

B1 (Official Form 1)(12/11)

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): BCAS, 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): DBA Tilton's Automotive Service	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) 54-2186102	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): 6568 High Street Worthington, OH ZIP Code 43085	Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code
County of Residence or of the Principal Place of Business: Franklin	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): P.O. Box 1142 Worthington, OH ZIP Code 43085	Mailing Address of Joint Debtor (if different from street address): ZIP Code

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

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

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
--	---

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 checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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

<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$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

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$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

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): BCAS, LLC
---	--

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>
---	--

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):
BCAS, 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 Attorney*

X /s/ Richard K. Stovall
Signature of Attorney for Debtor(s)

Richard K. Stovall 0029978
Printed Name of Attorney for Debtor(s)

Allen Kuehnle Stovall & Neuman LLP
Firm Name

17 South High Street
Suite 1220
Columbus, OH 43215

Address

(614) 221-8500 Fax: (614) 221-5988
Telephone Number

September 3, 2012
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

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

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Andrew S. Tilton
Signature of Authorized Individual

Andrew S. Tilton
Printed Name of Authorized Individual

Manager
Title of Authorized Individual

September 3, 2012
Date

RESOLUTIONS OF ALL OF THE ORIGINAL MEMBERS OF BCAS, LLC

DATED: September 3, 2012

The undersigned, being all of the Original Members of BCAS, LLC dba Tilton's Automotive Services, an Ohio limited liability company (the "Company"), and constituting all of the authorized voting members of the Company, hereby adopt the following Resolutions:

AUTHORIZATION OF FILING CHAPTER 11 BANKRUPTCY

WHEREAS, the Company, through its Original and authorized voting members, deems it advisable and in the best interests of the Company, its creditors, and all parties in interest to seek protection under Chapter 11 of the Title 11 of the United States Code, and to employ competent professional assistance to guide the Company through the bankruptcy process;

RESOLVED, that the Company be, and hereby is, authorized to file a petition for relief under Chapter 11 of Title 11 of the United States Code ("Bankruptcy Code") with United States Bankruptcy Court for the Southern District of Ohio, Eastern Division (the "Bankruptcy Proceeding");

RESOLVED FURTHER, that Andrew S. Tilton is hereby authorized to execute and file on behalf of the Company any and all petitions for relief, papers, and other documents which are proper and necessary to initiate the Bankruptcy Proceeding, together with any and all other papers and documents incidental thereto. The execution of any document by Andrew S. Tilton as "Authorized Member", or "Member" of the Company shall legally bind the Company;

RESOLVED FURTHER, that the Company be, and hereby is, authorized to retain the law firm of Allen Kuehnle Stovall & Neuman LLP as legal counsel (and any other legal counsel or consultants) to represent the Company in connection with the Bankruptcy Proceeding;

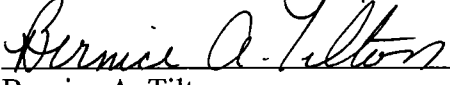
RESOLVED FURTHER, that all actions previously taken or that will be taken by Andrew S. Tilton on behalf of the Company in connection with or related to the matters set forth in or reasonably contemplated by the foregoing Resolutions be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company.

IN WITNESS WHEREOF, the Original Members of the Company have executed this document in multiple counterparts, each of which shall constitute an original to be effective as of September 3, 2012.

ORIGINAL MEMBERS:



Andrew S. Tilton



Bernice A. Tilton

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re : Case No.
: :
BCAS, LLC : Chapter 11
dba Tilton's Automotive, : :
: :
Debtor. : Judge

AFFIDAVIT OF ANDREW S. TILTON

I, Andrew S. Tilton, after being duly sworn, hereby states, as follows:

1. I am over the age of eighteen, mentally competent, and have personal knowledge of the facts stated herein.

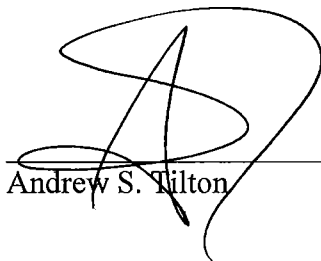
2. I am a resident of the State of Ohio.

3. I am a member of BCAS, LLC.

4. BCAS, LLC is an Ohio limited liability company with its principal office in the City of Columbus, Franklin County, Ohio.

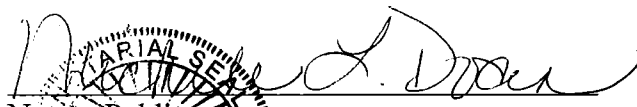
5. BCAS, LLC does not maintain a separate balance sheet, and affiant further states that a true and complete statement of BCAS, LLC's assets and liabilities will be reflected on its bankruptcy schedules to be filed herein.

Further, Affiant Sayeth Naught.

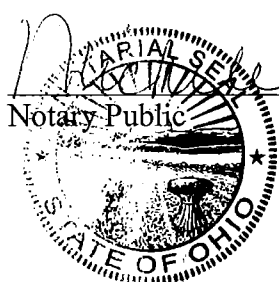


Andrew S. Tilton

Signed and sworn before me, a notary public, this 30th day of September, 2012.



Notary Public
Michele L. Doan
Notary Public, State of Ohio
My Commission Expires 06-24-17



9:05 AM
08/31/12
Accrual Basis

BCAS, LLC DBA Tilton's Automotive Service
Profit & Loss
January through August 2012

	<u>Jan - Aug 12</u>
Ordinary Income/Expense	
Income	
Sales	1,064,078.82
Uncategorized Income	0.61
Total Income	<u>1,064,079.43</u>
Cost of Goods Sold	
Parts	331,619.61
Shop Supplies	20,969.85
Sublet	2,034.00
Total COGS	<u>354,623.46</u>
Gross Profit	709,455.97
Expense	
Advertising	43,165.60
Contributions/Donations	25.00
Credit Card Fees	21,810.75
Dues and Subscriptions	8,744.87
Equipment Purchase	20,791.86
Insurance	
Officers	
Aflac	0.00
Combined (LTD, STD, LIFE)	283.21
Dental	1,114.88
Health	5,742.15
LIFE	4,841.44
LTD, STD	0.00
Vision	0.00
Total Officers	<u>11,981.68</u>
Property & Liability	20,626.00
Staff	
AFLAC	0.00
Combined (STD, LTD, Life)	454.14
Dental	491.76
Health	12,338.72
Life	79.70
LTD, STD	228.37
Vision	-172.20
Total Staff	<u>13,420.49</u>
Workers' Compensation	0.00
Total Insurance	<u>46,028.17</u>
Interest	7.92
Licenses and Permits	1,797.24
Payroll Expenses	
FUTA	336.00
Medicare	6,854.31
OH - SUI	14,393.06
Social Security	29,308.11
Wages	
Admin.	0.00
Clerical	0.00
Service	74,508.11
Technicians	212,562.73
Total Wages	<u>287,070.84</u>
Total Payroll Expenses	337,962.32

9:05 AM
08/31/12
Accrual Basis

BCAS, LLC DBA Tilton's Automotive Service
Profit & Loss
January through August 2012

	<u>Jan - Aug 12</u>
Professional Fees	
Accounting	1,500.00
Legal	360.00
Payroll	1,035.07
Total Professional Fees	<u>2,895.07</u>
Reconciliation Discrepancies	96.28
Rent	
Automobile Lease	1,412.50
Building	2,950.00
Equipment	1,144.44
Total Rent	<u>5,506.94</u>
Repairs & Maintenance	
Automobile	1,291.24
Building	7,245.83
Equipment	925.32
Fuel - Auto	5,276.41
Repairs & Maintenance - Other	155.06
Total Repairs & Maintenance	<u>14,893.86</u>
Security System	191.83
Service Charges/Late Fees	7,936.56
Subcontract Labor	2,130.00
Supplies	
Office	1,672.06
Postage & Delivery	49.27
Shop	
First Aid	270.47
Shop - Other	2,327.02
Total Shop	<u>2,597.49</u>
Uniforms/Janitorial	<u>3,589.52</u>
Total Supplies	7,908.34
Taxes	
Federal	48,770.80
Local	
RITA Income Tax	8,403.16
RITA payroll Tax	505.59
Total Local	<u>8,908.75</u>
Other	5,119.00
Property	12,856.06
State	7,212.80
Taxes - Other	4,300.99
Total Taxes	<u>87,168.40</u>
Telephone	
Cellular	600.00
Local/Long Distance	936.80
Total Telephone	<u>1,536.80</u>
Uncategorized Expenses	35,091.96
Utilities & Waste Removal	
Electric	2,258.98
Gas	56.44
Waste Removal	172.00
Water	252.21
Utilities & Waste Removal - Other	648.10
Total Utilities & Waste Removal	<u>3,387.73</u>
Total Expense	<u>649,077.50</u>
Net Ordinary Income	60,378.47

9:05 AM
08/31/12
Accrual Basis

BCAS, LLC DBA Tilton's Automotive Service
Profit & Loss
January through August 2012

	<u>Jan - Aug 12</u>
Other Income/Expense	
Other Income	
Sales Tax Discounts	5.10
Total Other Income	<u>5.10</u>
Net Other Income	<u>5.10</u>
Net Income	<u><u>60,383.57</u></u>

Form **1065**
 Department of the Treasury
 Internal Revenue Service

U.S. Return of Partnership Income
 For calendar year 2010, or tax year beginning _____, ending _____
 ▶ See separate instructions.

