

**United States Bankruptcy Court
Southern District of Ohio-Columbus**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Eastwood Dairy, LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 20-1964283	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 9235 Wildman Road South Charleston, OH	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 45368-9515	ZIP Code
County of Residence or of the Principal Place of Business: Clark	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code

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

<p align="center">Type of Debtor (Form of Organization) (Check one box)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p>	<p align="center">Nature of Business (Check one box)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <hr/> <p align="center">Tax-Exempt Entity (Check box, if applicable)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p>	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <hr/> <p align="center">Nature of Debts (Check one box)</p> <p><input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p align="center">Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.</p> <p><input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.</p>	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>).</p> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition.</p> <p><input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).</p>
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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.

Estimated Number of Creditors

<input type="checkbox"/> 1-49	<input checked="" type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
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Estimated Assets

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

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Eastwood Dairy, LLC
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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:

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

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

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

No.

Exhibit D

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

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue
(Check any applicable box)

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

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

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

Certification by a Debtor Who Resides as a Tenant of Residential Property
(Check all applicable boxes)

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

(Name of landlord that obtained judgment)

(Address of landlord)

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

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

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

Voluntary Petition

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

Name of Debtor(s):
Eastwood Dairy, LLC

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 Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____
Date


Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Attorney*

X 
Signature of Attorney for Debtor(s)

Daniel R. Swetnam 0011022
Printed Name of Attorney for Debtor(s)

Schottenstein, Zox & Dunn Co. LPA
Firm Name

**250 West Street
Suite 700
Columbus, OH 43215**
Address

(614) 462-2700 Fax: (614) 224-3568
Telephone Number

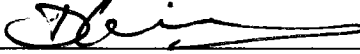
August 10, 2011
Date

*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 Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

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

X 
Signature of Authorized Individual

Dirk Winkel
Printed Name of Authorized Individual

Manager
Title of Authorized Individual

August 10, 2011
Date

**ACTIONS TAKEN IN WRITING WITHOUT A MEETING
BY THE MEMBERS AND MANAGER OF EASTWOOD DAIRY, LLC**

August 3, 2011

The undersigned, being the Members and sole Manager of Eastwood Dairy, LLC (“Eastwood Dairy” or the “Company”), do hereby take and adopt the following actions in writing and without a meeting, effective the date first written above, in accordance with the requirements of applicable law:

RESOLVED, that in the judgment of the undersigned, it is in the best interest of the Company that the Company commence a chapter 11 case by filing a voluntary petition seeking to reorganize its business, financial and other affairs under the provision of Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”); and

RESOLVED, that the Company enter into a representation agreement with Schottenstein, Zox & Dunn Co., LPA (“SZD”), pursuant to which SZD shall provide legal services to the Company in connection with the institution, processing, monitoring and supervision of a Chapter 11 case, or any other bankruptcy or liquidation proceedings; and that Dirk Winkel is authorized to execute any and all documents necessary or proper in connection with such representation; and

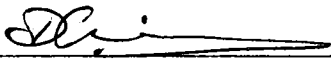
RESOLVED, that Dirk Winkel is hereby authorized, either upon the advice of SZD or upon his own determination that the financial condition of the Company so warrants, to take any action of whatever nature or kind necessary and proper to institute a bankruptcy case under Title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of Ohio and to enter into any transaction or agreement and to take any other action after the institution of bankruptcy case which he deems to be in the best interest of the Company; and

RESOLVED, that Dirk Winkel is authorized and directed to sign and file all necessary petitions, forms, schedules, papers and documents, and to do or cause to be done such other acts as he deems necessary or proper, in order to carry out the filing of a case in bankruptcy and to effectuate fully the purposes of the foregoing resolutions; and

The foregoing constitutes a complete record of actions taken by the undersigned effective the day and year first above written.

This document may be executed in counterparts and by telecopy or .pdf, all of which will constitute but one document, binding on all parties even though all parties may not have executed the original or the same counterpart.


