

Fill in this information to identify your case:

United States Bankruptcy Court for the:

EASTERN DISTRICT OF PENNSYLVANIA

Case number (if known) Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

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

1. Debtor's name One State Street Associates, L.P.

2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 20-1059372

4. Debtor's address Principal place of business Mailing address, if different from principal place of business One South State Street Newtown, PA 18940 Bucks Location of principal assets, if different from principal place of business

5. Debtor's website (URL)

6. Type of debtor Corporation Partnership Other. Specify:

Debtor One State Street Associates, L.P. Case number (if known) _____
Name

7. Describe debtor's business

A. Check one:

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

B. Check all that apply

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

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

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

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

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

Chapter 12

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

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

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

- No
- Yes.

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

Debtor _____	Relationship _____
District _____	When _____
	Case number, if known _____

Debtor One State Street Associates, L.P. Case number (if known) _____
 Name

11. Why is the case filed in this district? *Check all that apply:*

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

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

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

No

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

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

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property? _____
 Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____
 Contact name _____
 Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*

Funds will be available for distribution to unsecured creditors.

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

14. Estimated number of creditors

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

15. Estimated Assets

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

16. Estimated liabilities

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

Debtor One State Street Associates, L.P. Case number (if known) _____
Name

Request for Relief, Declaration, and Signatures

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

17. Declaration and signature of authorized representative of debtor

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

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

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

Executed on June 21, 2017
MM / DD / YYYY

/s/ Renato J. Gualtieri
Signature of authorized representative of debtor

Title President of Corporate GP

Renato J. Gualtieri
Printed name

18. Signature of attorney

/s/ David B. Smith
Signature of attorney for debtor

Date June 21, 2017
MM / DD / YYYY

David B. Smith
Printed name

Smith Kane Holman, LLC
Firm name

112 Moores Road
Suite 300
Malvern, PA 19355
Number, Street, City, State & ZIP Code

Contact phone 610-407-7215 Email address dsmith@skhlaw.com

59098
Bar number and State

**ONE STATE STREET ASSOCIATES, LP
(A Pennsylvania Limited Partnership)**

UNANIMOUS WRITTEN CONSENT OF PARTNERS

The undersigned, being all the partners of One State Street Associates, LP (the "Partnership"), hereby adopt the following resolutions with the same force and effect as if adopted at a duly held meeting and consent to the taking of all prior actions referred to in such resolutions:

RESOLVED, that, in the judgment of the partners, it is desirable and in the best interests of the Partnership that the Partnership commence a bankruptcy case by filing a voluntary petition under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"); and

FURTHER RESOLVED, that the general partner of the Partnership be, and each hereby is, authorized and empowered on behalf of, and in the name of, the Partnership to execute and verify or certify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Eastern District of Pennsylvania (the "Bankruptcy Court") at such time as said general partner executing the same shall determine; and

FURTHER RESOLVED, that the general partner of the Partnership be, and hereby is, authorized and empowered on behalf of, and in the name of, the Partnership to execute and file all petitions, schedules, lists, and other papers and to take any and all actions that the general partner may deem necessary, proper or desirable in connection with the Chapter 11 case, with a view to the successful prosecution of the case; and

FURTHER RESOLVED, that the law firm of Smith Kane Holman, LLC be, and it hereby is, employed as bankruptcy counsel for the Partnership under a general retainer; and

FURTHER RESOLVED, that the general partner of the Partnership is hereby authorized to instruct the Partnership's bankruptcy counsel to take all necessary steps in connection with the Partnership's Chapter 11 case; and


FURTHER RESOLVED, that this Unanimous Written Consent of Partners in lieu of a meeting be filed in the minute book of the Partnership.

FURTHER RESOLVED, that any and all acts by or on behalf of


the Partnership taken by the general partner of the Partnership in connection with or furtherance of the foregoing resolutions prior to the adoption of these resolutions be and the same hereby are in all respects ratified, approved and confirmed.

This Unanimous Written Consent shall be effective as of the 9th day of June, 2017, upon the signing of a copy hereof by all the partners of the Partnership.

WITNESS our hands as of the date written above.



Renato J. Gualtieri
President of Fidelity Properties, Inc., general partner



Renato J. Gualtieri, limited partner

Fill in this information to identify the case:

Debtor name **One State Street Associates, L.P.**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF PENNSYLVANIA**

Case number (if known): _____

Check if this is an amended filing

Official Form 204

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

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

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Newtown Artesian Water Company 201 N. Lincoln Avenue PO Box 217 Newtown, PA 18940						\$250.00
Newtown Bucks Co Jnt Municipal Authority 15 South Congree Street Newtown, PA 18940						\$250.00
PECO PO Box 37629 Philadelphia, PA 19101-0629						\$1,000.00
Penn Community Bank 107 Floral Vale Blvd Morrisville, PA 19067		first mortgage on One S. State Street and 2-4 Washington Street		\$491,000.00	\$0.00	\$491,000.00
Prudential Savings Bank 1834 W. Oregon Avenue Philadelphia, PA 19145		second mortgage lien on One S. State Street and second mortgage lien on 2-4 Washington Street		\$729,000.00	\$0.00	\$729,000.00
Prudential Savings Bank 1834 W. Oregon Avenue Philadelphia, PA 19145		first mortgage lien on 106-110 N. State Street		\$662,130.00	\$0.00	\$662,130.00

Edward Jones
1 South State Street
Newtown, PA 18940

Elaine Berk
110 North State Street
Newtown, PA 18940

Genevieve Rodgers
106 North State Street
Newtown, PA 18940

Newtown Artesian Water Company
201 N. Lincoln Avenue
PO Box 217
Newtown, PA 18940

Newtown Bucks Co Jnt Municipal Authority
15 South Congree Street
Newtown, PA 18940

PECO
PO Box 37629
Philadelphia, PA 19101-0629

Penn Community Bank
107 Floral Vale Blvd
Morrisville, PA 19067

Prudential Savings Bank
1834 W. Oregon Avenue
Philadelphia, PA 19145

Robert Small, CPA
1 South State Street
Newtown, PA 18940

Theresa Young
106 North State Street
Newtown, PA 18940

Trinity IT
2 Washington Street
Newtown, PA 18940