OMB No. 1545-0099

2010

A Principal business activity SERVICE	Print or type.	Name of partnership BCAS LLC TILTON'S AUTOMOTIVE SERVICE	D Employer identification number 54-2186102
B Principal product or service AUTO REPAIR		Number, street, and room or suite no. If a P.O. box, see the instructions. PO Box 1142	E Date business started 12/01/2005
C Business code number 811110		City or town, state, and ZIP code WORTHINGTON OH 43085	F Total assets (see the instructions) \$ 776,629

G Check applicable boxes: (1) Initial return (2) Final return (3) Name change (4) Address change (5) Amended return
 (6) Technical termination - also check (1) or (2)

H Check accounting method: (1) Cash (2) Accrual (3) Other (specify) ▶ _____

I Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year ▶ **3**

J Check if Schedules C and M-3 are attached

Caution. Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

Income	1a Gross receipts or sales	1a	1,446,477		
	b Less returns and allowances	1b		1c 1,446,477	
	2 Cost of goods sold (Schedule A, line 8)			2 428,517	
	3 Gross profit. Subtract line 2 from line 1c			3 1,017,960	
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)			4	
	5 Net farm profit (loss) (attach Schedule F (Form 1040))			5	
	6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6	
	7 Other income (loss) (attach statement)		See Statement 1		7 67
8 Total income (loss). Combine lines 3 through 7				8 1,018,027	
Deductions (see the instructions for limitations)	9 Salaries and wages (other than to partners) (less employment credits)			9 426,557	
	10 Guaranteed payments to partners			10	
	11 Repairs and maintenance			11 6,038	
	12 Bad debts			12	
	13 Rent			13 38,923	
	14 Taxes and licenses			14 118,352	
	15 Interest		See Statement 2		15 19,265
	16a Depreciation (if required, attach Form 4562)	16a	13,444		
	b Less depreciation reported on Schedule A and elsewhere on return	16b		16c 13,444	
	17 Depletion (Do not deduct oil and gas depletion.)			17	
	18 Retirement plans, etc.			18	
	19 Employee benefit programs			19	
	20 Other deductions (attach statement)		See Statement 3		20 189,323
	21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20				21 811,902
22 Ordinary business income (loss). Subtract line 21 from line 8				22 206,125	

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member manager) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member manager _____ Date _____

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid	Print/Type preparer's name WILLIAM T ROGERS	Preparer's signature _____	Date 06/07/11	Check <input type="checkbox"/> if self-employed	PTIN P00295054
Preparer Use Only	Firm's name ▶ Rogers & Co, CPA's, Inc.			Firm's EIN ▶ 31-1588977	
	Firm's address ▶ 6827 N High St Ste 234 Worthington, OH 43085-2517			Phone no. 614-888-8736	

Schedule A Cost of Goods Sold (see the instructions)

1	Inventory at beginning of year	1	13,460
2	Purchases less cost of items withdrawn for personal use	2	396,184
3	Cost of labor	3	
4	Additional section 263A costs (attach statement)	4	
5	Other costs (attach statement) See Statement 4	5	26,270
6	Total. Add lines 1 through 5	6	435,914
7	Inventory at end of year	7	7,397
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	8	428,517

- 9a Check all methods used for valuing closing inventory:
- (i) Cost as described in Regulations section 1.471-3
 - (ii) Lower of cost or market as described in Regulations section 1.471-4
 - (iii) Other (specify method used and attach explanation) ▶
- b Check this box if there was a writedown of "subnormal" goods as described in Regulations section 1.471-2(c)
- c Check this box if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970)
- d Do the rules of section 263A (for property produced or acquired for resale) apply to the partnership? Yes No
- e Was there any change in determining quantities, cost, or valuations between opening and closing inventory? Yes No
- If "Yes," attach explanation.

Schedule B Other Information

- 1 What type of entity is filing this return? Check the applicable box:
- a Domestic general partnership
 - b Domestic limited partnership
 - c Domestic limited liability company
 - d Domestic limited liability partnership
 - e Foreign partnership
 - f Other ▶
- 2 At any time during the tax year, was any partner in the partnership a disregarded entity, a partnership (including an entity treated as a partnership), a trust, an S corporation, an estate (other than an estate of a deceased partner), or a nominee or similar person?
- 3 At the end of the tax year:
- a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership
 - b Did any individual or estate own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership
- 4 At the end of the tax year, did the partnership:
- a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv) below

(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock

- b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v) below

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital

Form 1065 (2010) **TILTON'S AUTOMOTIVE SERVICE**

54-2186102

Page 3

	Yes	No
5 Did the partnership file Form 8893, Election of Partnership Level Tax Treatment, or an election statement under section 6231(a)(1)(B)(ii) for partnership-level tax treatment, that is in effect for this tax year? See Form 8893 for more details		
6 Does the partnership satisfy all four of the following conditions? a The partnership's total receipts for the tax year were less than \$250,000. b The partnership's total assets at the end of the tax year were less than \$1 million. c Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return. d The partnership is not filing and is not required to file Schedule M-3 If "Yes," the partnership is not required to complete Schedules L, M-1, and M-2; Item F on page 1 of Form 1065; or Item L on Schedule K-1.		X
7 Is this partnership a publicly traded partnership as defined in section 469(k)(2)?		
8 During the tax year, did the partnership have any debt that was cancelled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt?		
9 Has this partnership filed, or is it required to file, Form 8918, Material Advisor Disclosure Statement, to provide information on any reportable transaction?		
10 At any time during calendar year 2010, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. If "Yes," enter the name of the foreign country. ▶		X
11 At any time during the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the partnership may have to file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts. See instructions		
12a Is the partnership making, or had it previously made (and not revoked), a section 754 election? See instructions for details regarding a section 754 election. b Did the partnership make for this tax year an optional basis adjustment under section 743(b) or 734(b)? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions c Is the partnership required to adjust the basis of partnership assets under section 743(b) or 734(b) because of a substantial built-in loss (as defined under section 743(d)) or substantial basis reduction (as defined under section 734(d))? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions.		X
13 Check this box if, during the current or prior tax year, the partnership distributed any property received in a like-kind exchange or contributed such property to another entity (other than entities wholly-owned by the partnership throughout the tax year) ▶ <input type="checkbox"/>		
14 At any time during the tax year, did the partnership distribute to any partner a tenancy-in-common or other undivided interest in partnership property?		
15 If the partnership is required to file Form 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, enter the number of Forms 8858 attached. See instructions ▶		
16 Does the partnership have any foreign partners? If "Yes," enter the number of Forms 8805, Foreign Partner's Information Statement of Section 1446 Withholding Tax, filed for this partnership. ▶		X
17 Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return. ▶		

Designation of Tax Matters Partner (see instructions)

Enter below the general partner designated as the tax matters partner (TMP) for the tax year of this return:

Name of designated TMP	▶ ANDREW S TILTON	Identifying number of TMP	▶
If the TMP is an entity, name of TMP representative	▶	Phone number of TMP	▶
Address of designated TMP	▶ 580 HARTFORD STREET WORTHINGTON OH 43085-4120		

Form **1065** (2010)

Schedule K Partners' Distributive Share Items		Total amount
Income (Loss)	1 Ordinary business income (loss) (page 1, line 22)	1 206,125
	2 Net rental real estate income (loss) (attach Form 8825)	2
	3a Other gross rental income (loss)	3a
	b Expenses from other rental activities (attach statement)	3b
	c Other net rental income (loss). Subtract line 3b from line 3a	3c
	4 Guaranteed payments	4
	5 Interest income	5
	6 Dividends: a Ordinary dividends	6a
	b Qualified dividends	6b
	7 Royalties	7
	8 Net short-term capital gain (loss) (attach Schedule D (Form 1065))	8
Deductions	9a Net long-term capital gain (loss) (attach Schedule D (Form 1065))	9a
	b Collectibles (28%) gain (loss)	9b
	c Unrecaptured section 1250 gain (attach statement)	9c
	10 Net section 1231 gain (loss) (attach Form 4797)	10
	11 Other income (loss) (see instructions) Type ▶	11
	12 Section 179 deduction (attach Form 4562)	12
	13a Contributions See Statement 5	13a 240
	b Investment interest expense	13b
	c Section 59(e)(2) expenditures:	
	(1) Type ▶	13c(2)
	(2) Amount ▶	13d
Self-Employment	14a Net earnings (loss) from self-employment	14a
	b Gross farming or fishing income	14b
	c Gross nonfarm income	14c
Credits	15a Low-income housing credit (section 42(j)(5))	15a
	b Low-income housing credit (other)	15b
	c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468)	15c
	d Other rental real estate credits (see instructions) Type ▶	15d
	e Other rental credits (see instructions) Type ▶	15e
	f Other credits (see instructions) Type ▶	15f
Foreign Transactions	16a Name of country or U.S. possession ▶	
	b Gross income from all sources	16b
	c Gross income sourced at partner level	16c
	Foreign gross income sourced at partnership level	
	d Passive category ▶ e General category ▶ f Other ▶	16f
	Deductions allocated and apportioned at partner level	
	g Interest expense ▶ h Other ▶	16h
	Deductions allocated and apportioned at partnership level to foreign source income	
i Passive category ▶ j General category ▶ k Other ▶	16k	
l Total foreign taxes (check one): ▶ Paid <input type="checkbox"/> Accrued <input type="checkbox"/>	16l	
m Reduction in taxes available for credit (attach statement)	16m	
n Other foreign tax information (attach statement)		
Alternative Minimum Tax (AMT) Items	17a Post-1986 depreciation adjustment	17a -583
	b Adjusted gain or loss	17b
	c Depletion (other than oil and gas)	17c
	d Oil, gas, and geothermal properties – gross income	17d
	e Oil, gas, and geothermal properties – deductions	17e
	f Other AMT items (attach statement)	17f
Other Information	18a Tax-exempt interest income	18a
	b Other tax-exempt income	18b
	c Nondeductible expenses See Statement 6	18c 69,000
	19a Distributions of cash and marketable securities	19a 233,086
	b Distributions of other property	19b
	20a Investment income	20a
b Investment expenses	20b	
c Other items and amounts (attach statement)		

Analysis of Net Income (Loss)

1	Net income (loss). Combine Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 16l					1	205,885
2	Analysis by partner type:						
	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partnership	(v) Exempt organization	(vi) Nominee/Other	
a	General partners						
b	Limited partners						
			205,885				