EASTWOOD DAIRY, LLC

By: 

Dirk Winkel, Manager


The undersigned, being all of the Members of Eastwood Dairy, LLC, do hereby consent to the above:

MEMBERS:



Dirk Winkel, Individually

D. Winkel, B.V., a Netherlands B.V.

By: 

Dirk Winkel

United States Bankruptcy Court
Southern District of Ohio-Columbus

In re Eastwood Dairy, LLC

Debtor(s)

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
AgStar Financial Services, FLCA 1921 Perimeter Drive Mankato, MN 56001	AgStar Financial Services, FLCA 1921 Perimeter Drive Mankato, MN 56001		Unliquidated	4,161,772.31 (2,000,000.00 secured)
AgStar Financial Services, PCA 1921 Perimeter Drive Mankato, MN 56001	AgStar Financial Services, PCA 1921 Perimeter Drive Mankato, MN 56001		Unliquidated	2,219,599.00 (1,500,000.00 secured)
Premier Feeds Melvin Plant 292 N. Howard Street Sabina, OH 45169	Premier Feeds Melvin Plant 292 N. Howard Street Sabina, OH 45169			107,196.07
Kentucky Heifer Growers 100 Georgetown Lane Glasgow, KY 42141	Kentucky Heifer Growers 100 Georgetown Lane Glasgow, KY 42141			91,571.48
Development Specialists, Inc. Three First National Plaza 70 W. Madison Street Chicago, IL 60602-4250	Development Specialists, Inc. Three First National Plaza 70 W. Madison Street Chicago, IL 60602-4250			49,781.74
Commodities Plus 427 West First Avenue Spokane, WA 99201	Commodities Plus 427 West First Avenue Spokane, WA 99201			19,210.81
John Ayars 4381 Rosedale Road Mechanicsburg, OH 43044	John Ayars 4381 Rosedale Road Mechanicsburg, OH 43044			18,827.35
Elanco Animal Health 25399 Network Place Chicago, IL 60673-1253	Elanco Animal Health 25399 Network Place Chicago, IL 60673-1253			18,016.00
Lexatron Animal Health Dept. 1305 Denver, CO 80256	Lexatron Animal Health Dept. 1305 Denver, CO 80256			17,074.80
AgStar Financial Services, ACA P.O. Box 7005 Albert Lea, MN 56007	AgStar Financial Services, ACA P.O. Box 7005 Albert Lea, MN 56007			15,395.75
Trupointe Cooperative, Inc. P.O. Box 189 Xenia, OH 45385-0189	Trupointe Cooperative, Inc. P.O. Box 189 Xenia, OH 45385-0189			15,176.84
Sanimax Marketing, Inc. 39379 Treasury Center Chicago, IL 60694	Sanimax Marketing, Inc. 39379 Treasury Center Chicago, IL 60694			12,798.93

Debtor(s)


LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Prengers Inc. 14 E. Main Street Yorkshire, OH 45388	Prengers Inc. 14 E. Main Street Yorkshire, OH 45388			10,913.87
Global Agricultural Holdings, LLC 3040 Prairie Street, S.W. Grandville, MI 49418	Global Agricultural Holdings, LLC 3040 Prairie Street, S.W. Grandville, MI 49418		Disputed	10,224.39
Philippe Companies 620 Phillips Drive Dayton, OH 45434	Philippe Companies 620 Phillips Drive Dayton, OH 45434			5,779.23
Coba Select Sires 1224 Alton Darby Creek Road Columbus, OH 43228	Coba Select Sires 1224 Alton Darby Creek Road Columbus, OH 43228			5,384.10
Commodity Specialists Company Kansas P.O. Box 802233 Kansas City, MO 64180	Commodity Specialists Company Kansas P.O. Box 802233 Kansas City, MO 64180			5,029.70
Michael Grand 9715 Irwin Road Irwin, OH 43029	Michael Grand 9715 Irwin Road Irwin, OH 43029			4,901.20
Dayton Power and Light P.O. Box 740598 Cincinnati, OH 45274	Dayton Power and Light P.O. Box 740598 Cincinnati, OH 45274			4,828.93
Mike Beachy 4060 AW Wilson Road Plain City, OH 43064	Mike Beachy 4060 AW Wilson Road Plain City, OH 43064			4,650.00
Commodity Specialists Company P.O. Box 795219 St. Louis, MO	Commodity Specialists Company P.O. Box 795219 St. Louis, MO			4,624.76

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

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

Date August 10, 2011

Signature 
Dirk Winkel
Manager

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.