010
	Seven Brothers 1418 Red Hill Road Dauphin PA 17018
	Speedy Foods 7033 E. 49th Avenue Commerce City CO 80022
	Steritech 7600 Little Avenue Charlotte NC 28226
	World Wide Express 610 Warrendale Road Gibsonia PA 15044
	Zenith Bag Co. 17625 E. Railroad Street City of Industry CA 91748
	Zep Manufacturing 13237 Collection Center Dr. Chicago IL 60693-2444
Thomas Lisko	B&K Manufacturing 131 Kline Avenue Callery PA 16024
	Berran Industrial Group 620 Walnut Street Kent OH 44240

In re *Heather Creek Foods, LLC* / Debtor Case No. _____ (if known)

SCHEDULE H-CODEBTORS

Name and Address of Codebtor	Name and Address of Creditor
Thomas Lisko...continued	*Bird Dog Services* *PO Box 540038* *Omaha NE 68154* *Burris Logistics* *PO Box 823066* *Philadelphia PA 19182* *Capital One* *Bankruptcy Dept* *PO Box 85167* *Richmond VA 23285-5167* *Cargil Kitchens Solutions* *PO Box 640283* *Pittsburgh PA 15264-0197* *Court Square Leasing* *14 Great Valley Pkwy* *Suite 100* *Malvern PA 19355* *Damascus Bakery* *56 Gold Street* *Brooklyn NY 11201* *Dancer Logistics* *900 Gressel Drive* *Delphos OH 45833* *Deibel Labs* *PO Box 1056* *Osprey FL 34229* *DeNiro Cheese* *33 East Myrtle Ave.* *Youngstown OH 44507* *Dollar Leasing Corp* *1301 E. Ninth Street* *Cleveland OH 44114-0000* *Don Miguel Foods* *1501 West Orangewood Ave.* *Orange CA 92868*

In re *Heather Creek Foods, LLC* / Debtor Case No. _____ (if known)

SCHEDULE H-CODEBTORS

Name and Address of Codebtor	Name and Address of Creditor
Thomas Lisko...continued	*E-Z Label* *354 Bedford Rd.* *Brookfield OH 44403* *General Mills* *PO Box 360009* *Pittsburgh PA 15251* *Golden Country Foods* *300 Moore Road* *Plover WI 54467* *Huntington National Bank* *PO Box 182232* *Columbus OH 43218-2356* *JIT Packaging* *1250 Page Road* *Aurora OH 44202* *Joshen Paper* *5808 Grant Street* *Cleveland OH 44108* *JP Morgan Chase Bank, NA* *3999 Belmont Avenue* *Youngstown OH 44505* *Just Desserts* *550 85th* *Oakland CA 94621* *KB Pizza* *191 Howard Street* *Franklin PA 16323* *Logmatix Labels* *1235 C Kennestone Circle* *Marietta GA 30066* *Mahoning Sanitary Engineer* *PO Box 89* *Struthers OH 44471*

In re *Heather Creek Foods, LLC* / Debtor Case No. _____ (if known)

SCHEDULE H-CODEBTORS

Name and Address of Codebtor	Name and Address of Creditor
	Mahoning Valley Econ Dev Corp *MVEDC* *4319 Belmont Avenue* *Youngstown OH 44505*
Thomas Lisko...continued	*Mahoning Valley Indust Loan* *4319 Belmont Avenue* *Youngstown OH 44505*
	Niagara Label *12715 Lewis Road* *Akron NY 14001*
	Ohio Edison *Po Box 3637* *Akron OH 44309-0148*
	Orlando Bakery *7777 Grand Avenue* *Cleveland OH 44104*
	Over The Road Logistics *626 Vine Street* *Cincinnati OH 45202*
	P&S Bakery *3279 East Western Reserve* *Poland OH 44514*
	Packer Thomas *1000 Bank One Building* *Youngstown OH 44503*
	PCA *708 Killian Road* *Akron OH 44319*
	Premium Meats *241 Logan Avenue* *Warren OH 44483*
	Rich Products *One Robert Rich Way* *Buffalo NY 14213*

In re *Heather Creek Foods, LLC* / Debtor Case No. _____ (if known)

SCHEDULE H-CODEBTORS

Name and Address of Codebtor	Name and Address of Creditor
	Rose Packing *66 South Barrington Road* *Barrington IL 60010*
Thomas Lisko...continued	*Seven Brothers* *1418 Red Hill Road* *Dauphin PA 17018*
	Speedy Foods *7033 E. 49th Avenue* *Commerce City CO 80022*
	Steritech *7600 Little Avenue* *Charlotte NC 28226*
	Thomas Lisko *109 Heather Creek Run* *Youngstown OH 44511*
	World Wide Express *610 Warrendale Road* *Gibsonia PA 15044*
	Zenith Bag Co. *17625 E. Railroad Street* *City of Industry CA 91748*
	Zep Manufacturing *13237 Collection Center Dr.* *Chicago IL 60693-2444*

Form 7 (04/10)

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re: *Heather Creek Foods, LLC,*
a Corporation

Case No.