Schedule L Balance Sheets per Books		Beginning of tax year		End of tax year	
Assets		(a)	(b)	(c)	(d)
1	Cash		-44,255		28,945
2a	Trade notes and accounts receivable	32,684		2,000	
b	Less allowance for bad debts		32,684		2,000
3	Inventories		13,460		7,397
4	U.S. government obligations				
5	Tax-exempt securities				
6	Other current assets (attach statement)				
7	Mortgage and real estate loans				
8	Other investments (attach statement)				
9a	Buildings and other depreciable assets	879,550		879,550	
b	Less accumulated depreciation	448,593	430,957	465,827	413,723
10a	Depletable assets				
b	Less accumulated depletion				
11	Land (net of any amortization)				
12a	Intangible assets (amortizable only)	5,554		5,554	
b	Less accumulated amortization	5,554	0	5,554	0
13	Other assets (attach statement) See Stmt 7		272,374		324,564
14	Total assets		705,220		776,629
Liabilities and Capital					
15	Accounts payable		129,191		186,243
16	Mortgages, notes, bonds payable in less than 1 year				
17	Other current liabilities (attach statement) See Stmt 8		194,361		307,346
18	All nonrecourse loans				
19	Mortgages, notes, bonds payable in 1 year or more		283,546		283,546
20	Other liabilities (attach statement) See Stmt 9		233,414		233,414
21	Partners' capital accounts		-135,292		-233,920
22	Total liabilities and capital		705,220		776,629

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note. Schedule M-3 may be required instead of Schedule M-1 (see instructions).

1	Net income (loss) per books	134,458	6	Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2	Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize):		a	Tax-exempt interest \$	
3	Guaranteed payments (other than health insurance)		7	Deductions included on Schedule K, lines 1 through 13d, and 16l, not charged against book income this year (itemize):	
4	Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize):		a	Depreciation \$	
a	Depreciation \$ 2,427				
b	Travel and entertainment \$ 791		8	Add lines 6 and 7	
	See Statement 10		9	Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	205,885
	68,209	71,427			
5	Add lines 1 through 4	205,885			

Schedule M-2 Analysis of Partners' Capital Accounts

1	Balance at beginning of year	-135,292	6	Distributions: a Cash	233,086
2	Capital contributed: a Cash		b	Property	
	b Property		7	Other decreases (itemize):	
3	Net income (loss) per books	134,458			
4	Other increases (itemize):		8	Add lines 6 and 7	233,086
			9	Balance at end of year. Subtract line 8 from line 5	-233,920
5	Add lines 1 through 4	-834			

**SCHEDULE B-1
(Form 1065)**

(December 2009)
Department of the Treasury
Internal Revenue Service

**Information on Partners Owning 50% or
More of the Partnership**

▶ Attach to Form 1065. See instructions on back.

OMB No. 1545-0099

Name of partnership

TILTON'S AUTOMOTIVE SERVICE

Employer identification number (EIN)

54-2186102

Part I Entities Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 3a)

Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned In Profit, Loss, or Capital

Part II Individuals or Estates Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 3b)

Complete columns (i) through (iv) below for any individual or estate that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Maximum Percentage Owned in Profit, Loss, or Capital
ANDREW S TILTON	295-68-4076	United States	100.000000
Andrew Tilton	295-68-4076	United States	

For Paperwork Reduction Act Notice, see the Instructions for Form 1065.

Schedule B-1 (Form 1065) (12-2009)

651110
OMB No. 1545-0099

Partner# 1
Schedule K-1
(Form 1065)

2010

Department of the Treasury
Internal Revenue Service

For calendar year 2010, or tax
year beginning _____
ending _____

**Partner's Share of Income, Deductions,
Credits, etc.** ▶ See back of form and separate instructions.

Final K-1 Amended K-1

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items			
1	Ordinary business income (loss) 206,125	15	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
4	Guaranteed payments		
5	Interest income		
6a	Ordinary dividends		
6b	Qualified dividends		
7	Royalties		
8	Net short-term capital gain (loss)		
9a	Net long-term capital gain (loss)	17	Alternative minimum tax (AMT) items
		A	-583
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain		
10	Net section 1231 gain (loss)	18	Tax-exempt income and nondeductible expenses
11	Other income (loss)	C*	STMT
		19	Distributions
12	Section 179 deduction	A	233,086
13	Other deductions		
A	240	20	Other information
14	Self-employment earnings (loss)		

Part I Information About the Partnership

A Partnership's employer identification number
54-2186102

B Partnership's name, address, city, state, and ZIP code
BCAS LLC
TILTON'S AUTOMOTIVE SERVICE
PO Box 1142
WORTHINGTON OH 43085

C IRS Center where partnership filed return
Cincinnati, OH 45999-0011

D Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number
-

F Partner's name, address, city, state, and ZIP code
ANDREW S TILTON
580 HARTFORD STREET
WORTHINGTON OH 43085-4120

G General partner or LLC member-manager Limited partner or other LLC member

H Domestic partner Foreign partner

I What type of entity is this partner? **Individual**

J Partner's share of profit, loss, and capital (see instructions):

	Beginning	Ending
Profit	100.000000 %	100.000000 %
Loss	100.000000 %	100.000000 %
Capital	65.000000 %	65.000000 %

K Partner's share of liabilities at year end:

Nonrecourse \$ _____

Qualified nonrecourse financing \$ _____

Recourse \$ **1,010,549**

L Partner's capital account analysis:

Beginning capital account \$ **-611,192**

Capital contributed during the year \$ _____

Current year increase (decrease) \$ **134,458**

Withdrawals & distributions \$ **(233,086)**

Ending capital account \$ **-709,820**

Tax basis GAAP Section 704(b) book
 Other (explain)

M Did the partner contribute property with a built-in gain or loss?
 Yes No
If "Yes", attach statement (see instructions)

*See attached statement for additional information.

For IRS Use Only



651110
OMB No. 1545-0099

Partner# 2
Schedule K-1
(Form 1065)

2010

Department of the Treasury
Internal Revenue Service

For calendar year 2010, or tax
year beginning _____
ending _____

**Partner's Share of Income, Deductions,
Credits, etc.** ▶ See back of form and separate instructions.

Final K-1 Amended K-1

Part I Information About the Partnership

A Partnership's employer identification number
54-2186102

B Partnership's name, address, city, state, and ZIP code
**BCAS LLC
TILTON'S AUTOMOTIVE SERVICE
PO Box 1142
WORTHINGTON OH 43085**

C IRS Center where partnership filed return
Cincinnati, OH 45999-0011

D Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number
:

F Partner's name, address, city, state, and ZIP code
**DOCKERY LIMITED PARTN
7031 PORTMARNACK PLACE
BRADENTON FL 34202**

G General partner or LLC member-manager Limited partner or other LLC member

H Domestic partner Foreign partner

I What type of entity is this partner? Partnership

J Partner's share of profit, loss, and capital (see instructions):

	Beginning	Ending
Profit	0.000000 %	0.000000 %
Loss	0.000000 %	0.000000 %
Capital	21.000000 %	21.000000 %

K Partner's share of liabilities at year end:

Nonrecourse \$ _____
Qualified nonrecourse financing \$ _____
Recourse \$ _____

L Partner's capital account analysis:

Beginning capital account	\$	300,000
Capital contributed during the year	\$	_____
Current year increase (decrease)	\$	_____
Withdrawals & distributions	\$	(_____)
Ending capital account	\$	300,000


Tax basis GAAP Section 704(b) book
 Other (explain)

M Did the partner contribute property with a built-in gain or loss?
 Yes No
If "Yes", attach statement (see instructions)

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items			
1	Ordinary business income (loss)	16	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
4	Guaranteed payments		
5	Interest income		
6a	Ordinary dividends		
6b	Qualified dividends		
7	Royalties		
8	Net short-term capital gain (loss)		
9a	Net long-term capital gain (loss)	17	Alternative minimum tax (AMT) items
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain		
10	Net section 1231 gain (loss)	18	Tax-exempt income and nondeductible expenses
11	Other income (loss)		
		19	Distributions
12	Section 179 deduction		
13	Other deductions		
		20	Other information
14	Self-employment earnings (loss)		

*See attached statement for additional information.

For IRS Use Only



651110

OMB No. 1545-0099

Partner# 3
Schedule K-1
(Form 1065)

2010

Department of the Treasury
Internal Revenue Service

For calendar year 2010, or tax
year beginning _____
ending _____

**Partner's Share of Income, Deductions,
Credits, etc.** ▶ See back of form and separate instructions.

Final K-1 Amended K-1

**Part III Partner's Share of Current Year Income,
Deductions, Credits, and Other Items**

1	Ordinary business income (loss)	15	Credits
2	Net rental real estate income (loss)		
3	Other net rental income (loss)	16	Foreign transactions
4	Guaranteed payments		
5	Interest income		
6a	Ordinary dividends		
6b	Qualified dividends		
7	Royalties		
8	Net short-term capital gain (loss)		
9a	Net long-term capital gain (loss)	17	Alternative minimum tax (AMT) items
9b	Collectibles (28%) gain (loss)		
9c	Unrecaptured section 1250 gain		
10	Net section 1231 gain (loss)	18	Tax-exempt income and nondeductible expenses
11	Other income (loss)		
		19	Distributions
12	Section 179 deduction		
13	Other deductions		
		20	Other information
14	Self-employment earnings (loss)		

Part I Information About the Partnership

A Partnership's employer identification number
54-2186102

B Partnership's name, address, city, state, and ZIP code
BCAS LLC
TILTON'S AUTOMOTIVE SERVICE
PO Box 1142
WORTHINGTON OH 43085

C IRS Center where partnership filed return
Cincinnati, OH 45999-0011

D Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number _____

F Partner's name, address, city, state, and ZIP code
TABER CHADWICK
7031 PORTMARNACK PLACE
BRANDENTON FL 34202

G General partner or LLC member-manager Limited partner or other LLC member

H Domestic partner Foreign partner

I What type of entity is this partner? Individual

J Partner's share of profit, loss, and capital (see instructions):

	Beginning	Ending
Profit	0.000000 %	0.000000 %
Loss	0.000000 %	0.000000 %
Capital	14.000000 %	14.000000 %

K Partner's share of liabilities at year end:

Nonrecourse \$ _____

Qualified nonrecourse financing \$ _____

Recourse \$ _____

L Partner's capital account analysis:

Beginning capital account \$ 175,900

Capital contributed during the year \$ _____

Current year increase (decrease) \$ _____

Withdrawals & distributions \$ (_____)

Ending capital account \$ 175,900

Tax basis GAAP Section 704(b) book

Other (explain) _____

M Did the partner contribute property with a built-in gain or loss?
 Yes No
If "Yes", attach statement (see instructions)

*See attached statement for additional information.

For IRS Use Only



Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

OMB No. 1545-0172

2010

Attachment Sequence No. **67**

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return **TILTON'S AUTOMOTIVE SERVICE** Identifying number **54-2186102**

Business or activity to which this form relates
Regular Depreciation

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2009 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2011. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	121

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2010	17	13,150
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B—Assets Placed in Service During 2010 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	

Section C—Assets Placed in Service During 2010 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	173
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	13,444
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2010)

TILTON'S AUTOMOTIVE SERVICE

54-2186102

Form 4562 (2010)

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed?						<input checked="" type="checkbox"/> Yes		<input type="checkbox"/> No		24b If "Yes," is the evidence written?		<input type="checkbox"/> Yes		<input checked="" type="checkbox"/> No	
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction			(i) Elected section 179 cost					
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)										25					
26 Property used more than 50% in a qualified business use:															
Truck															
	06/30/98	100.00 %	19,161	19,161	5.0	200DBHY									
Auto															
	04/03/06	100.00 %	1,500	1,500	5.0	200DBHY			173						
27 Property used 50% or less in a qualified business use:															
S/L-															
S/L-															
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1										28		173			
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1												29			

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2010 tax year (see instructions):					
43 Amortization of costs that began before your 2010 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

54-2186102

Federal Statements

Statement 1 - Form 1065, Page 1, Line 7 - Other Income (Loss)

Description	Amount
Sales Tax Discounts	\$ 67
Miscellaneous Income	
Total	\$ 67

Statement 2 - Form 1065, Page 1, Line 15 - Interest

Description	Amount
Interest	\$ 567
Finance Charge	363
Tabor Loan	18,335
Total	\$ 19,265

Statement 3 - Form 1065, Page 1, Line 20 - Other Deductions

Description	Amount
Advertising	\$ 17,624
Auto Expense	
Automobile Lease	1,313
Credit Card Fees	7,515
Dues & Subscriptions	8,374
Equipment Rent	
Gift	
Insurance	36,086
Office Supplies	2,239
Postage & Delivery	215
Professional Development	720
Professional Fees	10,837
Security System	988
Service Charges/Lated Fees	17,994
Shop Supplies	162
Small Equipment Purchases	
Telephone	7,696
Travel	319
Uniforms/Janitorial	1,601
Utilities	10,792
Miscellaneous	64,056
Entertainment Expense * 50%	792
Total	\$ 189,323

54-2186102

Federal Statements

Statement 4 - Form 1065. Schedule A. Line 5 - Other Costs

<u>Description</u>	<u>Amount</u>
Shop Supplies	\$ 6,542
Sublet	5,167
Tools	14,561
Total	<u>\$ 26,270</u>

Federal Statements

54-2186102

Statement 5 - Form 1065, Schedule K, Line 13a - Contributions

Description	100%	50%	30%	20%	Total
	\$ 0	\$ 240	\$ 0	\$ 0	\$ 240
Total	\$ 0	\$ 240	\$ 0	\$ 0	\$ 240

54-2186102

Federal Statements

Form 1065, Schedule K, Line 18b - Other Tax-Exempt Income

<u>Description</u>	<u>Amount</u>
Accrual to Cash conversion	\$ _____
Total	\$ <u> 0</u>

Statement 6 - Form 1065, Schedule K, Line 18c - Nondeductible Expenses

<u>Description</u>	<u>Amount</u>
Nondeductible Meals and Entertainment	\$ 791
Officers Insurance	6,038
Accrual to Cash Adjustment	62,171
Total	\$ <u> 69,000</u>

54-2186102

Federal Statements

Statement 7 - Form 1065, Schedule L, Line 13 - Other Assets

Description	Beginning of Year	End of Year
Loan to A Tilton	\$ 160,472	\$ 160,472
Loan to TAS GH	111,902	164,092
Total	<u>\$ 272,374</u>	<u>\$ 324,564</u>

Statement 8 - Form 1065, Schedule L, Line 17 - Other Current Liabilities

Description	Beginning of Year	End of Year
Sales Tax Payable	\$ 34,493	\$ 114,230
Prior Payroll Taxes Payable	114,230	193,116
Payroll Taxes Payable	45,638	307,346
Total	<u>\$ 194,361</u>	<u>\$ 307,346</u>

Statement 9 - Form 1065, Schedule L, Line 20 - Other Liabilities

Description	Beginning of Year	End of Year
Loan Payable - Taber	\$ 233,414	\$ 233,414
Total	<u>\$ 233,414</u>	<u>\$ 233,414</u>

Statement 10 - Form 1065, Schedule M-1, Line 4 - Expenses Recorded on Books, Not on Sch K

Description	Amount
Officers Insurance	\$ 6,038
Accrual to Cash Adjustment	62,171
Total	<u>\$ 68,209</u>

Form 1065, Schedule M-1, Line 6 - Income Recorded on Books, Not on Sch K

Description	Amount
Accrual to Cash conversion	\$
Total	<u>\$ 0</u>

54-2186102

Federal Statements
ANDREW S TILTON

Schedule K-1, Line 18 - Tax-Exempt Income and Nondeductible Expenses

<u>Code</u>	<u>Description</u>	<u>Amount</u>
C	Officers Insurance	\$ 6,038
C	Accrual to Cash Adjustment	62,171
C	Nondeductible Meals and Entertainment	791

Partner# 1

Schedule K-1	Analysis of Partner's K-1, Current Year Increase (Decrease) Worksheet	2010
For calendar year 2010, or tax year beginning _____, and ending _____		
Partnership Name TILTON'S AUTOMOTIVE SERVICE		Employer Identification Number 54-2186102
Partner's Name ANDREW S TILTON		Taxpayer Identification Number

Items Included in Current Year Increase (Decrease):

Schedule K Additions:

Ordinary Income/Loss 206,125

Subtotal 206,125

Schedule K Subtractions:

Charitable Contributions 240

Subtotal 240

Schedule M-1 Subtractions:

Book-Tax Depreciation Difference 2,427

Meals and Entertainment 791

Book Expenses Not Deducted On Tax Return:

Officers Insurance 6,038

Accrual to Cash Adjustment 62,171

Subtotal 71,427

Total per Schedule K-1, Current Year Increase (Decrease) **134,458**

Partner# 1

Schedule K-1	Partner's Basis Worksheet, Page 1	2010
For calendar year 2010, or tax year beginning _____, and ending _____		

Partnership Name TILTON'S AUTOMOTIVE SERVICE	Employer Identification Number 54-2186102
Partner's Name ANDREW S TILTON	Taxpayer Identification Number

Beginning of year		716,977
Increases:		
Capital contributions:	Cash	Property (adjusted basis)
"Excess" depletion		
Income items:	Ordinary income	206,125
	Net income from rental real estate activities	
	Net income from other rental activities	
	Interest	
	Dividends	
	Royalties	
	Net short-term capital gain	
	Net long-term capital gain	
	Other portfolio income	
	Net gain under section 1231	
	Other income	
	Tax-exempt interest and other income	206,125
Other increases:	Transfer of capital	
	Gain (loss) on disposition of section 179 assets	
Distributions:	Cash	233,086
	Property (adjusted basis)	233,086
Increase (decrease) in share of partnership liabilities	P/Y	840,512
	C/Y	1,010,549
Subtotal		860,053
Distribution in excess of partner basis		
Decreases:		
Noncap items:	Nondeductible expenses	69,000
	Charitable contributions	240
	Foreign taxes	69,240
Loss items:	Ordinary loss	
	Net loss from rental real estate activities	
	Net loss from other rental activities	
	Royalties	
	Net short-term capital loss	
	Net long-term capital loss	
	Other portfolio loss	
	Net loss under section 1231	
	Other losses	
	Section 179 expense	
	Deductions related to portfolio income	
	Other deductions	
	Interest expense on investment debts	
	Section 59(e) expenses	
Depletion		
Other decreases:		
End of year		790,813

Note to partner: This worksheet was prepared based on partnership records. Please consult with your tax advisor for adjustments.

Partner# 2

Schedule K-1	Partner's Basis Worksheet, Page 1	2010
For calendar year 2010, or tax year beginning _____, and ending _____		

Partnership Name TILTON'S AUTOMOTIVE SERVICE	Employer Identification Number 54-2186102
Partner's Name DOCKERY LIMITED PARTN	Taxpayer Identification Number

Beginning of year	300,000
Increases:	
Capital contributions: Cash	Property (adjusted basis)
"Excess" depletion	
Income items: Ordinary income	
Net income from rental real estate activities	
Net income from other rental activities	
Interest	
Dividends	
Royalties	
Net short-term capital gain	
Net long-term capital gain	
Other portfolio income	
Net gain under section 1231	
Other income	
Tax-exempt interest and other income	
Other increases: Transfer of capital	
Gain (loss) on disposition of section 179 assets	
.....	
Distributions: Cash	Property (adjusted basis)
Increase (decrease) in share of partnership liabilities P/Y	C/Y
.....	
Subtotal	300,000
Distribution in excess of partner basis	
Decreases:	
Noncap items: Nondeductible expenses	
Charitable contributions	
Foreign taxes	
Loss items: Ordinary loss	
Net loss from rental real estate activities	
Net loss from other rental activities	
Royalties	
Net short-term capital loss	
Net long-term capital loss	
Other portfolio loss	
Net loss under section 1231	
Other losses	
Section 179 expense	
Deductions related to portfolio income	
Other deductions	
Interest expense on investment debts	
Section 59(e) expenses	
Depletion	
Other decreases:	
.....	
End of year	300,000

Note to partner: This worksheet was prepared based on partnership records. Please consult with your tax advisor for adjustments.