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 diclose the child's name. See, 11 U.S.C. § 112 and 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 the 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 my also 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 corporation debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. §101.

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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
	2010 to date: $1,309,000.00 (aaproximately)
	2009: $1,237,509.00
	2008: $3,321,504.00

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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, 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.)

3. Payments to creditors

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

a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor, made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than $600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor 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

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

None but regular payments

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 this 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 creditor counseling agency. (Married debtors filingunder 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.)

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

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
See Attached List			

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
The Huntington National Bank vs. Heather Creek Foods LLC, et al *2010 CV 03827*	*Foreclosure*	*Mahoing County Common Pleas Court, Youngstown, OH*	*pending*
Huntington National Bank vs. Heather Creek Foods LLC 2010 cv 3804	*Cognovit Complaint*	*Mahoning County Common Pleas, Youngstown, OH*	*pending*
JPMorgan Chase Bank NA vs. Heather Creek Foods LLC	*Cognovit Complaint*	*Mahoning County Common Pleas, Youngstown, OH*	*Judgment*

STATEMENT OF FINANCIAL AFFAIRS
#3c

1. Huntington Loan for 2004 was paid off. (Sky Bank at the time)
2. Payroll

Date	Tom Lisko	Bruce Hilty
Oct 20, 2008 through December 31, 2008	$6000.00	$6000.00
Year 2009	$28,700.00	$28,700.0
Through 10/23/10	$8,800.00	$3,900.00

3. Expenses paid back

Date	Jim Lisko	Maria Lisko
8/25/09	$164.42 pepperoni rolls	
9/11/09	$450.00 Cheese	
3/15/10	$1038.84 Labels	
4/1/10	$60.00 pallets	
5/21/10	$85.00 cheese	
9/21/10		$954.00 ingredients

4. Loans paid back (Jim and Tom Lisko have loaned all back plus to company)

Date	Jim Lisko	Bruce Hilty	Tom Lisko
11/25/08		$5000.00	
4/28/09			$2000.00
7/13/09	$2000.00		
7/20/09	$9,132.00		
7/20/09	$12,323.00		
2/17/10		$1000.00	$1000.00
3/29/10			$1000.00
4/29/10			$1500.00

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
2009 CV 4104			

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.)

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.)

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.)

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.)

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.)

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.)

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 a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY	
Payee: Richard G. Zellers	*Payor: Heather Creek Foods, LLC*	*10/18/10*	*$20,860.00*
		11/02/10	*1,000.00*
		11/10/10	*1,000.00*
		11/16/10	*2,040.00*

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.)

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 benificiary.

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.)

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.)

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.)

14. Property held for another person

None ☒

List all property owned by another person that the debtor holds or controls.

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.

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.

17. Environmental Information

None ☒

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 hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar termunder an Environmental Law:

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:

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.

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.

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 commencment 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 commencment of this case.

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 AND ADDRESS | DATES SERVICES RENDERED

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.)

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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

Tom Lisko

None ☒ b. List all firms or individuals who within 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.

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

Tom Lisko

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	ADDRESS	DATES ISSUED
Huntington National Bank		*Dates:*
MEDVEC		
JPMorgan Chase		

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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)
Last:11/22/10	*Supervisor:Tom Liso*	*Cost Basis for Perishable Items $81,968.20*

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

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.

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.

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.

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.

23. Withdrawals from a partnership or distribution 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.

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 preceeding the commencement of the case.

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.

[If completed on behalf of a partnership or corporation]

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 11/22/2010 Signature /s/ Thomas Lisko

Thomas Lisko Vice President
Print Name and Title

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

____continuation sheets attached

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.