Partner# 3

Schedule K-1	Partner's Basis Worksheet, Page 1	2010
For calendar year 2010, or tax year beginning _____, and ending _____		
Partnership Name TILTON'S AUTOMOTIVE SERVICE		Employer Identification Number 54-2186102
Partner's Name TABER CHADWICK		Taxpayer Identification Number _____

Beginning of year	175,900
Increases:	
Capital contributions: Cash	Property (adjusted basis)
"Excess" depletion	
Income items: Ordinary income	
Net income from rental real estate activities	
Net income from other rental activities	
Interest	
Dividends	
Royalties	
Net short-term capital gain	
Net long-term capital gain	
Other portfolio income	
Net gain under section 1231	
Other income	
Tax-exempt interest and other income	
Other increases: Transfer of capital	
Gain (loss) on disposition of section 179 assets	
Distributions: Cash	Property (adjusted basis)
Increase (decrease) in share of partnership liabilities P/Y	C/Y
Subtotal	175,900
Distribution in excess of partner basis	
Decreases:	
Noncap items: Nondeductible expenses	
Charitable contributions	
Foreign taxes	
Loss items: Ordinary loss	
Net loss from rental real estate activities	
Net loss from other rental activities	
Royalties	
Net short-term capital loss	
Net long-term capital loss	
Other portfolio loss	
Net loss under section 1231	
Other losses	
Section 179 expense	
Deductions related to portfolio income	
Other deductions	
Interest expense on investment debts	
Section 59(e) expenses	
Depletion	
Other decreases:	
End of year	175,900

Note to partner: This worksheet was prepared based on partnership records. Please consult with your tax advisor for adjustments.

Form 1065	Schedule K-1 Summary Worksheet	2010
For calendar year 2010, or tax year beginning _____, and ending _____		

Partnership Name TILTON'S AUTOMOTIVE SERVICE	Employer Identification Number 54-2186102
---	--

Column A	Partner Name ANDREW S TILTON	SSN/EIN
Column B	DOCKERY LIMITED PARTN	
Column C	TABER CHADWICK	
Column D		

Schedule K Items	Column A	Column B	Column C	Column D	Sch K Total
1 Ordinary income	206,125				206,125
2 Net income-rent					
3c Net inc-oth rent					
4 Guaranteed pmts					
5 Interest income					
6a Ordinary dividends					
6b Qual dividends					
7 Royalties					
8 Net ST capital gain					
9a Net LT capital gain					
9b Collectibles 28% gain					
9c Unrecap Sec 1250					
10 Net Sec 1231 gain					
11 Other income					
12 Sec 179 deduction					
13a Contributions	240				240
13b Invest interest exp					
13c Sec 59(e)(2) exp					
13d Other deductions					
14a Net SE earnings					
14b Gross farming inc					
14c Gross nonfarm inc					
15a Low-inc house 42j5					
15b Low-inc house other					
15c Qualif rehab exp					
15d Rental RE credits					
15e Other rental credits					
15f Other credits					
16b Gross inc all src					
16c-f Tot foreign income					
16g-kTot foreign deds					
16l-mTotal foreign taxes					
17a Depr adjustment	-583				-583
17b Adj gain or loss					
17c Depletion					
17d Inc-oil/gas/geoth					
17e Ded-oil/gas/geoth					
17f Other AMT items					
18a Tax-exempt int					
18b Other tax-exempt					
18c Nonded expense	69,000				69,000
19a Cash distributions	233,086				233,086
19b Property distributions					
20a Invest income					
20b Invest expense					

Form **1065** **Reconciliation of Partners' Capital Accounts Worksheet** **2010**

Partnership Name: _____ For calendar year 2010, or tax year beginning _____, and ending _____

Employer Identification Number: **54-2186102**

Partner Number	Partner Name	Beginning Capital	Capital Contributed	Lines 3, 4, & 7 Schedule M-2	Withdrawals & Distributions	Ending Capital
TILTON'S AUTOMOTIVE SERVICE						
1	ANDREW S TILTON	-611,192	0	134,458	233,086	-709,820
2	DOCKERY LIMITED PARTN	300,000	0	0	0	300,000
3	TABER CHADWICK	175,900	0	0	0	175,900
Total Partners' Capital		-135,292	0	134,458	233,086	-233,920

54-2186102

Federal Statements

Form 1065, Page 1, Line 14 - Taxes

<u>Description</u>	<u>Amount</u>
Payroll Taxes	\$ 48,440
Workers Compensation	
Licenses/Permits	70
Property Tax	7,886
Other	1,801
City Income Tax	
Sales Tax	60,155
Total	<u>\$ 118,352</u>

54-2186102

Federal Statements

Form 1065, Schedule L, Line 1 - Cash

Description	Beginning of Year	End of Year
	\$ -44,255	\$ 28,945
Total	\$ -44,255	\$ 28,945

Form 1065, Schedule L, Line 2a - Trade Notes and Accounts Receivable

Description	Beginning of Year	End of Year
	\$ 32,684	\$ 2,000
Total	\$ 32,684	\$ 2,000

Form 1065, Schedule L, Line 3 - Inventories

Description	Beginning of Year	End of Year
	\$ 13,460	\$ 7,397
Total	\$ 13,460	\$ 7,397

Form 1065, Schedule L, Line 15 - Accounts Payable

Description	Beginning of Year	End of Year
	\$ 129,191	\$ 186,243
Total	\$ 129,191	\$ 186,243

Form 1065, Schedule L, Line 19 - Mortgage, Notes, Bonds Payable in 1 Yr or More

Description	Beginning of Year	End of Year
Fifth Third -Ableside Bldg	\$ 283,546	\$ 283,546
Total	\$ 283,546	\$ 283,546

54-2186102

**Federal Asset Report
Form 1065, Page 1**

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	PerConv Meth	Prior	Current
Prior MACRS:									
2	Fully Depr Assets	1/01/96	142,857			142,857	3 HY 200DB	142,857	0
6	Sign	6/30/98	4,726			4,726	5 HY 200DB	4,726	0
7	Leasehold Improvements	7/01/00	53,149			53,149	39 MMS/L	12,890	1,363
10	Asphalt	8/21/01	18,873			18,873	39 MMS/L	4,053	484
13	Truck	2/20/03	37,386	X	X	0	5 HY 200DB	37,386	0
14	Car	9/01/03	4,400	X	X	0	5 HY 200DB	4,400	0
15	Heaters - 2	9/01/03	11,000	X	X	0	7 HY 200DB	11,000	0
16	Trailer - Closed	9/01/03	4,800	X	X	0	5 HY 200DB	4,800	0
17	Trailer-Car	9/01/03	3,800	X	X	0	5 HY 200DB	3,800	0
18	Car	9/09/03	2,000	X	X	0	5 HY 200DB	2,000	0
19	Vehicle	2/05/04	2,000	X	X	0	5 HY 200DB	2,000	0
20	Lifts - 2	7/14/04	10,000	X	X	0	7 HY 200DB	10,000	0
22	Computer	7/15/04	9,600	X	X	0	5 HY 200DB	9,600	0
23	Computer	7/15/04	700	X	X	0	5 HY 200DB	700	0
25	Tire Balancer	7/15/04	3,500	X	X	0	7 HY 200DB	3,500	0
26	Tire Machine	7/15/04	4,200	X	X	0	7 HY 200DB	4,200	0
27	Madres	7/15/04	8,000	X	X	0	7 HY 200DB	8,000	0
28	Furnace	7/15/04	7,000			7,000	39 MMS/L	980	179
29	Tools	7/15/04	3,000	X	X	0	7 HY 200DB	3,000	0
30	Computer	7/15/04	6,900	X	X	0	5 HY 200DB	6,900	0
32	Dodge Durango	7/15/04	9,800	X	X	0	5 HY 200DB	9,800	0
33	Vehicle	9/20/04	2,340	X	X	0	5 HY 200DB	2,340	0
35	Cool Tech 700	4/26/05	3,000			3,000	7 MQ200DB	2,368	266
36	Brake Lathe	9/29/05	3,000			3,000	7 MQ200DB	2,303	265
37	Used Equipment	12/28/05	5,575			5,575	7 MQ200DB	4,176	486
38	Ambleside Building	1/01/06	383,095			383,095	39 MMS/L	38,883	9,822
39	Hydraulic Press	1/12/06	1,974		X	0	7 HY 200DB	1,974	0
40	Used balancer, tire machine	1/24/06	2,200			2,200	7 HY 200DB	1,513	196
42	Delphi DW 800 Wireless System	3/31/06	1,612		X	0	7 HY 200DB	1,612	0
44	AC Recharge Station	8/08/06	1,000			1,000	7 HY 200DB	688	89
45	John Bean EHP System IV(Tire Changer)	11/28/06	2,999		X	0	7 HY 200DB	2,999	0
46	Equipment	2/28/07	3,000		X	0	7 HY 200DB	3,000	0
47	Equipment	5/31/07	5,000		X	0	7 HY 200DB	5,000	0
48	Equipment	7/31/07	4,942		X	0	7 HY 200DB	4,942	0
49	Equipment	8/31/07	5,500		X	0	7 HY 200DB	5,500	0
			<u>772,928</u>			<u>624,475</u>		<u>363,890</u>	<u>13,150</u>
Other Depreciation:									
3	5-Year Property	3/31/96	39,769			39,769	5 MO200DB	39,769	0
4	7-Year Property	6/30/96	4,662			4,662	7 MO200DB	4,662	0
8	Vehicle	7/15/00	9,539		X	0	7 MO200DB	9,539	0
9	Sign O Rama	7/30/01	2,219		X	0	5 MO200DB	2,219	0
11	Alarm	10/01/01	1,750		X	0	5 MO200DB	1,750	0
12	Sign a Rama	10/22/01	1,822		X	0	5 MO200DB	1,822	0
21	Leasehold Prep	7/14/04	3,200			3,200	40 MO200DB	786	121
41	Tracs	1/31/06	3,000			3,000	3 MOAmort	3,000	0
	Total Other Depreciation		<u>65,961</u>			<u>50,631</u>		<u>63,547</u>	<u>121</u>
	Total ACRS and Other Depreciation		<u>65,961</u>			<u>50,631</u>		<u>63,547</u>	<u>121</u>
Listed Property:									
5	Truck	6/30/98	19,161			19,161	5 HY 200DB	19,161	0
43	Auto	4/03/06	1,500			1,500	5 HY 200DB	1,241	173
			<u>20,661</u>			<u>20,661</u>		<u>20,402</u>	<u>173</u>
Amortization:									
1	Loan Acq Cost	1/01/96	1,876			1,876	5 MOAmort	1,876	0
24	Software	7/15/04	13,000			13,000	3 MOAmort	13,000	0
31	Software	7/15/04	7,000			7,000	3 MOAmort	7,000	0
34	Loan Acquisition Costs	11/05/04	3,678			3,678	5 MOAmort	3,678	0

54-2186102

Federal Asset Report Form 1065, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	PerConv Meth	Prior	Current
			<u>25,554</u>			<u>25,554</u>		<u>25,554</u>	<u>0</u>
	Grand Totals		885,104			721,321		473,393	13,444
	Less: Dispositions and Transfers		0			0		0	0
	Less: Start-up/Org Expense		0			0		0	0
	Net Grand Totals		<u>885,104</u>			<u>721,321</u>		<u>473,393</u>	<u>13,444</u>

54-2186102

Bonus Depreciation Report

Asset	Property Description	Date In Service	Tax Cost	Bus Pct	Tax Sec 179 Exp	Current Bonus	Prior Bonus	Tax - Basis for Depr
Activity: Form 1065, Page 1								
13	Truck	2/20/03	37,386		37,386	0	0	0
14	Car	9/01/03	4,400		4,400	0	0	0
15	Heaters - 2	9/01/03	11,000		11,000	0	0	0
16	Trailer - Closed	9/01/03	4,800		4,800	0	0	0
17	Trailer-Car	9/01/03	3,800		3,800	0	0	0
18	Car	9/09/03	2,000		2,000	0	0	0
19	Vehicle	2/05/04	2,000		2,000	0	0	0
20	Lifts - 2	7/14/04	10,000		10,000	0	0	0
22	Computer	7/15/04	9,600		9,600	0	0	0
23	Computer	7/15/04	700		700	0	0	0
25	Tire Balancer	7/15/04	3,500		3,500	0	0	0
26	Tire Machine	7/15/04	4,200		4,200	0	0	0
27	Madres	7/15/04	8,000		8,000	0	0	0
29	Tools	7/15/04	3,000		3,000	0	0	0
30	Computer	7/15/04	6,900		6,900	0	0	0
32	Dodge Durango	7/15/04	9,800		9,800	0	0	0
33	Vehicle	9/20/04	2,340		2,340	0	0	0
	Form 1065, Page 1		<u>123,426</u>		<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
	Grand Total		<u>123,426</u>		<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>

54-2186102

**AMT Asset Report
Form 1065, Page 1**

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	PerConv Meth	Prior	Current
Prior MACRS:										
2	Fully Depr Assets	1/01/96	142,857				142,857	3 HY 150DB	142,857	0
6	Sign	6/30/98	4,726				4,726	5 HY 150DB	4,726	0
7	Leasehold Improvements	7/01/00	53,149				53,149	39 MMS/L	12,890	1,363
10	Asphalt	8/21/01	18,873				18,873	39 MMS/L	4,053	484
13	Truck	2/20/03	37,386	X	X		0	5 HY 200DB	37,386	0
14	Car	9/01/03	4,400	X	X		0	5 HY 200DB	4,400	0
15	Heaters - 2	9/01/03	11,000	X	X		0	7 HY 200DB	11,000	0
16	Trailer - Closed	9/01/03	4,800	X	X		0	5 HY 200DB	4,800	0
17	Trailer-Car	9/01/03	3,800	X	X		0	5 HY 200DB	3,800	0
18	Car	9/09/03	2,000	X	X		0	5 HY 200DB	2,000	0
19	Vehicle	2/05/04	2,000	X	X		0	5 HY 200DB	2,000	0
20	Lifts - 2	7/14/04	10,000	X	X		0	7 HY 200DB	10,000	0
22	Computer	7/15/04	9,600	X	X		0	5 HY 200DB	9,600	0
23	Computer	7/15/04	700	X	X		0	5 HY 200DB	700	0
25	Tire Balancer	7/15/04	3,500	X	X		0	7 HY 200DB	3,500	0
26	Tire Machine	7/15/04	4,200	X	X		0	7 HY 200DB	4,200	0
27	Madres	7/15/04	8,000	X	X		0	7 HY 200DB	8,000	0
28	Furnace	7/15/04	7,000				7,000	39 MMS/L	980	179
29	Tools	7/15/04	3,000	X	X		0	7 HY 200DB	3,000	0
30	Computer	7/15/04	6,900	X	X		0	5 HY 200DB	6,900	0
32	Dodge Durango	7/15/04	9,800	X	X		0	5 HY 200DB	9,800	0
33	Vehicle	9/20/04	2,340	X	X		0	5 HY 200DB	2,340	0
35	Cool Tech 700	4/26/05	3,000				3,000	7 MQ150DB	2,129	367
36	Brake Lathe	9/29/05	3,000				3,000	7 MQ150DB	2,033	369
37	Used Equipment	12/28/05	5,575				5,575	7 MQ150DB	3,622	680
38	Ambleside Building	1/01/06	383,095				383,095	39 MMS/L	38,883	9,822
39	Hydraulic Press	1/12/06	1,974		X		0	7 HY 150DB	1,974	0
40	Used balancer, tire machine	1/24/06	2,200				2,200	7 HY 150DB	1,257	269
42	Delphi DW 800 Wireless System	3/31/06	1,612		X		0	7 HY 150DB	1,612	0
44	AC Recharge Station	8/08/06	1,000				1,000	7 HY 150DB	571	123
45	John Bean EHP System IV(Tire Changer)	11/28/06	2,999		X		0	7 HY 150DB	2,999	0
46	Equipment	2/28/07	3,000		X		0	7 HY 150DB	3,000	0
47	Equipment	5/31/07	5,000		X		0	7 HY 150DB	5,000	0
48	Equipment	7/31/07	4,942		X		0	7 HY 150DB	4,942	0
49	Equipment	8/31/07	5,500		X		0	7 HY 150DB	5,500	0
			<u>772,928</u>				<u>624,475</u>		<u>362,454</u>	<u>13,656</u>
Other Depreciation:										
3	5-Year Property	3/31/96	0				0	0 HY	0	0
4	7-Year Property	6/30/96	0				0	0 HY	0	0
8	Vehicle	7/15/00	0				0	0 HY	0	0
9	Sign O Rama	7/30/01	0				0	0 HY	0	0
11	Alarm	10/01/01	0				0	0 HY	0	0
12	Sign a Rama	10/22/01	0				0	0 HY	0	0
21	Leasehold Prep	7/14/04	3,200				3,200	40 MO S/L	3,240	0
	Total Other Depreciation		<u>3,200</u>				<u>3,200</u>		<u>3,240</u>	<u>0</u>
	Total ACRS and Other Depreciation		<u>3,200</u>				<u>3,200</u>		<u>3,240</u>	<u>0</u>
Listed Property:										
5	Truck	6/30/98	19,161				19,161	5 HY 150DB	19,161	0
43	Auto	4/03/06	1,500				1,500	5 HY 150DB	1,125	250
			<u>20,661</u>				<u>20,661</u>		<u>20,286</u>	<u>250</u>
	Grand Totals		<u>796,789</u>				<u>648,336</u>		<u>385,980</u>	<u>13,906</u>
	Less: Dispositions and Transfers		<u>0</u>				<u>0</u>		<u>0</u>	<u>0</u>
	Net Grand Totals		<u>796,789</u>				<u>648,336</u>		<u>385,980</u>	<u>13,906</u>