Rule 2016(b) (8/91)

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re *Heather Creek Foods, LLC, a Corporation* Case No.
Chapter *11*

_____ / Debtor

Attorney for Debtor: *Richard G. Zellers*

STATEMENT PURSUANT TO RULE 2016(B)

The undersigned, pursuant to Rule 2016(b), Bankruptcy Rules, states that:

1. The undersigned is the attorney for the debtor(s) in this case.

2. The compensation paid or agreed to be paid by the debtor(s), to the undersigned is:
   a) For legal services rendered or to be rendered in contemplation of and in connection with this case . . . . . $ *25,000.00*
   b) Prior to the filing of this statement, debtor(s) have paid . . . . . $ *25,000.00*
   c) The unpaid balance due and payable is . . . . . $ *0.00*

3. $ *1,039.00* of the filing fee in this case has been paid.

4. The Services rendered or to be rendered include the following:
   a) Analysis of the financial situation, and rendering advice and assistance to the debtor(s) in determining whether to file a petition under title 11 of the United States Code.
   b) Preparation and filing of the petition, schedules, statement of financial affairs and other documents required by the court.
   c) Representation of the debtor(s) at the meeting of creditors.

5. The source of payments made by the debtor(s) to the undersigned was from earnings, wages and compensation for services performed, and
   None other

6. The source of payments to be made by the debtor(s) to the undersigned for the unpaid balance remaining, if any, will be from earnings, wages and compensation for services performed, and
   None other

7. The undersigned has received no transfer, assignment or pledge of property from debtor(s) except the following for the value stated:
   None

8. The undersigned has not shared or agreed to share with any other entity, other than with members of undersigned's law firm, any compensation paid or to be paid except as follows:
   None

Dated: *11/22/2010*

Respectfully submitted,

X */s/ Richard G. Zellers*

Attorney for Petitioner: *Richard G. Zellers*
Richard G. Zellers & Associates

3810 Starrs Centre Drive
Canfield OH 44406
(330) 702-0780

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re *Heather Creek Foods, LLC,*
a Corporation

Case No.
Chapter *11*

/ Debtor

Attorney for Debtor: *Richard G. Zellers*

VERIFICATION OF CREDITOR MATRIX

The above named Debtor(s) hereby verify that the attached list of creditors is true and correct to the best of our knowledge.

Date: *11/22/2010*

/s/ Thomas Lisko
Debtor

Huntington National Bank
PO Box 182232
Columbus, OH 43218-2356

JP Morgan Chase Bank, NA
3999 Belmont Avenue
Youngstown, OH 44505

Mahoning County Treasurer
120 Market Street
Youngstown, OH 44503

Mahoning Valley Econ Dev Corp
MVEDC
4319 Belmont Avenue
Youngstown, OH 44505

Mahoning Valley Indust Loan
4319 Belmont Avenue
Youngstown, OH 44505

B&K Manufacturing
131 Kline Avenue
Callery, PA 16024

Berran Industrial Group
620 Walnut Street
Kent, OH 44240

Bird Dog Services
PO Box 540038
Omaha, NE 68154

Bruce Hilty
Pittsburgh, PA

Cargil Kitchens Solutions
PO Box 640283
Pittsburgh, PA 15264-0197

Damascus Bakery
56 Gold Street
Brooklyn, NY 11201

Dancer Logistics
900 Gressel Drive
Delphos, OH 45833

Deibel Labs
PO Box 1056
Osprey, FL 34229

E-Z Label
354 Bedford Rd.
Brookfield, OH 44403

General Mills
PO Box 360009
Pittsburgh, PA 15251

JIT Packaging
1250 Page Road
Aurora, OH 44202

Just Desserts
550 85th
Oakland, CA 94621

Logmatix Labels
1235 C Kennestone Circle
Marietta, GA 30066

Mahoning Sanitary Engineer
PO Box 89
Struthers, OH 44471

Orlando Bakery
7777 Grand Avenue
Cleveland, OH 44104

P&S Bakery
3279 East Western Reserve
Poland, OH 44514

PCA
708 Killian Road
Akron, OH 44319

Premium Meats
241 Logan Avenue
Warren, OH 44483

Rose Packing
66 South Barrington Road
Barrington, IL 60010

Seven Brothers
1418 Red Hill Road
Dauphin, PA 17018

Speedy Foods
7033 E. 49th Avenue
Commerce City, CO 80022

Steritech
7600 Little Avenue
Charlotte, NC 28226

Thomas Lisko
109 Heather Creek Run
Youngstown, OH 44511

World Wide Express
610 Warrendale Road
Gibsonia, PA 15044

Zenith Bag Co.
17625 E. Railroad Street
City of Industry, CA 91748

Zep Manufacturing
13237 Collection Center Dr.
Chicago, IL 60693-2444