54-2186102

Depreciation Adjustment Report All Business Activities

Form	Unit	Asset	Description	Tax	AMT	ACE	AMT Adjustments/ Preferences
MACRS Adjustments:							
Page 1	1	2	Fully Depr Assets	0	0	0 s	0
Page 1	1	5	Truck	0	0	0 s	0
Page 1	1	6	Sign	0	0	0 s	0
Page 1	1	7	Leasehold Improvements	1,363	1,363	1,363 s	0
Page 1	1	10	Asphalt	484	484	484 s	0
Page 1	1	13	Truck	0	0	0 s	0
Page 1	1	14	Car	0	0	0 s	0
Page 1	1	15	Heaters - 2	0	0	0 s	0
Page 1	1	16	Trailer - Closed	0	0	0 s	0
Page 1	1	17	Trailer-Car	0	0	0 s	0
Page 1	1	18	Car	0	0	0 s	0
Page 1	1	19	Vehicle	0	0	0 s	0
Page 1	1	20	Lifts - 2	0	0	0 s	0
Page 1	1	22	Computer	0	0	0 s	0
Page 1	1	23	Computer	0	0	0 s	0
Page 1	1	25	Tire Balancer	0	0	0 s	0
Page 1	1	26	Tire Machine	0	0	0 s	0
Page 1	1	27	Madres	0	0	0 s	0
Page 1	1	28	Furnace	179	179	179 s	0
Page 1	1	29	Tools	0	0	0 s	0
Page 1	1	30	Computer	0	0	0 s	0
Page 1	1	32	Dodge Durango	0	0	0 s	0
Page 1	1	33	Vehicle	0	0	0 s	0
Page 1	1	35	Cool Tech 700	266	367	367 s	-101
Page 1	1	36	Brake Lathe	265	369	369 s	-104
Page 1	1	37	Used Equipment	486	680	680 s	-194
Page 1	1	38	Ambleside Building	9,822	9,822	9,822 s	0
Page 1	1	39	Hydrolic Press	0	0	0 s	0
Page 1	1	40	Used balancer, tire machine	196	269	269 s	-73
Page 1	1	42	Delphi DW 800 Wireless System	0	0	0 s	0
Page 1	1	43	Auto	173	250	250 s	-77
Page 1	1	44	AC Recharge Station	89	123	123 s	-34
Page 1	1	45	John Bean EHP System IV(Tire Changer)	0	0	0 s	0
Page 1	1	46	Equipment	0	0	0 s	0
Page 1	1	47	Equipment	0	0	0 s	0
Page 1	1	48	Equipment	0	0	0 s	0
Page 1	1	49	Equipment	0	0	0 s	0
				<u>13,323</u>	<u>13,906</u>	<u>13,906 s</u>	<u>-583</u>

Accelerated Real Preferences:

Page 1	1	21	Leasehold Prep	121	0	0 s	121
				<u>121</u>	<u>0</u>	<u>0 s</u>	<u>121</u>

Additional ACE Information for Other Assets:

Page 1	1	3	5-Year Property	0	0*	0 s	
Page 1	1	4	7-Year Property	0	0*	0 s	
Page 1	1	8	Vehicle	0	0*	0 s	
Page 1	1	9	Sign O Rama	0	0*	0 s	
Page 1	1	11	Alarm	0	0*	0 s	
Page 1	1	12	Sign a Rama	0	0*	0 s	
				<u>0</u>	<u>0</u>	<u>0 s</u>	

* - This asset has no values in AMT column, assume AMT = Tax Value
s - Substituted applicable AMT or Tax data when ACE column is blank.

54-2186102

Depreciation Adjustment Report All Business Activities

<u>Form</u>	<u>Unit</u>	<u>Asset</u>	<u>Description</u>	<u>Tax</u>	<u>AMT</u>	<u>ACE</u>	<u>AMT Adjustments/ Preferences</u>
			Totals for ACE Depreciation Adjustment:				
			AMT Depreciation Addback		<u>13,906</u>		
			ACE Depreciation Expense			<u>13,906 s</u>	

54-2186102

Future Depreciation Report FYE: 12/31/11
Form 1065, Page 1

Asset	Description	Date In Service	Cost	Tax	AMT	ACE
Prior MACRS:						
2	Fully Depr Assets	1/01/96	142,857	0	0	0
6	Sign	6/30/98	4,726	0	0	0
7	Leasehold Improvements	7/01/00	53,149	1,363	1,363	0
10	Asphalt	8/21/01	18,873	484	484	0
13	Truck	2/20/03	37,386	0	0	0
14	Car	9/01/03	4,400	0	0	0
15	Heaters - 2	9/01/03	11,000	0	0	0
16	Trailer - Closed	9/01/03	4,800	0	0	0
17	Trailer-Car	9/01/03	3,800	0	0	0
18	Car	9/09/03	2,000	0	0	0
19	Vehicle	2/05/04	2,000	0	0	0
20	Lifts - 2	7/14/04	10,000	0	0	0
22	Computer	7/15/04	9,600	0	0	0
23	Computer	7/15/04	700	0	0	0
25	Tire Balancer	7/15/04	3,500	0	0	0
26	Tire Machine	7/15/04	4,200	0	0	0
27	Madres	7/15/04	8,000	0	0	0
28	Furnace	7/15/04	7,000	180	180	0
29	Tools	7/15/04	3,000	0	0	0
30	Computer	7/15/04	6,900	0	0	0
32	Dodge Durango	7/15/04	9,800	0	0	0
33	Vehicle	9/20/04	2,340	0	0	0
35	Cool Tech 700	4/26/05	3,000	266	367	0
36	Brake Lathe	9/29/05	3,000	266	368	0
37	Used Equipment	12/28/05	5,575	487	679	0
38	Ambleside Building	1/01/06	383,095	9,823	9,823	0
39	Hydrolic Press	1/12/06	1,974	0	0	0
40	Used balancer, tire machine	1/24/06	2,200	196	270	0
42	Delphi DW 800 Wireless System	3/31/06	1,612	0	0	0
44	AC Recharge Station	8/08/06	1,000	89	122	0
45	John Bean EHP System IV(Tire Changer)	11/28/06	2,999	0	0	0
46	Equipment	2/28/07	3,000	0	0	0
47	Equipment	5/31/07	5,000	0	0	0
48	Equipment	7/31/07	4,942	0	0	0
49	Equipment	8/31/07	5,500	0	0	0
			<u>772,928</u>	<u>13,154</u>	<u>13,656</u>	<u>0</u>

Other Depreciation:

3	5-Year Property	3/31/96	39,769	0	0	0
4	7-Year Property	6/30/96	4,662	0	0	0
8	Vehicle	7/15/00	9,539	0	0	0
9	Sign O Rama	7/30/01	2,219	0	0	0
11	Alarm	10/01/01	1,750	0	0	0
12	Sign a Rama	10/22/01	1,822	0	0	0
21	Leasehold Prep	7/14/04	3,200	114	0	0
41	Tracs	1/31/06	3,000	0	0	0
	Total Other Depreciation		<u>65,961</u>	<u>114</u>	<u>0</u>	<u>0</u>
	Total ACRS and Other Depreciation		<u>65,961</u>	<u>114</u>	<u>0</u>	<u>0</u>

Listed Property:

5	Truck	6/30/98	19,161	0	0	0
43	Auto	4/03/06	1,500	86	125	0
			<u>20,661</u>	<u>86</u>	<u>125</u>	<u>0</u>

Amortization:

1	Loan Acq Cost	1/01/96	1,876	0	0	0
24	Software	7/15/04	13,000	0	0	0
31	Software	7/15/04	7,000	0	0	0

54-2186102

Future Depreciation Report FYE: 12/31/11
Form 1065, Page 1

<u>Asset</u>	<u>Description</u>	<u>Date In Service</u>	<u>Cost</u>	<u>Tax</u>	<u>AMT</u>	<u>ACE</u>
34	Loan Acquisition Costs	11/05/04	<u>3,678</u>	<u>0</u>	<u>0</u>	<u>0</u>
			<u>25,554</u>	<u>0</u>	<u>0</u>	<u>0</u>
Grand Totals			<u>885,104</u>	<u>13,354</u>	<u>13,781</u>	<u>0</u>

Form 1065	Two Year Comparison Worksheet, Page 1	2009 & 2010
------------------	--	------------------------

Name TILTON'S AUTOMOTIVE SERVICE	Employer Identification Number 54-2186102
--	---

		2009	2010	Differences
Income	Gross receipts less returns and allowances	1,634,957	1,446,477	-188,480
	Cost of goods sold	520,522	428,517	-92,005
	Gross profit	1,114,435	1,017,960	-96,475
	Ordinary income (loss) from other partnerships, etc.			
	Net farm profit (loss)			
	Net gain or (loss) from Form 4797			
	Other income (loss)	277	67	-210
	Total income (loss)	1,114,712	1,018,027	-96,685
Deductions	Salaries and wages less employment credits	520,257	426,557	-93,700
	Guaranteed payments to partners			
	Repairs and maintenance	19,974	6,038	-13,936
	Bad debts			
	Rents	63,050	38,923	-24,127
	Taxes and licenses	145,472	118,352	-27,120
	Interest	674	19,265	18,591
	Depreciation	13,655	13,444	-211
	Depletion			
	Retirement plans			
	Employee benefit programs			
	Other deductions	239,917	189,323	-50,594
Total deductions	1,002,999	811,902	-191,097	
Ordinary business income (loss)	111,713	206,125	94,412	

Form 1065	Two Year Comparison Worksheet, Page 2	2009 & 2010
------------------	--	------------------------

Name TILTON'S AUTOMOTIVE SERVICE	Employer Identification Number 54-2186102
--	---

		2009	2010	Differences
Income (Loss)	Ordinary business income (loss)	111,713	206,125	94,412
	Net rental real estate income (loss)			
	Net other rental income (loss)			
	Guaranteed payments			
	Interest income			
	Ordinary dividends			
	Qualified dividends			
	Royalties			
	Net short-term capital gain (loss)			
	Net long-term capital gain (loss)			
	Net section 1231 gain (loss)			
Other income (loss)				
Deductions	Section 179 deduction			
	Contributions	3,900	240	-3,660
	Investment interest expense			
	Section 59(e)(2) expenditures			
	Other deductions			
Self-Employment	Net earnings (loss) from self-employment			
	Gross farm or fishing income			
	Gross nonfarm income	1,114,712		-1,114,712
Credits	Low-income housing credit (section 42(j)(5))			
	Low-income housing credit (other)			
	Qualified rehab expenditures (rental real estate)			
	Other rental real estate credits			
	Other rental credits			
	Other credits			
Foreign Transactions	Total foreign gross income			
	Total foreign deductions			
	Total foreign taxes paid and accrued			
	Reduction in taxes available for credit			
Alternative Minimum Tax (AMT) Items	Post-1986 depreciation adjustment	-377	-583	-206
	Adjusted gain or loss			
	Depletion (other than oil and gas)			
	Oil, gas, and geothermal properties - gross income			
	Oil, gas, and geothermal properties - deductions			
	Other AMT items			
Other Information	Tax-exempt interest income			
	Other tax-exempt income			
	Nondeductible expenses	10,224	69,000	58,776
	Distributions of cash and marketable securities	103,895	233,086	129,191
	Distributions of property other than money			
	Investment income			
	Investment expenses			
	Income (loss)	107,813	205,885	98,072

B4 (Official Form 4) (12/07)

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

In re BCAS, 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>
American Electric Power Legal Dept. 1 Riverside Plaza Columbus, OH 43215	American Electric Power Legal Dept. 1 Riverside Plaza Columbus, OH 43215			1,226.23
American General Life Ins Co PO Box 0807 Carol Stream, IL 60132	American General Life Ins Co PO Box 0807 Carol Stream, IL 60132	Business debt		1,752.00
Anthem BCBS OH Grp PO Box 105673 Atlanta, GA 30348-6317	Anthem BCBS OH Grp PO Box 105673 Atlanta, GA 30348-6317	Business debt		2,911.31
City of Columbus Division of Income Tax 50 W. Gay St., 4th Floor Columbus, OH 43215	City of Columbus Division of Income Tax 50 W. Gay St., 4th Floor Columbus, OH 43215	6188 Ambleside Drive, Columbus, Ohio		2,456.36 (215,000.00 secured) (731,320.58 senior lien)
Clark & Lowe, LLC 1500 W. Third Ave., #310 Columbus, OH 43212	Clark & Lowe, LLC 1500 W. Third Ave., #310 Columbus, OH 43212	Business debt		7,800.00
Dockery Limited Partnership 7031 Portmarnock Place Bradenton, FL 34202	Dockery Limited Partnership 7031 Portmarnock Place Bradenton, FL 34202	Business loan		177,850.00
Dockery Limited Partnership 7031 Portmarnock Place Bradenton, FL 34202	Dockery Limited Partnership 7031 Portmarnock Place Bradenton, FL 34202	Business loan		88,475.00
Internal Revenue Service 2970 Market Street Mail Stop 5-130133 Philadelphia, PA 19104-5016	Internal Revenue Service 2970 Market Street Mail Stop 5-130133 Philadelphia, PA 19104-5016	6188 Ambleside Drive, Columbus, Ohio Claim amount estimated	Disputed	450,000.00 (215,000.00 secured) (10,091.73 senior lien)
Lincoln Financial Group Attn: The Pension Design Group LLC 5800 Venture Drive, Suite B Dublin, OH 43017	Lincoln Financial Group Attn: The Pension Design Group LLC 5800 Venture Drive, Suite B Dublin, OH 43017	Business debt		3,495.11

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

In re **BCAS, LLC**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
NAPA Auto Parts - Columbus 5959 5959 Collections Center Drive Chicago, IL 60693	NAPA Auto Parts - Columbus 5959 5959 Collections Center Drive Chicago, IL 60693	Business debt		23,314.21
Ohio Bureau of Workers' Compensation Attn. Law Section Bankruptcy Unit P.O. Box 15667 Columbus, OH 43215	Ohio Bureau of Workers' Compensation Attn. Law Section Bankruptcy Unit P.O. Box 15667 Columbus, OH 43215			31,781.87
Ohio Department of Job and Family Service Office of Legal Services 30 E. Broad Street, 31st Floor Columbus, OH 43215	Ohio Department of Job and Family Service Office of Legal Services 30 E. Broad Street, 31st Floor Columbus, OH 43215			22,569.21
Ohio Department of Taxation Attn: Bankruptcy Division PO Box 530 Columbus, OH 43216-0530	Ohio Department of Taxation Attn: Bankruptcy Division PO Box 530 Columbus, OH 43216-0530	CAT Taxes		3,743.10
Ohio Department of Taxation Attn: Bankruptcy Division PO Box 530 Columbus, OH 43216-0530	Ohio Department of Taxation Attn: Bankruptcy Division PO Box 530 Columbus, OH 43216-0530	State withholding tax	Disputed	52,766.37
Ohio Department of Taxation Attn: Bankruptcy Division PO Box 530 Columbus, OH 43216-0530	Ohio Department of Taxation Attn: Bankruptcy Division PO Box 530 Columbus, OH 43216-0530	Sales tax	Disputed	36,748.00
Ohio Department of Taxation Attn: Bankruptcy Division PO Box 530 Columbus, OH 43216-0530	Ohio Department of Taxation Attn: Bankruptcy Division PO Box 530 Columbus, OH 43216-0530	6188 Ambleside Drive, Columbus, Ohio	Disputed	243,856.76 (215,000.00 secured) (460,091.73 senior lien)
Ohio Dept. of Job and Family Services Revenue Recovery - Litigation PO Box 182404 Columbus, OH 43218-2404	Ohio Dept. of Job and Family Services Revenue Recovery - Litigation PO Box 182404 Columbus, OH 43218-2404	6188 Ambleside Drive, Columbus, Ohio	Disputed	27,372.09 (215,000.00 secured) (703,948.49 senior lien)
State Auto Insurance Co. 518 E. Broad St Columbus, OH 43215	State Auto Insurance Co. 518 E. Broad St Columbus, OH 43215	Business debt		2,285.00
Tabor Chadwick and Celeste Dockery 7031 Portmarnock Place Bradenton, FL 34202	Tabor Chadwick and Celeste Dockery 7031 Portmarnock Place Bradenton, FL 34202	Business loan		182,540.00

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

In re **BCAS, LLC**

Case No. _____

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>
UniFirst Corp. 211 Reyn-New Albany Rd Blacklick, OH 43004	UniFirst Corp. 211 Reyn-New Albany Rd Blacklick, OH 43004	Business debt		1,846.00

**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 September 3, 2012

Signature /s/ Andrew S. Tilton
Andrew S. Tilton
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.

6600 North High Street LLC
Attn: Randall E. Worth
522 N. State Street
Westerville, OH 43082

American Electric Power
Legal Dept.
1 Riverside Plaza
Columbus, OH 43215

American General Life Ins Co
PO Box 0807
Carol Stream, IL 60132

Anthem BCBS OH Grp
PO Box 105673
Atlanta, GA 30348-6317

C & M Leasing Company
P.O. Box 307303
Columbus, OH 43230

City of Columbus
Income Tax Division
50 West Gay Street, 4th Floor
Columbus, OH 43215

City of Columbus
Division of Income Tax
50 W. Gay St., 4th Floor
Columbus, OH 43215

City of Columbus, Div. of Income Tax
c/o Paul Khory, City Attorney
50 W. Gay Street, 4th Floor
Columbus, OH 43215

Clark & Lowe, LLC
1500 W. Third Ave., #310
Columbus, OH 43212

Colonial Life
Colonial Life Processing Center
PO Box 1365
Columbia, SC 29202-1365

Columbia Gas
PO Box 117
200 Civic Center Drive
Columbus, OH 43216-0117

Dockery Limited Partnership
7031 Portmarnock Place
Bradenton, FL 34202

Earthlink Business
POBox 415721
Boston, MA 02241-5721

Franklin County Treasurer
c/o Ed Leonard
373 South High Street
Columbus, OH 43215

Guide Book Publishing
PO Box 240430
Ballwin, MO 63024

Internal Revenue Service
2970 Market Street
Mail Stop 5-130133
Philadelphia, PA 19104-5016

Leanin Tree Inc.
PO Box 9500
Boulder, CO 80301

Lincoln Financial Group
Attn: The Pension Design Group LLC
5800 Venture Drive, Suite B
Dublin, OH 43017

Mohannad Alhiassah
2183 Wagontrail Drive
Reynoldsburg, OH 43068

Multimedia Sales & Marketing
PO Box 5065
Buffalo Grove, IL 60089

NAPA Auto Parts - Columbus 5959
5959 Collections Center Drive
Chicago, IL 60693

Ohio Atty General, Collec. Enforcement
Attn: Bankruptcy Unit
150 East Gay Street, 21st Floor
Columbus, OH 43215

Ohio Bureau of Workers' Compensation
Attn. Law Section Bankruptcy Unit
P.O. Box 15667
Columbus, OH 43215

Ohio Department of Job and Family Service
Office of Legal Services
30 E. Broad Street, 31st Floor
Columbus, OH 43215

Ohio Department of Taxation
Attn: Bankruptcy Division
PO Box 530
Columbus, OH 43216-0530

Ohio Dept. of Job and Family Services
Revenue Recovery - Litigation
PO Box 182404
Columbus, OH 43218-2404

Quill Corporation
PO Box 94080
Palatine, IL 60094

Raymond & Nancy Waggoner
979 Notchbrook Dr.
Delaware, OH 43015

Raymond W. Waggoner, Jr.
c/o David B. Hornbeck, Esq.
7650 Rivers Edge Drive, Suite 100
Columbus, OH 43235-1300

Spirit Zone Group
250 N. Mill St., Suite 3
Lewisville, TX 75057

State Auto Insurance Co.
518 E. Broad St
Columbus, OH 43215

State Auto Insurance Co.
PO Box 182738
Columbus, OH 43213

Tabor Chadwick and Celeste Dockery
7031 Portmarnock Place
Bradenton, FL 34202

UniFirst Corp.
211 Reyn-New Albany Rd
Blacklick, OH 43004

Vision Service Plan
Attn Revenue Admin R00250
PO Box 60000
San Francisco, CA 94105

Wendy J. Esposito
City Hall, Rm 101
90 W. Broad Street
Columbus, OH 43215

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

In re BCAS, LLC

Debtor(s)

Case No.
Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for BCAS, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

September 3, 2012

Date

/s/ Richard K. Stovall

Richard K. Stovall 0029978

Signature of Attorney or Litigant

Counsel for BCAS, LLC

Allen Kuehnle Stovall & Neuman LLP

17 South High Street

Suite 1220

Columbus, OH 43215

(614) 221-8500 Fax:(614) 221-5988